



Wallaceburg Minor Lacrosse Association

CONSTITUTION

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WALLACEBURG MINOR LACROSSE ASSOCIATION INC

A Constitution relating generally to the organization and transaction of the affairs of the Wallaceburg Minor Lacrosse Association Inc. Whereas by Letters Patent issued January 13, 1981 identified as 462603, by the Ministry of Consumer and Business Services of Ontario, the Wallaceburg Minor Lacrosse Association Inc. was incorporated; BE IT ENACTED as a Constitution of the Wallaceburg Minor Lacrosse Association Inc. as follows:

1. INTERPRETATION

In this constitution and all other rules and policies of the WMLA unless the context requires otherwise:

- a) The singular means the plural;
- b) The masculine shall mean the feminine (or vice versa);
- c) "Act" means the Corporations Act, R.S.O. 1990,c. C.38 as amended and any statute enacted in substitution therefore from time to time and the Business Corporations Act, R.S.O. 1990,c. B.16, as amended and any statute enacted in substitution therefore from time to time;
- d) "Board" and "Executive" means the Board of Directors of the Wallaceburg Minor Lacrosse Association Inc;
- e) "The Organization" means the Wallaceburg Minor Lacrosse Association Inc. as Incorporated under the Act;
- f) "Member" means a member as defined in Article 6
- g) "WMLA" shall mean the Wallaceburg Minor Lacrosse Association Inc.

2. HEAD OFFICE

The head office of WMLA shall be in the Town of Wallaceburg, Municipality of Chatham-Kent, in the Province of Ontario at such place therein as may from time to time be determined by the Board.

3. TERRITORIAL JURISDICTION

TO BE UPDATED BY OLA



4. CORPORATE SEAL/LOGO

For any use of the Wallaceburg Lacrosse or Wallaceburg Griffins Logo (or an approximation or derivation of said logo) for any purpose will not be permitted without the written permission of the WMLA Executive Board.

This includes but not exclusive to apparel or promotional purchases for teams not through authorized channels, advertising, fundraising and promotional activities.

See Appendix A for the Wallaceburg Lacrosse and Wallaceburg Griffins Logo.

5. MISSION STATEMENT

To establish and maintain a community-based organization, WMLA, for the purpose of:

- Promoting the game of lacrosse and its attributes in Wallaceburg and the surrounding area.
- Providing a quality learning experience for the Coaches, Staff and Players involved in the game of lacrosse.
- Supporting good citizenship, team spirit and fair play.
- Improving and enhancing the WMLA experience within the community.
- Providing opportunity for all participants, to become involved in the game of lacrosse.

6. MEMBERS

6.01. Classes of Members

The Association shall have three (3) classes of membership, namely: Playing Members, Adult Members and Honorary Lifetime Members:

1. Playing Members shall be all members who have properly registered to participate in the activities of the WMLA.
2. An Adult Member shall be: eighteen years of age or older and a parent or guardian of a Playing Member(s), coach (past or present), executive member (past or present) or a current year volunteer.
3. Honorary Lifetime Members shall be non-playing members who have rendered extraordinary and distinguished service to the WMLA. Individuals may be nominated to be Honorary Lifetime Members by any member of the WMLA and the granting of Honorary Lifetime Membership must be confirmed by a 2/3 majority vote at the AGM.

6.02. Terms of Eligibility

Members in good standing shall be those admitted to Membership and who have paid all required membership fees to the WMLA.

Members in good standing shall be those admitted to Membership and who are not under suspension from the WMLA, Zone 7 Minor Lacrosse Association or the Ontario Lacrosse Association in the current year.

Members in good standing shall be those admitted to Membership and who have no money owing to the WMLA and/or no WMLA equipment/jerseys outstanding.

Membership in the Wallaceburg Minor Lacrosse Association shall not be transferable and shall terminate upon a Member's resignation or death.

6.03. Insurance

All the WMLA's playing members, bench personnel, and executive members shall be insured through the Ontario Lacrosse Association insurance plan. The coverage terms shall be from January 1 to December 31 of the current year registered.

6.04. Membership Fees

The Executive Board prior to the season's published registration dates will establish registration fees. All registration fees must be paid in full, and all forms and documents must be completed before any player can participate in any lacrosse activity, including but not limited to, Rep. Team tryouts, practice and/or conditioning programs. Fees for any unexpired term of Membership are normally not refundable.

The Executive Board reserves the right to extend payments due to extenuating circumstances. A letter must be submitted to the Executive Board requesting approval.

6.05. Individual Member / Team Sponsorship

All proposed sponsorship for individual Members and/or individual teams must be presented to and approved by the Executive Board. Players may obtain personal sponsorships for Member Fees (Registration Fees) if no advertisement is required, along with no tax receipt issued from the WMLA.

6.06. Refunds

Refunds are to be issued from the WMLA Treasurer. All refunds must be made payable to the parent / guardian of the applicable participant or the individual/group responsible for payment. For the purposes of this section, the start of the season occurs when the first official game for the team which the players is part.

Refund requests must be made in writing or email to the current WMLA Executive Board.

Refund requests will be processed before the end of May of the current lacrosse year.

The Wallaceburg Minor Lacrosse Association shall allot refunds as follows:

- Full refund allotted if player quits prior to the start of the current lacrosse season (100% of Registration Fees paid minus \$35 Administration Fee.)
- Three-Quarters refund allotted if a player injures themselves within the first four (4) weeks of the current lacrosse season (75% of Registration Fees paid.)
- One-half refund allotted if player quits within the first two (2) weeks of the start of the current lacrosse season (50% of Registration Fees paid.)
- No refund allotted if a player quits after the first two (2) weeks of the current lacrosse season (0% of Registration Fees paid.)

Notes: All the above is contingent upon the equipment being returned within the specified times

6.07. Reimbursements

The WMLA will provide reimbursements to Members for the following situations, provided funds are available.

1. 100% of the cost of OLA Coaching Certification for Rep. coaches only
2. 100% of the cost of Referee Certification
3. 100% cost for an Executive Member attending the OLA AGM/SAGM – Accommodations (hotel receipt to be used) – Fuel (25 cents/km travelled) – Meals (\$52/day = \$12 Breakfast, \$15 Lunch, \$25 Dinner)
4. Fuel Expenses for an Executive Member attending all Zone 7 Meetings including but not limited to Monthly, Disciplinary, Release and AGM Meetings.

6.08. Releases

All Member release requests will follow the procedures and guidelines set out by the Ontario Lacrosse Association. Members can find the OLA Release Request Form on the OLA website.

The only time an automatic release will be granted to a Member is if they have been cut from a Rep. Team and no other Rep. Team is available. They will be granted a one (1) year release to the next closest OLA Member Lacrosse Association. All other releases will follow the protocol of the OLA, be discussed and voted on by the current WMLA Executive Board. In the event the vote results in a tie, the current WMLA President shall cast the deciding vote and the decision shall be final.

All release requests to the WMLA, will be charged a \$50.00 non-refundable fee prior to the Executive Board hearing the Release Request.

7. GOVERNING STRUCTURE

7.01. Governing Structure

All Members are governed by the Canadian Lacrosse Association (CLA), the Ontario Lacrosse Association (OLA), and the Wallaceburg Minor Lacrosse Association (WMLA). Unless a regulation/guideline/rule exists otherwise, the WMLA Policies and Procedures shall take precedence. All meetings will follow the Roberts Rule of Order.

7.02. Executive Board

The affairs of the WMLA shall be conducted by the Executive Board.

All WMLA decisions must be ratified by the Executive Board prior to any action or amendment concerning such decisions, unless it has already been approved through the budget process or where the decision-making authority has been conferred to the Executive Board.

The agenda, which is to be prepared and communicated to Executive members in advance of the meeting, shall only be altered at the discretion of the President or his/her designate.

The Executive Board will meet once every month as directed at the previous months Executive Meeting or as directed by the President through the Secretary for the transaction of at least the following business, to be set out in the agenda.

1. Attendance
2. Review and Approval of Minutes from the Previous Month
3. Presidents Report
4. Finance Report
5. Registrar's Report
6. Competitive Director Report
7. Girls Box Director Report
8. Field Director Report
9. House League Director Report
10. Sponsorship and Fundraising Report
11. Facilities Director Report
12. Technical Director Report
13. Equipment Director Report
14. Booster Director Report
15. Referee-In-Chief Report
16. New Business
17. Next Meeting Date

One quarter of the current Executive Board constitutes a quorum, with a minimum of three and must include either the president or vice president at an Executive Board Meeting.

Except for the President, every Executive Board Member shall have a vote in all decisions.

Where required, the Executive Board may vote on motions using electronic mail. All such votes require a majority of Executive Board Members in order to pass. The Secretary or their designate shall be responsible for administering the voting and will be responsible for documenting and presenting the results to the WMLA Executive Board prior to the next scheduled Executive Board Meeting.

The President shall have a casting vote only in the event of a tie, on motions.

7.03. **Executive Board Members**

The Wallaceburg Minor Lacrosse Association Board of Directors shall consist of:

- President *2-year term odd year election max 3 terms*
- Vice President *2-year term even year election max 3 terms*
- Secretary *2-year term odd year election*
- Treasurer *2-year term even year election*
- Past President *2-year term appointed*
- Registrar *2-year term even year election*
- Rep. Box Director *1-year term*
- House League Director *1-year term*
- Technical Director *1-year term*
- Booster Director *1-year term*
- Sponsorship and Fundraising Director *1-year term*
- Referee In Chief *1-year term*
- Facilities and Equipment Director *1-year term*
- Field Director *1-year term*
- Girls Director *1-year term*

Executive Board Member positions or change in terms can be created or accountabilities altered by the current Executive Board with a majority vote at any Executive Board Meeting.

All Executive Board Members must remain in good standing with the Wallaceburg Minor Lacrosse Association as set forth in Section 6.02 Terms of Eligibility.

7.04. **Election of the Board of Directors**

The current President will call for nominations, using the current WMLA email database and the current WMLA website minimum two weeks prior to the AGM for all eligible Executive Board positions. Elections will be held at the Annual General Meeting (AGM). Where multiple candidates are standing for a given position, a secret ballot vote will be used to elect the given position by scrutineer selected by the President at the AGM.

All eligible members as outlined in section 6.01 and 6.02 in attendance, shall be entitled to 1 vote. There will be no proxy votes.

All Executive Board positions, except for Past-President, shall be elected at the Annual General Meeting in the following order:

- President
- Vice President
- Treasurer
- Secretary
- Registrar
- Rep. Box Director
- Technical Director
- Field Director
- Girls Director
- House League Director

- Referee In Chief
- Sponsorship and Fundraising Director
- Facilities and Equipment Director
- Booster Director

7.05. Eligibility to be an Executive Board Member

Any person is eligible to be a Director of WMLA, who:

- a) Meets the eligibility requirements for Membership in WMLA set out in Article 6.01. and 6.02
- b) Is not an employee of WMLA and is otherwise legally competent to conduct business and enter contracts under the laws of Canada and its provinces;
- c) A Director shall be eighteen or more years of age;
- d) No un-discharged bankruptcy shall be a Director, and, if a Director becomes bankrupt, he there upon ceases to be a Director.

To be eligible to be president, the nominee must have held a position on the executive within the last three years, unless no candidates are available.

7.06. Vacancies on the Executive Board

Positions left open at the AGM can be filled by appointment by the current President, including the remaining Director positions of the Executive Board until the next WMLA AGM.

7.07. Conflict of Interest

Where a Director carrying out the duties of their position in the WMLA, either on his behalf or while acting for, by, with or through, another, has a pecuniary interest in any matter, or otherwise has a conflict of interest, they:

- a) Shall disclose his interest fully at a meeting of the Directors in the manner prescribed by the Organizations Act
- b) Also, every declaration of interest and the general nature thereof shall be recorded in the minutes of the meeting.

7.08. Roles and Responsibilities of the Executive Board Members

The President Shall:

- Call and preside over meetings
- Cast tie breaking vote
- Represent or appoint a designate for OLA Meetings, Zone 7 Meetings and OLA or Zone 7 Conferences
- Chair or appoint a designate to Chair the Discipline Committee
- Serve as a member of the Finance Committee
- Delegate duties to the Executive Board
- Fill any vacancies on the Executive Board
- Act as a signing officer for the Association

The Vice President Shall:

- Assist the President with delegated duties and fulfill the Presidents duties in their absence
- Represent or appoint a designate for OLA Meetings, Zone 7 Meetings and OLA or Zone 7 Conferences
- Act as the Chair for the Coaches Selection and Development Committee
- Act as a signing officer for the association
- Serve as a member for the Finance Committee
- Monitor the daily operation of all travel and house league teams
- Ensure that all new Executive Members, Bench Personnel and volunteers obtain police clearances, in cooperation with the Registrar

The Treasurer Shall:

- Shall be the principal signing officer on the general account and a co-signer on all other accounts
- Be responsible for upcoming Business Plan
- Supply monthly and yearend financial statements
- Act as steward to the budget
- Chair the Financial Committee
- Ensure all receipts and disbursements within the association are recognized
- Carry out other duties as assigned by the Executive Board

The Secretary Shall:

- Prepare and maintain a current up-to-date list of all Wallaceburg Minor Lacrosse Association executives
- Record all the minutes of all Association meetings and provide a copy to each member of the executive
- Ensure that all executive members are contacted and are present with a proposed agenda for every meeting
- Record the names of all persons present at all Wallaceburg Minor Lacrosse Association meetings and manage the meeting minutes
- Arrange for the liability, casualty and equipment insurance coverage
- Carry out other duties as assigned by the Executive Board

The Registrar Shall:

- Be responsible for setting registration dates for the WMLA
- Establish a final registration date for the WMLA with the approval of the Executive
- Rule on the eligibility of all players registering with the Association
- Keep a record of all online registration documentation for each WMLA player
- Set up the new season registration modules online prior to setting registration dates
- Approve, decline, perform online refunds for players through the online registration system
- Ensure coaches & volunteers have uploaded the appropriate documentation through the online registration system. (Police Clearances, Coaching Certifications)

The Rep. Box Director Shall:

- Be a WMLA. representative to affiliated league and one of the OLA contacts
- Be responsible for relaying all information to all Rep-Team coaches regarding tournaments
- Serve as a member to the Coaches Selection and Development Committee for the purpose of evaluating and selecting coaching candidates
- Ensure all Rep-Team Bench Personnel are properly carded as per Ontario Lacrosse Association Constitution
- Arrange all practice times and Zone 7 game times for all WMLA Rep-Teams and notify all coaches of any changes
- Ensure that all Rep-Team Coaches and Bench Personnel are aware of the WMLA policy on sponsorship, fundraising and donations
- Carry out other duties as assigned by the Executive Board

The Technical Director Shall:

- Be responsible for the overall development of the Coaches in the WMLA
- Be responsible for the overall development of the Players in the WMLA
- Serve as member of the Coaches Selection and Development Committee

- With the assistance of the Executive, appoint members annually to the Coaches Selection and Development Committee to a minimum of 3 and a maximum of 5 members, two of which will be the House League Director and the Rep-Team Director
- Prepare & conduct skill development clinics for all players including Goalies in all divisions
- Develop and maintain WMLA Coaches' reference manual for all divisions
- Prepare & conduct non-certification skill development clinics for all coaches
- Represent player and coach development for both Box and Field Programs
- Carry out other duties as assigned by the Executive Board

The House League Director Shall:

- Obtain coaches and managers for all house league teams
- Arrange for the selection of all house league teams and scheduling under the direction of the Executive
- Be responsible for allocating practice times in an equitable manner for all house league teams
- Be responsible for settling any minor disputes concerning the house league
- Refer any incident requiring disciplinary action immediately to the President and Referee-in-Chief
- Carry out other duties as assigned by the Executive Board

The Referee in Chief Shall:

- Promote the sport of lacrosse and the importance of the minor officials and referees in the governance of the sport
- Maintain an up-to-date contact list for all certified referees for the current season
- Assign referees to all House League and Travel game
- Supervise and continue to instruct all referees in our association
- Make themselves available to answer any officiating questions from the players, coaches, board members, parents and spectators
- Act as a representative of the Disciplinary and Appeals Committee
- Remind all current officials and prospective officials of any upcoming certification clinics
- Keep all certified referees aware of Tournament, Zone Championships and Provincial Championships dates

The Sponsorship and Fundraising Director Shall:

- Coordinate, record and communicate the Sponsorship efforts of the WMLA to the Executive Board
- Implement and manage Board approved fundraising activities
- Forward all Sponsorship monies collected to the WMLA Treasurer
- Oversee team sponsorships, with the assistance of the Treasure as required
- Act as a Representative of the Financial Committee
- Carry out other duties assigned by the Executive Board

The Facilities and Equipment Director Shall:

- Book and cancel all floor time as required by the WMLA
- Manage all of the WMLA Equipment including but not limited to jerseys, balls, etc.
- Organize and keep clean the Equipment Storage Room and Team Locker Room as needed
- Distribute Equipment to all Rep. Teams in conjunction with the Rep. Director and the House League Director
- Serve as a member of the Finance Committee
- Retrieve all Equipment at season end
- Take a yearly inventory and report back to the Executive Board
- Keep a detailed log of where the equipment is lent out to and who has signed for said equipment

- Ensure King's court is appropriately cleaned and organized for practices
- Carry out other duties as assigned by the Executive Board

The Booster Director Shall:

- Be point of contact and coordinate the interactions of merchandise as needed or directed by WMLA
- Help to coordinate workloads for special events and tournaments to determine resources required/resource scheduling
- Help promote the sport of lacrosse within the WMLA Jurisdiction and develop volunteer personnel amongst player parents/guardians
- Act as the board representative of LAX MOM's, ensuring all finances are reported and accounted by the association
- Carry out other duties as assigned by the Executive Board

The Field Director Shall:

- Be responsible for rep teams participating in field lacrosse programs in all divisions
- Serve as a member of the Coaches Selection and Development Committee
- Address conflicts and problems arising throughout the season and ensure proper documentation and communication is completed
- Ensure distribution of equipment is supplied to teams' preseason and collected postseason
- Assist registrar to ensure proper documentation of bench personal and players are adhered to by the OLA deadline
- Represent or appoint a delegate for WMLA at OMFLL meetings if required
- Carry out other duties assigned by the Executive Board

The Girls Director Shall:

- Act as the primary liaison between the Girls Rep. Teams Players and Parents and the Executive Board
- Coordinate the schedule for the Girls Rep. Teams including Tier 2 if necessary
- Act as a liaison between the Girls Rep. Teams and the Equipment Director
- Serve as a member of the Coaches Selection and Development Committee
- Carry out other duties as assigned by the Executive Board

The Past President Shall:

- Advise the Executive of past decisions' history
- Assist the President as and when requested
- Represent the President in their absence when requested
- Serve as a member of the finance committee

7.11. Remuneration of Executive Board

The Directors shall receive no remuneration for acting as such and no Member and/or Director shall directly or indirectly receive any gain from his position. Directors may receive reasonable compensation for expenses incurred by them in the normal course of their duties, on behalf of WMLA, as approved by any two (2) signing Officers of the Board and outlined in article 6.07. reimbursements

7.12. Removal of an Executive Board Member

Should a Director not attend three (3) consecutive regularly held Board meetings, unless the Board has been made aware of extenuating circumstances, he shall be deemed to have resigned as a Director effective as from the third such meeting. The Board shall, at its next regularly held meeting following such third meeting, conduct a vote as whether to remove such Director from the Board, and refer to article 7.06. Vacancies on the Board to fill open role

8. AUTHORITY OF EXECUTIVE

8.01. General and Specific Powers

The executive, acting together in their capacity as a Board, shall have the authority to exercise the constitution and any powers prescribed by the Organizations Act, or by any other statutes or laws from time to time applicable, except where such power is contrary to the statutes or common law regarding Organizations without share capital and, without limiting the generality of the foregoing, shall have the following in particular:

- a) To accumulate assets;
- b) Solicit donations and grants;
- c) Hold and dispose of real and personal property;
- d) Sue and settle claims;
- e) Set remuneration and fees;
- f) Issue cheques;

8.02. Powers of Individual Directors

No individual Director shall have any authority to act on behalf of the Board of WMLA, nor shall have any authority with respect to the transaction of affairs of the Organization except as provided in this constitution or by resolution of the Board.

8.03. Executive Board Members Accountability

The executive board members are directly accountable to said Organization. They also have a fiduciary responsibility to those who provide funds to WMLA for the sound administration of WMLA. In addition, they have a general duty of trust to those served by WMLA and to the general public.

Every Director of WMLA shall exercise the powers and discharge the duties of his office honestly, in good faith and in the best interests of WMLA, and in connection therewith shall exercise the degree of care, diligence and skill to best of their ability that a reasonably prudent person would exercise in similar circumstances.

9. INDEMNIFICATION

Every Director of WMLA and his executors, administrators and estate shall be indemnified and saved harmless, out of the funds of WMLA from and against:

- a) All costs, and charges and expenses whatsoever that the Executive sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against him, or in respect of any act, deed, matter or thing whatsoever, made, done, or permitted by him, in or about the execution, in good faith, of the duties of his office or in respect of any such liability.
- b) 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 default. WMLA shall insure that sufficient liability insurance is carried as is currently available and can be reasonably afforded by WMLA.

10. COMMITTEES

10.01. Standing Committees

All standing committees will be formed following the AGM with term of reference outlined below. The chair will determine the frequency of meetings as required to complete the scopes. The board has the authority change the remit of each committee based on a majority vote at any executive meeting.

10.02. Grievance Committee

The Grievance Committee shall be responsible to hear appeals from suspended or terminated WMLA Director(s), or petitions from any past member of the WMLA requesting special dispensation for voting privileges at the WMLA's Annual General Meeting. The Grievance Committee shall be comprised of the Vice President of Lacrosse (or his/her designate), another member as appointed by the board and the Past President who shall chair the Committee. In the absence of any of the above, or in the event that any of the above must disqualify themselves as having a conflict of interest or being involved in the grievance, the President shall become a member of this Committee and, in the absence of the Past President, the President shall chair the Committee. There shall always be three members of this Committee hearing any grievance and, if three of the above are unable to serve, the Board will appoint members to constitute a Committee. Decisions of the Grievance Committee are considered final.

10.03. Coaches Selection and Development Committee

The Coaches Selection and Development Committee shall be responsible for interviewing and evaluating all coaching applicants and submitting their documented recommendations for coaches to the WMLA's Board of Directors for ratification excluding house league. The Committee shall also recommend, support and coordinate development opportunities for all players and coaches in the WMLA.

The Coaches Selection and Development Committee shall be comprised of the Vice President, Rep Box Director, Technical Director, Field Director and Girls Director. The Vice President will chair the committee. The Chair can draw on other board members to assume the responsibilities for Directors who are unable to partake in the process for a specific age group. If the Chair is unavailable the replacement must be an Executive Board Member.

10.04. Disciplinary Committee

The Disciplinary Committee shall be responsible for hearing and deciding matters which pertain to the alleged violation of any of the operating rules and policies, by-laws or playing rules of the WMLA or which pertain to the conduct or action of any member, player, team official, referee or WMLA representative while acting in the capacity as such or which pertains to the act, omission or conduct of any of the above persons which is alleged to be prejudicial to the WMLA, any team, player or member within the jurisdiction of the WMLA.

All persons involved will be given full opportunity to be heard.

The Disciplinary Committee is responsible for determining disciplinary measures and may include suspension and/or possible termination of membership. The decision of the Disciplinary Committee is final. Appeals of the final decision must be made within 14 days of the decision to the Zone 7 Director.

The Disciplinary Committee shall be chaired by the WMLA's President (or his/her designate) and be comprised of the Secretary, Technical Director and the appropriate Director of REP, Field, Girls or House League. In the absence of any of the above, or in the event that any of the above must disqualify themselves as having a conflict of interest or being involved in the matter being heard, one of the other program Directors or the Past President shall become a member of this Committee.

10.05. Finance Committee

The Finance Committee shall be responsible for preparing a budget for the WMLA for the next fiscal year for submission to the Board for approval, with all Committees of the Board to receive estimates of revenues and expenditures for the fiscal year of the WMLA for purposes of preparing the Budget and recommend policy to the Board regarding financial budgeting and planning. The Budget Committee shall be chaired by the WMLA Treasurer and will be comprised of the President, Past President, Vice President, Sponsorship and Fundraising Director and Facilities and Equipment Director.

10.06. Ad Hoc Committees

The Board may, from time to time, by resolution, establish such other standing or ad hoc committees with such duties and powers as it deems to be in the best interests of WMLA.

Except as otherwise established in this constitution, each such committee shall be chaired by a Director and

have the committee Membership and terms of reference approved by resolution of the Board, shall consider such matters as are referred to it by the Board, shall keep records of its activities and recommendations, and, shall report to the Board at such intervals as required by the Board.

11. ANNUAL GENERAL MEETING

11.01. Notification

The Annual General Meeting shall be held on or before the 28th day of October of the current playing season. The time, date and place of the Annual General Meeting shall be posted on the website and all social media no less than 30 days prior to the AGM, with the agenda and list of open board positions.

11.02. Eligibility

All individuals qualified as a member by Article 6.01. and in good standing 6.02 will have voting and participation rights

11.03. Order of Business

1. Reading the minutes from last year's Annual General Meeting.
2. President's remarks
 - a. Summary of Association's activities
 - b. Recommendations for the future
 - c. Other special reports
3. Significant correspondence received
4. Financial reports.
5. Financial statement to be done no later than the December monthly meeting.
6. Amendments to Constitution, Rules and Policies
7. Notice of motion
8. General business
9. Election of executive board members
10. Election of honorary life memberships
11. Adjournment of Annual General Meeting

11.04. Amendments to the Constitution, Rules and Procedures

All requests to amend must be submitted to a current board member fourteen (14) days prior to the AGM. Any amendments will require a 2/3rd majority vote, by the membership, as defined in Article 6.01. and 6.02., at the Annual General Meeting.

11.05. Honorary Lifetime Membership

Honorary Lifetime Membership is the highest honor that can be bestowed by the Wallaceburg Minor Lacrosse Association and is awarded only for very distinctive service to this Association. Life members shall be elected at the Annual General Meeting and by a 2/3rd majority vote. A life member shall have full voting rights at all General Membership and Annual General Meetings.

11.06. Nominations

Any executive position nominations may be submitted in writing to any current executive officer who shall pass the nomination directly to the President. Nominations for any executive position may also be made from the floor at the Annual General Meeting.

To accept their nomination, a nominee must either confirm their nomination verbally at the Annual General Meeting, or if unable to attend the Annual General Meeting, by written acceptance delivered to any current executive member prior to the Annual Election Meeting.

Elections for general executive positions shall be resolved by a majority vote at the annual election meeting.

12. UNFORSEEN SITUATIONS

If a situation arises where no existing Policy or Procedure applies, the Executive Board shall make the final decision. The decision shall reflect the “spirit of the rule” that is most approximate to the situation. If no Rule can be approximated, the decision should reflect “what is best for the WMLA”. Such decisions shall set precedence for the duration of the season or until the Policies and Procedures are amended (whichever occurs first).

13. ADJOURNMENT

13.01. Notice

Further notice of any adjourned meeting of the Board and its committees or annual meeting of WMLA is not necessary if the date, time and place of such adjourned meeting has been announced at the meeting which was adjourned and if this has been properly recorded in the minutes of that meeting.

13.02. Transaction of Business

Any business may be transacted at any adjourned meeting that might have been transacted at the original meeting from which the adjournment took place.

14. ERRORS OR OMISSIONS IN NOTICE

An accidental error or omission in giving notice of the Annual General Meeting or any other meeting required by this by-law or the non-receipt of such notice by any Director or by the Auditor or any error in any notice not affecting its substance shall not invalidate such meeting or void the proceedings and decisions of that meeting.

15. EXECUTION OF DOCUMENTS

Deeds, transfers, leases, licenses, contracts and engagements, in excess of \$500.00, on behalf of WMLA shall be, signed by the President, the Vice President and the Treasurer, or any two (2) of them, and the Secretary shall affix the seal of WMLA to such instruments as required by law. General expenditures and the entering into contracts in the ordinary course of WMLA operations may be approved and transacted on behalf of WMLA by a majority vote of the Board and shall be required on any financial undertaking. The President, the Vice-President and the Treasurer, or any two (2) of them, as designated by the Board, may transfer any and all bonds, or other securities from time to time standing in the name of WMLA in its individual or any other capacity, or as trustee or otherwise, and may accept on the name and on behalf of WMLA, bonds or other securities from time to time transferred to WMLA, and may affix the corporate seal/logo to any such transfers or acceptances of transfers, and make, execute and deliver under corporate seal/logo and all instruments in writing necessary or proper for such purposes, including the appointment of an attorney or attorneys or any qualified person as determined by the Board to make or accept bonds or other securities on the books of any company or Organization.

Notwithstanding any provisions to the contrary contained in the constitution of WMLA, a majority of the Board may at any time by resolution, direct the manner in which, and the person or persons by whom any particular instrument, contract or obligations of WMLA, may or shall be executed.

16. BOOKS AND RECORDS

The board shall see that all necessary books and records of WMLA required by the constitution and rule and regulations of WMLA, or by any applicable statute or law are regularly and properly maintained.

17. FINANCIAL YEAR

Unless otherwise ordered by the Board of Directors, the fiscal year of WMLA shall be from 1st Day of January and terminate on the 31st Day of December in each year.

18. FINANCIAL TRANSACTIONS

All cheques, bills of exchange or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of WMLA shall be signed by such officer or officers, agent or agents of WMLA and in such manner as shall from time to time be determined by resolution of the majority of the Board and such officers or agents may alone endorse notes and drafts for collection on account of WMLA through its bankers, and endorse notes and cheques for deposit with WMLA Bankers for the credit of WMLA or the same may be endorsed "*for collection*" or "*for deposit*" with the bankers of WMLA by using the WMLA rubber stamp for the purpose. Any such officers or agents so appointed may arrange, settle, balance and certify all books and accounts between WMLA and WMLA bankers and receive all paid cheques and vouchers and sign all banks" forms or settlement of balances and release or verification slips.

19. DEPOSITS OF SECURITIES FOR SAFEKEEPING

The securities of WMLA shall be deposited for safekeeping with one or more bankers, trust companies, credit unions or other financial institutions to be selected by the Board. Any and all securities so deposited may be withdrawn from time to time only upon the written order of WMLA signed by such officer or officers, agent or agents of WMLA and in such manner as shall for time to time be determined by resolution of the Board and such authority may be general or confined to specific instances. The institutions which may be selected as custodians by the Board shall be fully protected in acting in accordance with the directions of the Board and shall in no event be liable for the due application of the securities so withdrawn from deposit or the proceeds thereof.

20. FINANCIAL BORROWING

Not allowed within this constitution

21. DISSOLUTION

Upon dissolution of the Wallaceburg Minor Lacrosse Association and after payment of all debts and liabilities, the remaining assets and properties, both real and financial, of WMLA shall be disbursed at the discretion of the Board in the spirit of lacrosse and community.

APPENDIX A



Version Control

DATE	UPDATED BY
October 24, 2020	Rob Mason