



Notice of Motion

Submitted By: Rocky Mountain Lacrosse League Executive

AGM **Approval** Not Approved

Existing Bylaws: RMLL Bylaws – November 7, 2010

Proposed Bylaw Revisions – As per revisions to Bylaws 3.07 23), 3.07 33), 4.03.4, 4.04, 8.04.8, 9.10, 12.01, 14.03, 14.05 b), 14.10.1 b), 14.10.4.1 and 15.02 in the attached document.

Rationale:

- 3.07 23) – increase to 16 registered players as 12 registered players is too small for a major team with travel.
- 3.07 33) - addition of “players in good standing” so teams have the ability to collect outstanding player fees.
- 4.03.4 - simplified last sentence.
- 4.04 – added “annual”.
- 8.04.8 – definition of President casting a vote.
- 9.10 – further clarification.
- 12.01 – correction of typos.
- 14.03 – revised to be consistent with Regulations.
- 14.05 b) – revised to be consistent with Regulations.
- 14.10.1 b) – revised to be consistent with Regulations.
- 14.10.4.1 – added for decisions that are not consistent with Bylaws, Regulations, Division Operating Policies and Mission Statement.
- 15.02 – Last sentence not required.

ROCKY MOUNTAIN LACROSSE LEAGUE



ALBERTA AMATEUR POST MIDGET LACROSSE

BYLAWS

Revised –November ~~6, 2011~~, 2010

BYLAWS

BYLAW 1 - NAME

The name of the organization is the Rocky Mountain Lacrosse League ("RMLL").

BYLAW 2 - AFFILIATION

The Bylaws of this organization are subject to the terms and conditions imposed by the Canadian Lacrosse Association ("CLA") and the Alberta Lacrosse Association ("ALA"). Where a conflict arises between these Bylaws and the rules of the ALA or CLA, the ALA or CLA rules will govern.

BYLAW 3 - INTERPRETATION

3.01 HEADINGS

The insertion of headings, are for convenience of reference only and shall not affect the construction or interpretation hereof.

3.02 TERMS

The terms "Bylaws", "hereof", "herein", "hereunder" and similar expressions refer to these Bylaws taken as a whole and not to any particular Bylaw or section and include any document or instrument which amends or is supplementary to these Bylaws. The word "Bylaw" followed by a number shall mean the particular Bylaw being part of these Bylaws.

3.03 SINGULAR, PLURAL, GENDER

Words importing the singular number only include the plural and vice versa, and words importing the use of any gender include both genders.

3.04 PERSON

"Person", and other references to persons, includes any individual, firm, company, corporation, unincorporated body of persons, or association.

3.05 IN WRITING

In writing" or "written" include printing, typewriting, or any electronic means of communication by which words are capable of being visibly reproduced at a distant point of reception, including facsimile, and/or e-mail, excluding instant messaging and SMS.

3.06 NOTICE

Whenever a period of notice is required under these Bylaws, the day on which notice is given shall not be counted as part of the notice period, but the day appointed by the notice for the event to which the notice relates shall be counted as part of the notice period.

3.07 DEFINITIONS

Unless the subject matter or context requires a different interpretation, the following words and phrases shall, in these Bylaws, have the following meanings:

- 1) "ALA" shall mean the Alberta Lacrosse Association;
- 2) ALRA shall mean Alberta Lacrosse Referees Association;
- 3) "Amateur" shall have that meaning as defined by the CLA from time to time;
- 4) "AGM" means the Annual General Meeting as provided for in the Bylaws;
- 5) "Appeal" means an appeal pursuant to the Bylaws;
- 6) "Appeal Fee" means that fee as defined and set out in the Bylaws;
- 7) "Appellant" means the person initiating an Appeal by filing a Notice of Appeal;
- 8) "Bond" shall mean any amount of money to be held to cover all or part of any expense due to negligence or wrongful activity of a Member;
- 9) "Bylaws" means the Bylaws of the RMLL as amended from time to time;
- 10) "CLA" means the Canadian Lacrosse Association;
- 11) "Coach" means a person registered with the RMLL as a coach of a Lacrosse Team;
- 12) "Commissioner" means a person appointed by the Members of the applicable Division to govern and administer the Division;
- 13) "Executive" means the individuals as elected by the Members and Commissioners as appointed by each of the Divisions to administer the RMLL;
- 14) "Discipline" means correction, punishment, penalty, and without limiting the generality of the foregoing, shall include but not limited to suspension, fine, expulsion, loss of a bond or franchise fee;
- 15) "Divisions" means levels of play in the RMLL;

- 16) "Division Operating Policy" means the policy as defined in the Bylaws;
- 17) "Expulsion" means a permanent removal of a Member or a Member of Members privileges;
- 18) "Financial Statement" means the financial statements of the RMLL;
- 19) "Fiscal Year" shall have that meaning as defined in the Bylaws;
- 20) "Franchise" shall mean a Member as defined in the Bylaws;
- 21) "Franchise Fee" shall mean the fee paid annually to be a Member of the RMLL;
- 22) "Franchise Certificate" shall mean the team holds a franchise in the RMLL;
- 23) "Lacrosse Team" means a group of persons comprised of not less than sixteen (16) players ~~twelve (12) players~~, with at least one Coach, all of whom are registered with the RMLL;
- 24) "Manager" means a person registered with the RMLL as a manager of a Lacrosse Team;
- 25) "Member" shall mean those teams who become Members as pursuant to the Bylaws;
- 26) "Member in Good Standing" shall mean a Member who is not in arrears in any payments owing to the ALA or the RMLL or whose rights have not been suspended;
- 27) "Members of Member" shall mean an Executive, Player, Coach, Manager, Trainer or Official who belongs to a Member;
- 28) "Notice of Appeal" means that notice as provided for in the Bylaws;
- 29) "Officials" means those persons who work as referees, time-keepers, goal judges, penalty-box attendants and other persons who may be required off the floor from time to time for the organized conduct of a game of Lacrosse;
- 30) "Ordinary Resolution" means a resolution passed by 50% plus one of such Members as are present in person at a meeting of the Members;
- 31) "Parties to the Appeal" means the Appellant, Respondent, and such other persons as the Discipline and Appeals Commissioner, acting reasonably, shall direct and name;

32) "Player" means a person registered with the RMLL as a player on a Lacrosse Team;

~~33)~~ 34) "Player in Good Standing" shall mean a player who is not in arrears in any payments owing to their Member or whose rights have not been suspended;

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~~34)~~ 35) "President" means that person elected as the President of the RMLL;

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~~34)~~ 35) "Referee" shall mean a person registered as a referee with the Alberta Lacrosse Referees Association, qualified to officiate a Lacrosse game as determined from time to time by the ALA;

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~~35)~~ 36) "Regulations" means those regulations of the RMLL for the governance, administration and advancement of Lacrosse;

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~~36)~~ 37) "Respondent" means that authority that has made a decision or ruling that the Appellant has appealed;

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~~37)~~ 38) "RMLL" shall mean the Rocky Mountain Lacrosse League;

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~~38)~~ 39) "Rules" means those rules of the game of Lacrosse as made from time to time by the CLA, ALA, RMLL and the Divisions' Operating Policy;

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~~39)~~ 40) "Simple Majority" shall mean one more than half of those voting;

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~~40)~~ 41) "Special General Meeting" means as referred to in the Bylaws - Meeting of the Members;

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~~41)~~ 42) "Special Resolution" shall mean a resolution passed by a majority of not less than three-fourths (3/4) of such Members entitled to vote as are present in person at a meeting of Members of which thirty (30) days notice specifying the intention to propose a resolution as a special resolution has duly been given;

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~~42)~~ 43) "Suspension" means a temporary removal of a Member or a Member of a Member from the privileges of playing Lacrosse or association with a Lacrosse Team or Club or Member relating to the game of lacrosse under RMLL sanctioned activities.

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BYLAW 4 – MEMBERSHIP AND FEES

4.01 Membership in the RMLL shall consist of:

- a) each team playing in the RMLL; and
- b) each Executive Member

4.02 Applications for Membership, including reinstatements, and Tier changes, must be submitted to the Executive Director as per dates specified in the RMLL Regulations.

4.03 **MEMBERSHIP**

Membership in the RMLL shall be limited to persons and organizations agreeing to further the Mission Statement of the RMLL; abide by and comply with the Bylaws and Regulations of the RMLL; and observe faithfully the rulings of those charged, for the time being, with the conduct of its affairs.

4.03.1 Membership may be acquired by an application in writing to the Executive expressing acceptance of and adherence to the Mission Statement, Bylaws, Regulations, and Policies of the RMLL. The Executive shall then direct the application to the appropriate Division for consideration. The Members of that Division shall then either accept or refuse the application and shall communicate their decision to the Executive who will then consider if that decision is consistent to the objectives of the RMLL and either ratify the decision or reject it for justifiable cause. If after the Division's decision in the view of the Executive inconsistent to the Mission Statement, Bylaws, Regulations, Rules and Policies of the RMLL, the Executive may make the decision on the application for Membership. Each step of the process will be completed in a time frame determined by the Executive.

4.03.2 Membership in the RMLL shall take effect upon the acceptance of the application for a Franchise in the RMLL.

4.03.3 Any Member may withdraw their Membership in the RMLL by submitting its resignation in writing to the Executive Director. Upon submission such Member shall forfeit its rights and privileges in the RMLL and the Executive may consider applications to replace the Member so resigning from the RMLL.

4.03.4 A Member may be expelled or suspended from Membership in the RMLL by a Special Resolution passed by two-thirds (2/3) of the Members of that Division in a meeting of Members called for that purpose. No Member shall be expelled without being notified of the complaint against it or without having first been given a fair hearing ~~by the Members, in accordance with the rules of natural justice, by the Members at the aforesaid meeting.~~

4.03.5 The Executive may, by a vote of two-thirds (2/3) expel or suspend any Member who has failed to pay Membership fees to the RMLL.

4.03.6 A Member who resigns, is suspended or expelled loses the rights and privileges of Membership and is deemed a non Member.

4.04 **FRANCHISE FEES**

- a) An annual Franchise fee will be assessed to each member. The purpose of these moneys will be for administration of RMLL.
- b) The annual Franchise fee for Membership in the RMLL shall be determined annually by the Executive prior to the AGM. The fees so determined shall be subject to ratification by a vote of the Members at the AGM and upon such ratification, the fees so determined shall become the Annual Franchise Fees for Membership until the following AGM.
- c) In the event the Members refuse to ratify the Franchise fee, the amount of the Franchise Fee for the coming year shall be those in existence the previous year.
- d) The Executive, thirty (30) days prior to the AGM, shall notify the Members of a change to the Franchise Fee for the forthcoming year.
- e) A Member shall not be in good standing unless it has paid the Franchise Fee.
- f) Any Team/Member who has monies owing to the RMLL (including, but not limited to, fines, Franchise fees, ALRA fees, etc.) shall be deemed to be in bad standing and shall lose their voting rights until monies are paid.

BYLAW 5 – AMENDMENTS TO BYLAWS

5.01 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 of the Members provided that notice to the Member of such resolution has been given at least thirty (30) days prior to the meeting at which it is intended to present such resolution and such Special Resolution, if passed by the Members, shall take effect upon the passing of the Special Resolution by the Members.

5.01.1 Any amendment to the Bylaws, and Regulations which may have been adopted in the manner provided for in the Bylaws, shall not be negated by reason of any error or omission which may occur in the periodic printing of the Bylaws, and Regulations.

BYLAW 6 - BONDS

6.01 Each team is required to post with the Treasurer, a bond in the sum of one thousand dollars (\$1000), with the Franchise application to the RMLL. This bond will be retained by the RMLL until a member voluntarily resigns and is not in default of these Bylaws.

6.01.1 Interest earned on monies invested for purposes of bonds (whether they be performance bonds or other) shall become revenue of the RMLL and therefore be allocated to general funds as earned.

6.01.3 The Commissioners may make withdrawals from the bonds on deposit for fines assessed to any Member and charge that withdrawal to the specific Member fined. Any deficit to a Member's bond must be paid within seven (7) days after receiving notice of the deficit. If this happens after the playing season, deficits must be paid within fourteen (14) days of the fine.

BYLAW 7 - REPRESENTATION

- 7.01** At the start of each playing season every Member in the RMLL will submit its Franchise Certificate to the Executive Director in writing.
- 7.01.1** The Primary or Secondary contact holds the vote for the team and one person may not be the Primary contact for more than one team.

BYLAW 8 – RMLL EXECUTIVE

- 8.01** The Executive of the RMLL shall consist of the following positions with the following term of office:
1. President (2 years)
 2. Vice-President (2 years)
 3. Executive Director (2 years)
 4. Treasurer (2 years)
 5. Commissioners for each Division (1 year)
 6. Referee in Chief (2 years)
 7. Discipline and Appeals Commissioner (2 years)
- 8.01.1** The term of the office of President and Executive Director shall start in the same year, and the term of Vice-President and Treasurer shall start in the term following or preceding the former terms of office. Commissioners as appointed by the Division, Referee in Chief as appointed by the ALRA and the Discipline and Appeals Commissioner as appointed by the Executive.

8.02 RESIGNATION

A Member of the Executive may resign from office upon giving notice thereof in writing to the Executive Director and such resignation becomes effective in accordance with its terms or upon acceptance by the Executive, whichever may be the earlier date.

8.03 EXPULSION AND SUSPENSION

The Members may, by Special Resolution remove any Member of the Executive before the expiration of his term of office and may, by Special Resolution elect any person in his stead for the remainder of the term of the Executive Member so removed.

- 8.03.1** The Executive may, by a two-thirds (2/3) vote, remove an Executive Member who, in the opinion of the Executive has been or is being remiss or neglectful of duty or by conduct which impairs his/her performance as an Executive Member.

8.03.2 The office of an Executive is vacated if he resigns his office, if he is removed from office, as herein provided, or if he ceases to have the necessary qualifications.

8.03.3 Where a vacancy occurs on the Executive or in the event that the office is not elected, and a quorum then exists, the Executive then in office may appoint a person to fill the vacancy for the remainder of the term. If there is not then a quorum in office, the Executive then in office shall forthwith call a meeting of the Members to fill the vacancies, and, in default or if there are no Executive then in office, the meeting may be called by any Member.

8.04 **MEETINGS OF THE EXECUTIVE**

Meetings of the Executive shall be held in Alberta, and follow RMLL Bylaws and/or Roberts Rules of Order.

8.04.1 Where the Executive have consented thereto, any Executive may participate in a meeting of the Executive by conference call or other communications equipment by means of which all persons participating in the meeting can hear each other, and an Executive participating in a meeting pursuant to this subsection shall be deemed for the purposes of these Bylaws to be present in person at the meeting.

8.04.2 Meetings of the Executive shall be held at such place, at such time and on such day as the President or any four (4) Executive may determine, and the President shall call meetings when directed or authorized by any four (4) Executive, who shall state the business which is to be conducted at the said meeting. Notice of every meeting so called shall be given to each Executive not less than forty eight (48) hours (excluding any part of a Sunday and of a holiday as defined by the Interpretation Act) before the time when the meeting is to be held, except that no notice of a meeting shall be necessary if all the Executive are present or if those absent have waived notice or otherwise signified their consent.

8.04.3 The order of Business at any regular meeting of the Executive or Committees or Divisions shall be as follows:

- a) Call to order
- b) Roll call of Delegates
- c) Reading and Approval of Agenda:
- d) Reading and Approval of minutes:
- e) Reports of Executive Members
- f) Business arising from minutes:
- g) Financial review
- h) Policy change
- i) New Business
- j) Next Meeting
- k) Adjournment

- 8.04.4** If there are agenda items which require specific Executive or Committee Members to be present, and they are not present, the President shall immediately have those items tabled to the end of the meeting. If at the end of all other business, those Executive or Committee Members are still not present, those items shall be tabled until the next meeting.
- 8.04.5** The minutes of the Executive meetings shall include motions considered and their disposition, reports received either explicitly or as attachments and shall be distributed to Executive as soon as possible and at the latest prior to the start of the next meeting.
- 8.04.6** Executive shall vote on every motion of an executive meeting, unless excused by resolution of the Meeting from voting on a specific motion, or unless is disqualified from voting by reason of a conflict of interest as contemplated pursuant to the Bylaws.
- 8.04.7** Executive, Divisions and Committee Members shall not vote on any question:
- a) Effecting a private company of which they are shareholders;
 - b) Effecting a public company in which they hold more than one percent of the shares;
 - c) Effecting a partnership or firm of which they are members;
 - d) A contract for the sale of goods, merchandise, or services to which they are a party;
 - e) On any question in which they have direct or indirect pecuniary interest, except questions of general benefit to a class of which they are, by statute, necessarily members; and
 - f) Any question directly effecting the placement or discipline of any player or personnel to whom they are directly related.

and any Executive or Committee Member excluded because of the above shall so declare before the discussion of the question and shall not participate in the debate, and shall be deemed absent for that specific question.

8.04.8 The President shall not vote at meetings of Members, or the Executive, except in the case of a tie vote on any question, the President shall have the deciding vote.

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~~8.04.88.04.9~~ No absentee voting shall be allowed.

~~8.04.98.04.10~~ An Executive Member may request his/her vote to be recorded in the minutes.

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8.05 **MOTIONS**

- a) Each Executive, excluding the President or in his absence the Vice President, shall have the privilege of proposing motions for consideration with

requirement of a seconder. The President or in his absence the Vice President shall rule on the validity of any point of order. If a motion is ruled "out-of-order" by the President it shall be so recorded in the minutes along with the reasons stated for the ruling.

- b) Meetings shall be conducted and governed in accordance with the RMLL Bylaws and/or Roberts Rules or Order.
- c) Between meetings the President may elect to have a motion determined by email/fax ballot.

The E-mail/fax Ballot Process will consist of the following:

- i) First Reading: The ballot is to be circulated electronically or by fax to all Executive as per the contact information provided to the RMLL Executive Director. Any questions, comments or concerns regarding the proposal are to be submitted to the office within 3 business days;
 - (ii) Second Reading: All questions, comments or concerns received (if any) are to be circulated with the appropriate answers or responses to the Executive. Any suggested improvements to the proposal to be incorporated at the discretion of the President. Responses to the second reading are due to the Executive Director within 3 business days; and
 - (iii) Final Reading/Vote: The proposal is circulated to the Executive including all questions, comments or concerns with the appropriate responses calling for a final vote. Responses are due to the Executive Director within 3 business days.
- d) E-mail votes/responses will be accepted, however, only votes received from the Executive's e-mail address according to what is on file with the RMLL will be accepted. Otherwise, a faxed vote must be sent.
 - e) A non-response to a ballot shall be deemed to be a vote in favor of the ballot.
 - f) A resolution signed by all Executive Members, shall be as valid and effectual as if it has been passed at a meeting of the Executive, duly called and constituted, and shall be held to relate back to any date therein stated to be the date thereof.

8.06

For the purpose of carrying out the Mission Statement of the RMLL, the Executive shall manage the affairs of the RMLL, and shall implement all of the resolutions, exercise all of the powers and do all such acts and things as may be exercised or done by the RMLL and are not by these Bylaws expressly directed or required to be done at a meeting of the Members or otherwise. The powers and duties of the Executive includes, without limiting the generality of the foregoing, the following:

- a) supervision of the collection of fees and funds of the RMLL;
- b) approval of annual RMLL budget;
- b) supervision of the expenditure of funds of the RMLL;
- c) to monitor and ensure that the Rules and Regulations of Lacrosse in the RMLL are consistent to the Mission Statement of the RMLL;
- d) to borrow, raise or secure the repayment of money in such manner, and upon such terms and conditions as the Executive deems fit, and in particular by the issue of bonds, debentures, security agreements, mortgage, charge or other security on the whole or any part of the present and future property (both real

and personal) of the RMLL, provided, however, that none of these powers shall be exercised except in accordance with the sanction of a resolution passed by a Special Resolution of the Members;

- e) to approve all playoff schedules and formats;
- f) to interpret and enforce the Bylaws, Policies, Rules and Regulations of the CLA, ALA, and RMLL for the betterment of lacrosse in the RMLL;
- g) to recommend, draft and prepare changes to the Bylaws, for approval of the Members at the AGM;
- h) to impose and enforce appropriate penalties upon the Members, Members of Members, Officials or other persons for violations or breaches of the Bylaws, Policies, Rules and Regulations of the CLA, ALA and the RMLL, or for any violation or breach of a decision or ruling of the Executive;
- i) to appoint those Executive Members who are not elected pursuant to the Bylaws and, from time to time, define the duties of Executive, and the Agents and employees of the RMLL;
- k) to classify, subject to the Bylaws, Lacrosse Teams, in all categories and Divisions.

8.07 EXECUTIVE'S AUTHORITY – FINAL AND BINDING

Subject only to those rights of appeal as provided for herein and in the constitution and Bylaws of the ALA and the CLA, all decisions, rulings and interpretations of the Executive are final and binding upon the Members, Members of Members and Officials.

BYLAW 9 – DUTIES OF THE EXECUTIVE MEMBERS

9.01 PRESIDENT

- 9.01.1 The President is accountable to and elected by the Members at the AGM, for a term of two years.
- 9.01.2 The function of the President, with the assistance of and through the Executive will formulate and oversee RMLL policy, assist the Commissioners in achieving RMLL objectives on behalf of the Executive in conjunction with the Vice-President and supported by the Executive Director and Treasurer , in a business-like and timely manner.
- 9.01.3 The President is responsible for the following duties:
 - a) To call and chair all meetings of the Executive and Members;
 - b) Shall have the power, on an emergent basis, to discipline any player, coach, manager, trainer, or Lacrosse team or unseemingly conduct on or off the playing surface for a breach of the Bylaws, Rules or Regulations, subject always to the right for Discipline and Appeals as hereinafter provided;
 - c) To assist the Commissioners in dealing with RMLL operations;
 - d) To represent the RMLL at all ALA meetings;
 - e) To assist in preparing an annual budget;

- f) To be responsible for all fiscal matters pertaining to the RMLL, including the appointment of an auditor (as defined by the Government of Alberta);
- g) To represent the RMLL in all discussions with the Alberta Lacrosse Referees Association.

9.02 VICE PRESIDENT

- 9.02.1** The Vice-President is accountable to and elected by the Members at the AGM, for a term of two years.
- 9.02.2** The function of the Vice-President is to carry out the administrative objectives and duties of the RMLL in conjunction with the Commissioners and supported by the Executive Director and Treasurer, in a business-like and timely manner.
- 9.02.3** The Vice-President is responsible for the following duties:
 - a) To prepare changes for the RMLL Bylaws, and Regulations as directed by the Executive;
 - b) To provide support to the Commissioners;
 - c) To direct and assist the Executive Director and Treasurer;
 - d) To fully exercise the authority of the Commissioners, in the absence or inaccessibility of the Commissioners;
 - e) Act in the absence of the President;
 - f) To fully exercise the authority of the Commissioners to discipline, in the absence or inaccessibility of the Commissioners.

9.03 EXECUTIVE DIRECTOR

- 9.03.1** The Executive Director is accountable to and elected by the Members at the AGM, for a term of two years.
- 9.03.2** The function of the Executive Director is to carry out the administrative support of the RMLL on behalf of the Executive in a business-like and timely manner.
- 9.03.3** The Executive Director is responsible for the following duties:
 - a) To follow RMLL Bylaws, and Regulations;
 - b) To arrange for the Executive passes to be printed and distributed;
 - c) To ensure the RMLL registration is complete with the ALA;
 - d) To ensure CLA negotiation lists are supplied to the ALA Office by applicable deadline;
 - e) To ensure ALRA Officials are assigned to all RMLL sanctioned games, in conjunction with the Referee in Chief;
 - f) To bill, or cause to be billed, each Member for RMLL fees, expenses, and/or fines;

- g) To advise new team applicants of the conditions for entry into the RMLL and ensure each application is correctly prepared for consideration by the Division and the Executive;
- h) To annually prepare and distribute the RMLL Bylaws and Regulations to Members;
- i) Ensure all changes to the RMLL Regulations, Rules and Division Operating Policies are made according to the Bylaws following ratification by the Executive;
- i) To maintain a registry of all RMLL awards, trophies and personnel recognition under the direction of the Commissioners;
- j) To provide RMLL schedules to Commissioners.

9.04 TREASURER

- 9.04.1** The Treasurer is accountable to and elected by the Members at the AGM for a term of two years.
- 9.04.2** The function of the Treasurer is to be responsible for the custody and maintenance of all books and records of finances, as required by RMLL Bylaws and the law and ensuring the RMLL is properly financially managed.

9.05 COMMISSIONERS

- 9.05.1** The Commissioners are nominated by and are accountable to the Members of their representative Division and are put forward for ratification by the Executive (which said ratification shall not be unreasonably withheld) at the AGM, for a term of one (1) year.
- 9.05.2** The function of the Commissioners is to implement RMLL Bylaws and Regulations in conjunction with the elected Executive in a business-like and timely manner.
- 9.05.3** The Commissioners have the sole responsibility of administering their respective Divisions. The Commissioners are responsible for the following duties:
 - a) To administer the Division according to policy;
 - b) To administer the technical standards of the RMLL including, but not limited to, the game, officiating and equipment;
 - c) To approve trades;
 - d) To provide the Executive Director with Protected Player lists;
 - e) To assist with the preparation of a schedule of all RMLL and playoff games;
 - f) To represent the RMLL at all sanctioned games as required;
 - g) To administer and apply the standards of conduct for all Members or Member of Members of the Division, including, but not limited to, team management, officials and players;
 - h) To issue fines and suspensions in accordance the RMLL Bylaws, Regulations and/or the Division's Operating Policy, and promptly notify parties, in writing, of any disciplinary actions;

- i) To prosecute or deal with any party for an incident or statement which is considered to be detrimental to the interests of lacrosse or of the RMLL;
- k) The Commissioners are empowered to levy a fine on any Members or Member of Members;
- l) To chair all Division meetings in their respective Divisions.

9.06 DISCIPLINE AND APPEALS COMMISSIONER

- 9.06.1** The Discipline and Appeals Commissioner is appointed by the Executive for a two year term.
- 9.06.2** The function of the Discipline and Appeals Commissioner is to rule on disciplinary issues submitted to the Commissioner pursuant to RMLL Bylaws and Regulations, set up Appeal Hearings and appoint Appeal Committees, hear game protests and complaints against any Member or Member of Members of the RMLL. The Discipline and Appeals Commissioner, or his or her delegate, when requested, shall also interpret RMLL Bylaws and Regulations when the issue relates to disciplinary action.

9.07 REFEREE IN CHIEF

- 9.07.1** The Referee in Chief is accountable to the Executive and appointed by the ALRA for a term of two years. He or she must be a member of the ALRA.
- 9.07.2** The function of the RIC is to provide the RMLL with the official interpretation of rules, to maintain a central registry of ALRA Officials qualified for RMLL sanctioned games and to oversee the completion of the assigning of the appropriate Referees and Officials to all RMLL games by the designated RMLL Assignor.

9.08 APPOINTMENT OF COMMITTEES

All new committees to be responsible for future projects can be chosen by any one of the following three methods:

- a) Committee Chairperson and Members are appointed at the Executive meeting; or
- b) Committee Chairperson and Members are appointed by the President; or
- c) The President appoints the Committee Chairperson with powers to select his/her own members.

9.079.09 REMUNERATION

The Executive shall serve without remuneration.

9.089.10 EXPENSES

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All Members of the Executive shall be entitled to reimbursement for their reasonable expenses incurred while engaged in business required by their duties as documented in the RMLL Regulations. The Treasurer shall approve and document all expense claims to ensure their validity.

9-029.11 DISCLOSURE OF INTEREST IN CONTRACTS

Everyone on the Executive or Division or Committee member who has, directly or indirectly, any interest in any contract or transaction to which the RMLL is or is to be a party, shall declare his interest in such contract or transaction at a meeting of the Executive or Division or Committee, as the case may be, and shall at that time disclose the nature and extent of such interest.

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9-039.12 RMLL STAFF

Employees of the RMLL may not be Members of the Executive, without the consent of the Executive.

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9-049.13 INDEMNITY OF EXECUTIVE

Except in respect of an action on behalf of the RMLL to procure a judgment, the RMLL shall indemnify any Executive Member or Committee Member, and his heirs and legal representatives against all costs, charges, and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by him in respect of being or having been an Executive Member of the RMLL, if:

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- a) he or she acted honestly and in good faith with a view of the best interests of the RMLL, and;
- b) in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, he had reasonable grounds for believing that his conduct was lawful.

BYLAW 10 - MEETINGS

10.01 GENERAL MEETING

General meetings of the Members will be held from time to time as decided by the Executive. It is necessary, however, that a minimum of thirty (30) days notice be given.

10.02 AGM

10.02.1 An AGM of the Members shall be held within 120 days of fiscal year end

10.02.2 At every AGM, in addition to any other business that may be transacted, the following shall be in the order of business:

- (a) Call to order
- (b) Roll call of member delegates;
- (c) Reading and approval of agenda
- (d) Adoption of minutes, from the previous AGM;
- (e) Auditors Report and appointment of auditor for upcoming year
- (d) Business arising from minutes;
- (d) Executive reports, including Annual Financial Review and Budget
- (g) Notices of Motion;
- (h) Elections in the following order, President, Vice-President, Executive Director, Treasurer
- (j) New Business;
- (k) Adjournment.

10.03 SPECIAL MEETINGS

Other meetings of the Members (hereinafter called "Special Meetings") shall be convened for any time and place in Alberta by a majority vote of the Executive. The Executive, upon receipt of a written request of a Special Meeting signed by four (4) Members in good standing, shall convene a Special Meeting within sixty (60) days of the receipt of the request. The order of business in 10.02.2 shall apply, with the necessary changes in points of detail.

10.04 NOTICE

Notice of the time and place of all meetings of Members and the general nature of the business to be transacted shall be communicated in writing to each Member on thirty (30) days prior notice.

10.05 QUORUM

A majority of the Members in good standing and present in person shall form a quorum at the AGM or Special Meeting. In the event that a majority of the Members are not present within one (1) hour of the time given in the Notice of the said meeting, the Chairperson of the meeting shall adjourn the meeting to a date and time not less than twenty-one (21) days from the date of the original meeting. The Executive Director shall give seven (7) days written notice to the Members of the date and place to which the meeting has been adjourned. A quorum for the adjourned meeting shall be one less than a majority.

10.06 RIGHT AND OBLIGATION TO VOTE AT MEMBERS' MEETINGS

At each meeting of the Members (AGM or Special Meeting) the voting rights are as follows:

- a) Each Member shall have one (1) vote. With the exception of a tie vote, the President shall not vote. In the case of a tie vote, the President shall cast his vote as the deciding vote. In the event that the vote for the election of the President is tied, the Vice-President shall cast the deciding vote.

- b) Each such person shall vote on every motion unless excused by resolution of the Meeting or, unless disqualified by reason of conflict of interest as defined in Bylaw 8.04.6 and 8.04.7, in which case that person shall not vote.
- c) Each Member of the Executive shall have one (1) vote; unless the Member of the Executive is voting as a team representative, in which case that Executive Member would not have a vote as a Member of the Executive.

10.07 QUALIFICATIONS

In order for a Member to qualify for voting privileges at meetings of Members, the Member must:

- a) Have paid the Franchise Fee and participated in the season of the AGM;
- b) Be in good standing with the RMLL;
- c) Be present in person.

10.08 VOTING

At all meetings of the Members of the RMLL, every question shall be decided by a simple majority (50% plus one) of the votes of those entitled to vote who are present in person. Every question shall be decided in the first instance by a show of hands (having regard to any right of multiple votes of the Members) unless a poll is demanded by a Member. Unless a poll is demanded, a declaration by the President that a resolution has been carried or not carried and an entry to that effect in the minutes of the RMLL 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.

- a) All Executive elections will be done by ballot.
- b) The demand for a poll may be withdrawn, but if a poll be demanded and not withdrawn, the question shall be decided by a majority of votes cast, and such poll shall be taken in such manner as the President shall direct and the result of such poll shall be deemed the decision of the RMLL in a meeting of Members, upon the matter in question.
- c) The procedures in Bylaw 10 shall apply to the Meetings of Members, mutatis mutandis (with the necessary changes in detail)
- d) No proxy voting is allowed.

BYLAW 11 – NON ATTENDANCE AT MEETINGS

- 11.01** A fine of three hundred dollars (\$300) shall be assessed to members of the RMLL for non attendance of the AGM unless excused by the President.

BYLAW 12 - QUORUM

- 12.01** Unless otherwise provided; a quorum at any meeting; shall be no less than fifty-percent (50% plus one).

BYLAW 13 - REGULATIONS

- 13.01** The Executive may, from time to time, pass Regulations for the betterment of Lacrosse in the RMLL, including, without limiting the foregoing, the better, organization and administration of Lacrosse as the Executive, in its sole and absolute discretion may consider desirable.
- 13.01.1** Each Member shall be entitled to a copy of the Regulations of the RMLL as published by the RMLL from time to time.
- 13.01.2** Each Division may have its own Operating Policy which may be amended from time to time. The Operating Policy and any amendments must be ratified by the Executive. The Executive shall ratify it if, in its opinion, it is consistent with the goals and Mission Statement of the RMLL. The Executive may reject it for justifiable cause and return it to the Division for further consideration. If the Division does not amend the Policy to make it consistent, the Policy shall not be ratified. In order to deal with the issue, the Executive may enact Regulations.
- 13.01.3** Upon the Executive approving and adopting a Regulation, the Executive Director shall forthwith give notice in writing of the said Regulation to the Members.

BYLAW 14 - VIOLATIONS OF BYLAW AND REGULATIONS

14.01 VIOLATION AND DISCIPLINE

Any Member, Member of Members, Official, or other persons that violates or breaches a Bylaw and/or a Regulation is subject to discipline as set out herein.

14.02 CODE OF CONDUCT

All Members, Members of Members, Official, or other person shall:

- a) Attempt at all times to work toward the goals and Mission Statement of the RMLL and the game of Lacrosse, and towards the betterment of its Members;
- b) Strive to heighten the image and dignity of the RMLL and the sport of Lacrosse as a whole, and to refrain from behavior which may discredit or embarrass the RMLL or the Game;
- c) Always be courteous and objective in dealings with other Members;
- d) Except when made through proper channels, refrain from unfavorable criticism of other Members or representatives of the RMLL;
- e) Strive to achieve excellence in the sport while supporting the concepts of Fair Play and a Drug-Free sport;
- f) Show respect for the cultural, social and political values of all participants in the sport;
- g) As a guest in a foreign country, other province or other Association, abide by the laws of the host and adhere to any social customs concerning conduct.

14.03 **Standard SUSPENSIONS and Fines**

The RMLL may establish standard suspensions and/or fines for which accompany infractions committed during a Lacrosse game or violations of the Bylaws and/or Regulations. The respective Division Commissioners shall in their discretion impose will determine the warranted suspensions up to and or fine where the suspension will not exceed a maximum of five (5) games and/or fines up to will not exceed a maximum of five hundred dollars (\$500.00) per occurrence. There is no appeal from the suspension and/or fine assessed by the Division Commissioner. ~~standard suspensions in respect of infractions committed during a lacrosse game.~~

14.04 **DISCIPLINE/APPEALS COMMITTEE**

The Discipline/Appeals Committee is composed of appointees, appointed by each member, one appointee from each of its Members. The Committee rules on Disciplinary issues submitted to the Committee as provided for in these Bylaws. The Commissioner of Discipline and Appeals or his or her delegate, when requested, shall also interpret CLA, ALA or RMLL Regulations when the issue relates to disciplinary action. The Committee shall also act as an Appeals Committee to hear Appeals pursuant to Bylaw 14.10. If the members do not appoint persons to sit on the Discipline or Appeals Committee, the Commissioner of Discipline and Appeals may, in their discretion, appoint persons to sit on Discipline or Appeal panels as required. There is no appeal from the exercise of discretion of the Commissioner of the Discipline and Appeals Committee with respect to the appointment of persons to sit on a Discipline or Appeals panel.

14.05 **JURISDICTION OF DISCIPLINE COMMITTEE**

A discipline matter may come within the jurisdiction of the Discipline Committee in the following ways:

- a) Receipt of a complaint;
- b) Referral by the President or Vice-President or Commissioners for discipline above or in addition to that set out in Bylaw 14.03. or Vice-President of an alleged violation;
- c) Game infractions which are subject to automatic referral to the Committee;

14.06 **DISCIPLINE HEARING PROCESS**

- 14.06.1 Upon receipt of the notice or information referred to in Bylaws 14.05, the Discipline Committee shall as soon as practicable and in any event within seven (7) days, appoint a date, time and place for a hearing which shall be held as soon as practicable, and in any event within thirty (30) days of receipt of the notice or information.

- 14.06.2** All known interested parties shall be given reasonable notice of the hearing and are entitled to attend at their own expense. Notice must include the particulars of the complaint or allegation or Appeal.
- 14.06.3** The Commissioner of the Discipline Committee shall appoint three (3) Members of the Committee to preside at the hearing, which may include the President.
- 14.06.4** The Committee may call witnesses and require any relevant information.
- 14.06.5** The parties to the proceeding have the right to read all written material presented to the Committee, hear all witnesses who attend the hearing and be informed of all relevant information of which the Committee is aware. The parties have the right to present evidence, to be heard, and to cross-examine witnesses called by the Committee or by other parties. In the case of written material or information received other than by way of the witness being present at the hearing, either personally or by telephone, any party may apply to the Committee to have the opportunity to cross-examine the witness either at the hearing or by telephone.
- 14.06.6** The decision of the Committee shall be communicated within two (2) days of the completion of the hearing and written reasons shall be provided within ten (10) days of the completion of the hearing process with copies to be provided to all interested parties who participated in the hearing. The hearing process shall be ongoing until the Committee has discontinued viewing evidence, interviewing witnesses and deliberating. The Committee shall give notice of the date of discontinuation.
- 14.06.7** The Committee may:
- a) dismiss the complaint or alleged violation;
 - b) fine, suspend, expel and/or impose probation with terms;
- 14.07** There shall be no hearing unless the Commissioner of the Discipline Committee so directs, in which case the procedure set out in 14.06 shall apply. Otherwise, the matter shall be decided solely on information provided to the Committee, which, in the discretion of the Committee, the Committee considers relevant and proper to receive. The person who committed the game infraction which led to the automatic referral to the Committee shall be deemed to know of the automatic referral and may make a written submission to the Committee. Such a person may also, upon request, receive a copy of any written material which was submitted to the Committee and have the Committee provide him or her with a verbal summary of any other information that was provided to the Committee.
- 14.08** Further disciplinary action arising out of an automatic referral shall be forthwith communicated by the Committee to the President of the disciplined person's Member or in the case of the President of the Member being the person disciplined, to the Member's Vice President who shall be responsible for forthwith advising the person being disciplined; and;

14.09 In the case of an automatic referral, the person subject to the automatic suspension may be further disciplined, including suspension, notwithstanding the expiration of the automatic suspension.

14.10 JURISDICTION OF APPEALS COMMITTEE

14.10.1 An Appeal matter may come within the jurisdiction of the Appeals Committee in the following ways:

- a) Appeal from the decision or ruling of a Member:
In the event that a Member, Member of a Member, Official or other persons is dissatisfied with a decision or ruling made by a Member and provided that:
 - i. The decision or ruling relates to the subject matter of the Bylaws, Policies or Rules and Regulations; and
 - ii. All Appeal avenues as provided by the Member have been exhausted; the said Member, Member of Member, Official or other person may appeal the aforesaid decision or ruling to the Appeals Committee.
- b) Appeal from a decision of the ~~Discipline Committee, Commissioners or Vice President pursuant to Bylaw 9.02.3 f) and 9.05.3 g), h), i) and k);~~

14.10.2 APPEAL PROCESS

14.10.2.1 NOTICE OF APPEAL

All Appeals shall be initiated by notice in writing (“Notice of Appeal”) addressed to the Executive Director or the RMLL office and filed within seven (7) days of the date of the decision being appealed. The Notice of Appeal may be filed in writing by ordinary mail, courier, electronic format, excluding SMS and text messaging, or facsimile

14.10.2.2 CONTENTS OF NOTICE OF APPEAL

The Notice of Appeal shall contain the following:

- a) a statement of the decision which is being appealed, including a copy of the written decision, if any;
- b) concise statements of the grounds for appeal in numbered paragraphs;
- c) concise statements of the facts, in numbered paragraphs, alleged by the Appellant;
- d) if an Appeal Hearing is provided for in these Bylaws, a summary of the evidence which the Appellant intends to produce at the Appeal Hearing, whether by document or viva voce (with the living voice) evidence.

14.10.2.3 APPEAL FEES

Appellants shall be required to pay the RMLL a fee for an Appeal, which fee shall be payable with the filing of the Notice of Appeal of Three Hundred Dollars (\$300.00). The Appeal Fee is refundable in the event of success of the Appeal as determined by the Appeal panel.

14.10.2.4 EFFECT OF APPEAL

An Appeal to the Discipline/Appeals Committee and to the Executive does not operate as a stay of the decision or ruling appealed from, except so far as the Chair of the Appeals Committee or the President, as the case may be, may direct, upon written application of the Appellant.

14.10.3 APPEAL HEARING PROCESS

There shall be no Appeal panel appointed unless the Commissioner of the Appeals Committee so directs. The Commissioner of Appeals has the discretion to rule that an Appeal is without merit or that an Appeal panel will not be appointed or that some or all of the Appeal should proceed to a hearing. The Appeal Committee and Chairman will advise of the procedure to be followed at the Appeal hearing. It is solely within the discretion of the Appeal panel to allow the hearing of witnesses or further evidence at the Appeal hearing. It is solely within the discretion of the Appeal panel to consider only the evidence or record that was in front of the person or persons appealed from. It is solely within the discretion of the Appeal panel to determine the standard of review to be applied to the Appeal.

The appeal panel may:

- a) Dismiss the Appeal or allow the Appeal and quash the decision appealed from and impose in its place any decision that the authority appealed from could have imposed;
- b) Award costs to the appellant or respondent, if the committee is of the opinion that the conduct of either party was unreasonable or in bad faith, but no award of costs shall be made without first permitting the parties to be heard on the other issue of costs.

14.10.4 APPEAL TO THE EXECUTIVE

There is no appeal to the Executive from the whole or any part of a decision or ruling made by the Appeals Committee. A party may only appeal to the Executive the decision of the Commissioner of Appeals to appoint an Appeal panel or hear an appeal. This Appeal requires leave to Appeal from the President of the RMLL in order to be heard by the Executive. There is no appeal from the decision of the President with respect to a leave to appeal application of a decision of the Commissioner of Appeals to hold an appeal.

14.10.4.1 *The Executive may, by a majority vote at an Executive meeting, set aside the whole or any part of a decision of the Appeals Committee.*

- 14.10.5** There is no appeal of a decision of the RMLL Appeals Committee to the ALA. Pursuant to the Bylaws of the ALA there is a right of appeal of a decision of the Executive of the RMLL to the ALA and the CLA as provided for in the Bylaws of the ALA and CLA.

BYLAW 15 - EXCLUSIVE JURISDICTION

15.01 EXECUTIVE DECISIONS – FINAL AND BINDING

All Members and Members of Members, by virtue and because of their status as such, shall accept as final and binding the decisions of the Executive and Divisions, including, without limiting the generality of the foregoing, the Executive's interpretation or construction of the Mission Statement, Policies, Regulations and Bylaws subject only to a right of Appeal to the ALA and CLA as provided for in the Bylaws of the CLA, ALA and RMLL.

15.02 COURT ACTIONS

All Members and Members of Members, by virtue and because of their status as such, agree that any recourse to the law courts of any jurisdiction before all rights and remedies as provided by these Bylaws, Regulations and the Bylaws of the CLA and ALA have been exhausted, shall be prohibited.

~~Further, any such recourse to the law courts as aforesaid shall be deemed by the RMLL to be unsportspersonlike conduct enabling the President to suspend and/or disqualify the said persons pursuant to RMLL Bylaws.~~

BYLAW 16 - GENERAL

16.01 FISCAL YEAR

The fiscal year of the RMLL shall commence on the 1st day of October of every year up to and including the 30th day of September the following year.

16.02 ANNUAL FINANCIAL REVIEW

16.02.1 The books and financial records of the RMLL shall be compiled annually by an accredited external accountant and those books and financial records shall be audited annually as defined and required by the Government of Alberta by the person or persons appointed by the Executive (the "Reviewer").

16.02.2 The Reviewer shall make such examination of the books, records and affairs of the RMLL as will enable him or her to report to the Members as to the financial condition of the RMLL at the AGM.

16.02.3 The Reviewer shall have access at all times to all records, documents, books, accounts and vouchers of the RMLL and is entitled to require from the Executive such information and explanations as may be necessary for the performance of his or her duties as the Reviewer.

16.03 CUSTODY AND USE OF THE SEAL

- a) The Executive may adopt a seal which shall be the common seal of the RMLL.
- b) The common seal of the RMLL shall be under the control of the Executive and the person(s) responsible for its custody and use from time to time shall be determined by the Executive.

16.04 CLA AND ALA MEMBERSHIP

The RMLL is a Member of the CLA, and ALA and subject to the Constitution, Bylaws, Rules and Regulations of the ALA and the CLA.

16.05 INSPECTION OF RECORDS

The Members have the right to inspect the books and records of the RMLL. The Members also have the right to obtain copies, at their expense, of the books and records of the RMLL. The records may be inspected at the General Business Office of the RMLL. The RMLL shall produce the books and records for inspection within a reasonable time after being requested by the Member to do so.

16.06 SIGNING AUTHORITY

All cheques shall be required to be signed by two members of the elected Executive Members.

16.07 The RMLL is not responsible for any Members or Members of Members finances or debts.

16.08 DISSOLUTION

The RMLL shall be dissolved upon Special Resolution of Members.

16.09 DISTRIBUTION OF ASSETS

After the payment of all debts and liabilities of the RMLL, the remaining assets shall be transferred to such organizations with the same or similar objectives of the RMLL as determined by the dissolving Special Resolution or as may be otherwise required by law.