

GENERAL OPERATING BY-LAW NO. 1

A By-law relating generally to the conduct of the affairs of

THE GLOUCESTER LACROSSE ASSOCIATION

(the "Association")

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1. General

1.01 Definitions

In this by-law and all other by-laws of the Association, unless the context otherwise requires:

1. "**Articles**" means articles of incorporation, restated articles of incorporation, articles of amendment, articles of amalgamation, articles of arrangement, articles of continuance, articles of dissolution, articles of reorganization, articles of revival, letters patent, supplementary letters patent or a special Act of the Association.

2. "**Act**" means the *Not-for-Profit Corporations Act, 2010* (Ontario) and, where the context requires, includes the regulations made under it, as amended or re-enacted from time to time;

3. "**AGM**" means Annual General Meeting

4. "**Association**" means the corporation that has passed these by-laws under the *Act* or that is deemed to have passed these by-laws under the *Act*;

5. "**Board**" means the board of directors of the Association;

6. "**By-laws**" means this by-law (including the schedules to this by-law) and all other by-laws of the Association as amended and which are, from time to time, in force and effect;

7. "**Chair**" means the chair of the Board;

8. "**Director**" means an individual occupying the position of director of the Association by whatever name he or she is called;

9. "**Member**" means a member of the Association;

10. "**Members**" means the collective membership of the Association;

11. "**Officer**" means an officer of the Association;

12. "**Operating Policies**" means the operating policies approved by the Board in accordance with section 1.06 of this by-law.

13. "**Ordinary Resolution**" means a resolution that is: (i) submitted to a meeting of the Members and passed at the meeting, with or without amendment, by at least a majority of the votes cast; or (ii) consented to by each Member entitled to vote at a meeting of the Members;

14. "**Proposal**" means a proposal submitted by a Member of the Association that meets the requirements of section 56 of the *Act*;

15. "**Regulations**" means the regulations made under the *Act*, as amended, restated or in effect from time to time; and

16. "**Special Resolution**" means a resolution that is: (i) submitted to a special meeting of the Members that is duly called for the purpose of considering the resolution and is passed at the

special meeting, with or without amendment, by at least two thirds (2/3) of the votes cast; or (ii) consented to by each Member entitled to vote at a meeting of the Members.

1.02 Interpretation

Other than as specified in Section 1.01, all terms contained in this By-law that are defined in the Act shall have the meanings given to such terms in the Act. Words importing the singular include the plural and *vice versa*, and words importing one gender include all genders.

1.03 Severability and Precedence

The invalidity or unenforceability of any provision of this By-law shall not affect the validity or enforceability of the remaining provisions of this By-law. If any of the provisions contained in the By-laws are inconsistent with those contained in the Articles or the Act, the provisions contained in the Articles or the Act, as the case may be, shall prevail.

1.04 Execution of Documents

Deeds, transfers, assignments, contracts, obligations and other instruments in writing requiring execution by the Association may be signed by the President or the Treasurer, together with any other Officer or Director of the Association. In addition, the Board may from time to time direct the manner in which and the person by whom a particular document or type of document shall be executed. Any Director or Officer may certify a copy of any instrument, resolution, By-law or other document of the Association to be a true copy thereof.

1.05 Registered Office

The registered office of the Association shall be in the City of Ottawa, in the Province of Ontario and at such place therein as the Board of the Association from time to time may determine by resolution.

1.06 Operating Policies

The Board may adopt, amend, or repeal by resolution such Operating Policies that are not inconsistent with the By-laws of the Association relating to such matters as terms of reference of committees, duties of Officers, Board code of conduct and conflict of interest as well as procedural and other requirements relating to the By-laws as the Board may deem appropriate from time to time. Any Operating Policy adopted by the Board will continue to have force and effect until amended, repealed, or replaced by a subsequent resolution of the Board.

2. Board of Directors & Officers

2.01 Powers

Subject to the Act and the Articles, the Board shall have full power to manage or supervise the management of the activities and affairs of the Association. Without limiting the foregoing, shall more particularly:

- (a) Appoint such special committees, officials or other voluntary or paid personnel as may be considered necessary for the efficient operation of the GLA.
- (b) Develop and approve an annual Budget of the Association
- (c) Have the power to decide on any matters not covered in the Constitution and Bylaws of the GLA and to recommend additions to or changes to the Bylaws, to the Membership as required.

2.02 Number of Directors

As defined in the Articles, the Board shall consist of ten (10) Directors:

President, Treasurer, Executive Secretary, Registrar, Operations Director, Community Outreach and Partnerships Sponsorship & Marketing Director, Communications Director, Risk & Safety Officer, and Tournament.

2.03 Election and Term of Directors

All Members of the Board of Directors (with the exception of the Past President) shall be elected by members of the Association who are present at the Annual General Meeting of the GLA except as otherwise provided by these By-laws. A director's term of office shall be for two years, a year being measured from the date of one annual meeting of members to the next annual meeting of members. The two-year term for the President, Operations Director, Executive Secretary, Risk & Safety Officer and the Sponsorship and Marketing Director shall commence service at the Annual General Meeting on even numbered years (i.e. 2024, 2026, 2028, etc). The Treasurer, Registrar, Communications Director, Tournament Director and Community Outreach and Partnerships Director shall commence service at the Annual General Meeting on odd numbered years (i.e. 2025, 2027, 2029, etc). A director shall be deemed to have retired at the second annual meeting after his or her election but is eligible for re-election. In the event there is a Board of Director position open at the AGM that is in the middle of its' planned two-year term, the position will be elected for a single year at the current AGM and then open for election at the following AGM for the standard two-year term.

Nominees for President must have previously served at least one full year in a position with the GLA as an elected Board Member or as an appointed member of the GLA Management Committee. Nominees for Treasurer must either hold a recognized financial designation or be able to demonstrate previous experience in a similar position with a minor sports association.

2.04 Vacancies

The office of a Director shall be deemed to be vacated immediately:

- a) if the Director resigns their office by written notice to the Association;
- b) if the Director has been absent from three consecutive board meetings without sufficient cause;
- c) if the Director dies or becomes bankrupt;

- d) if the Director is found to be incapable by a court or incapable of managing property under Ontario law;
- e) if, at a meeting of the Members, the Members by Ordinary Resolution remove the Director before the expiration of the Director's term of office; or
- f) if, at a meeting of the Directors, the Directors by Ordinary Resolution remove the Director before the expiration of the Director's term of office.

2.05 Filling Vacancies

A vacancy on the Board shall be filled as follows, and the Director appointed or elected to fill the vacancy holds office for the remainder of the unexpired term of the Director's predecessor:

- a) a quorum of Directors may fill a vacancy on the Board by appointment;
- b) if there is not a quorum of Directors or there has been a failure to elect the number or minimum number of Directors set out in the Articles, the Directors in office shall, without delay, call a special meeting of Members to fill the vacancy and, if they fail to call such a meeting or if there are no Directors in office, the meeting may be called by any Member; and
- c) if the vacancy occurs as a result of the Members removing a Director, the Members may fill the vacancy by an Ordinary Resolution;

2.06 General Duties of Directors

All Directors shall:

- a. Attend all meetings of the Directors as called by the Board;
- b. Ensure that all necessary books and records of the Association required by by-laws or by any applicable statute or law are regularly and properly kept and that all filings are made in a timely fashion.
- c. Familiarize themselves with the By-laws, rules and regulations, and Operating Policies of the Association, and conduct themselves in accordance with the By-laws, rules and regulations and Operating Policies of the Association at all times; and
- d. At all times in the execution of their duties, represent the Association with the highest degree of respect and professionalism to the public and its Members.

Note: Any Director may be removed as a director of the Association for failure to attend three (3) consecutive meetings.

Members of the Board of Directors may also be required to perform such duties as are assigned by the President or such officer delegated by the President or their alternate as required.

2.07 Officers

The President, Executive Secretary and Treasurer shall be Officers of the corporation. The Board may appoint additional Officers, specify their duties and, subject to the Act, delegate to such Officers the power to manage the affairs of the Association. An Officer may, but need not be, a Director unless this By-law otherwise provides.

All individuals appointed as Officers shall sign such contracts, documents or instruments in writing as require their respective signatures and shall respectively have and perform all powers and duties incident to their respective positions.

2.08 Specific Responsibilities of Directors

a) The **President** or appointed designate, shall call and preside as the chair at all meetings of the GLA Board of Directors and the Management Committee as required for the effective management of the GLA. The President shall call such extraordinary meetings as may be required when requested to do so by half or more of the members of the Board of Directors. The President shall be designated as a signing officer on contracts or other legal documents on behalf of the GLA. The President shall be a designated signing officer on Association cheques and act in conjunction with the Treasurer and Executive Secretary, to ensure that the signatures of two of the three designated signing officers appear on all GLA cheques. The President shall sit as Standing Member of the Finance and Budget Committee and as a member of any other duly constituted Committee, as deemed necessary. The President or designated representative shall represent the GLA at all Zone 5, OLA or other external meetings.

b) The **Treasurer** shall collect, properly record and maintain an appropriate bank account for all finances involving the GLA. The Treasurer shall submit regular financial statements to the Board of Directors for approval. The Treasurer shall present an audited financial statement to the Annual General Meeting. The Treasurer shall pay all accounts with Board of Director approval, by Association cheque. The Treasurer shall be the primary signing officer on Association cheques and act in conjunction with the President and the Executive Secretary, to ensure that the signatures of two of the three designated signing officers appear on all GLA cheques. The Treasurer shall consult with the other GLA Directors as appropriate to ensure the development of an appropriate budget for the forthcoming year, which will be subject to the consideration and approval of the Management Committee.

c) The **Operations Director** shall be responsible for all “off-floor” activities and the overall running of the GLA. The Operations Director will have the added responsibility for the identification and recruiting of volunteers to fill various operations roles including, but not limited to, scheduling, purchasing, equipment, jerseys, apparel, and storage/rental agreements. The Operations Director shall be responsible for estimating related annual operating costs to be provided to the Treasurer during the budget preparation process.

d) The **Registrar** shall be responsible for organizing, overseeing and approving the registration of players, coaches and volunteers using the approved OLA online registration platform. The Registrar, as PRIVACY OFFICER, shall work to collect all necessary documentation required for participation in programming (i.e., proof of birthdate) and as noted in OLA Constitution Article OR3.01 – CRIMINAL RECORD CHECK (CRC) (Vulnerable Sector) PRIOR to interaction with playing members of the GLA. The GLA Registrar (Privacy Officer) will adhere to OR4.01 - CONFIDENTIAL FILE in dealing with PRC's. The GLA Registrar (Privacy Officer) shall inform the GLA Board of Directors of the status of all adult members' eligibility to participate with the GLA.

e) The **Executive Secretary** shall be responsible for maintaining the official record of Association business and correspondence, maintaining a Critical Date registry to ensure that the GLA remains in compliance with OLA requirements and policies, and to generally have knowledge of all matters pertaining to the direct operation of the GLA. The Executive Secretary shall be responsible for ensuring that the President, Board of Directors and Management Committee are aware of all issues requiring action, on a timely basis. The Executive Secretary shall receive and archive a copy of all correspondence issued or received by any member of the Management Committee or the Board of Directors.

f) The Tournament Director's responsibilities include:

- i) Oversee all GLA-hosted tournaments and assist with fun day(s),
- ii) Coordinate sanctioning, scheduling, volunteers, and sponsorship
- iii) Chair the Tournament Committee (see Bylaw 3.02g)
- iv) Report directly to the Board

g) The **Sponsorship and Marketing Director** shall be responsible for all GLA club fundraising activities and shall present and make recommendations on team fundraising proposals to the GLA Board of Directors. The Sponsorship and Marketing Director will have the added responsibility for the identification and recruiting of volunteers to undertake various fundraising activities. The Sponsorship and Marketing Director shall be responsible for preparing a proposal considering all aspects of the annual fundraising plan for the consideration and approval of the Management Committee.

h) The **Communications Director** is responsible for overseeing all communication needs for the club. In this role, the Communications Director would oversee and work with the Social Media Coordinator and Webmaster to develop a communications plan; as well as content to be shared with our membership and public audience. The Communications Director would respond to and initiate member communications and solicit feedback from members as required. The Communications Director would also connect with and work collaboratively with the other Executive Board Members to develop and collect necessary information for sharing with the membership more widely. This position carries voting capacity and as such, the Communications Director will also be required to attend all Executive Board meetings.

i) The **Risk and Safety Officer (RSO)** is responsible for three key areas: (1) Member Safety, (2) Mitigating Club Risk, and (3) the Development, Implementation and Monitoring of Disciplinary Policies. In this role, the RSO would oversee safety of our players, coaches and members (e.g., Safe Sport Canada training, heat/conditions for safe play, appropriate equipment use, and development of safety plans for the club). The RSO would also mitigate club risk by working with other Board Directors to provide educational resources for members that focus on reducing bullying, racism and injuries as well as provide targeted modules for bench staff training. In this role, the RSO would be responsible for ensuring the club is ONCA (Ontario Not-for-Profit Corporations Act) compliant and that other liability risks are also considered (e.g., fundraisers and insurance). Finally, the RSO would be responsible for developing, implementing, and monitoring a reporting system for complaints, injuries and discipline issues initiated by members. The RSO along with other Board of Directors would form discipline committee(s) and ensure that all of our members are acting in compliance with the GLA and OLA Code of Conduct(s). This position carries voting capacity and as such, the RSO is required to attend all Executive Board meetings.

j) The **Director of Community Outreach and Partnerships** will grow our membership and strengthen GLA's presence in the community by focusing on:

- i) Building connections with local sports organizations to help recruit new players.
- ii) Organizing more Try Lacrosse sessions in the community.
- iii) Working with the Ottawa Black Bears for more GLA-centric events and promotions.
- iv) Relaunching our GLA school program to get lacrosse back into local schools.

*Note: The Past-President shall participate in the deliberations of the GLA Management Committee and Board of Directors and generally act in an advisory capacity with **no voting capacity**.*

2.09 Remuneration of Directors

All executive positions are voluntary and no member of the executive shall receive remuneration for his or her services except as follows: Where extraordinary expenses are incurred by any member of the GLA in conducting the business of the GLA such expenses shall be reviewed by the Board of Directors and the member shall be reimbursed as approved by the Board. Reimbursements must comply with the conflict-of-interest provisions of the Act.

2.10 Calling of Meetings of Directors

Meetings of the Directors may be called by the President, their designate, or at the call of a majority of the Board of Directors. Meetings may be held at any time and any place on notice as required by this By-law. Notwithstanding the provisions of this article, the President or their designate may, for the convenience, cancel, move or re-schedule any meetings, except the AGM, set out herein.

2.11 Regular Meetings of Directors

Meetings of the Board of Directors shall be held on a regular basis. The Board may fix the place and time of regular Board meetings and send a copy of the resolution fixing the place and time of such meetings to each Director, and no other notice shall be required for any such meetings. The agenda for meetings shall be distributed by the Executive Secretary on behalf of the President or designate.

Each Meeting of the Board shall follow a standard agenda:

- a) Call to order by the President or Designate.
- b) Roll Call/confirmation of Quorum
- c) Motion to adopt the minute as read and/or circulate
- d) Reports
- e) New Business
- f) Adjournment

2.12 Notice of Meeting

Notice of the time and place for the holding of a meeting of the Board shall be given to every Director of the Association five (5) days before the time when the meeting is to be held. If a meeting of the Board may be attended by telephonic or electronic means, the notice must include instructions for attending and participating in the meeting by the telephonic or electronic means that will be made available, including, if applicable, instructions for voting by such means at the meeting. Notice of a meeting shall not be necessary if all of the Directors are present, and none objects to the holding of the meeting, or if those absent have waived notice or have otherwise signified their consent to the holding of such meeting. Notice of an adjourned meeting is not required if the time and place of the adjourned meeting and, if applicable, the instructions for attending, participating, and voting by telephonic or electronic means are announced at the original meeting. A Board of Directors meeting may be held without notice immediately before or following the annual meeting of Members.

A notice of a meeting of directors need not specify the purpose of or the business to be transacted at the meeting, unless the meeting is intended to deal with one of the matters specified in subsection 36(2) of the Act.

2.13 Chair

The chair of all Board meetings shall be the President. If the President is absent or unable to act, then a Director appointed by the Board by Ordinary Resolution shall be the chair.

2.14 Quorum

Subject to the Articles, an ordinary majority (50% plus 1) of the number of Directors determined in accordance with Section 2.02 constitutes a quorum of any meeting of the Board. For the purpose of

determining quorum, a Director may be present in person, or, if authorized under this By-law, by teleconference and/or by other electronic means.

2.15 Votes to Govern

Each Director has one (1) vote. Questions arising at any Board meeting shall be decided by a majority of votes. In case of an equality of votes, the chair of the Board meeting, in addition to his or her original vote, shall have a second or casting vote.

At all meetings of the Board, every question shall be decided by a show of hands unless a secret ballot on the question is required by the chair of Board Meetings or requested by any Director. When a recorded vote on the question is required by the chair of Board Meetings or requested by any Director, the Secretary shall record the names of the Directors and whether they voted in support or opposition. A declaration by the chair of Board Meetings that a Resolution has been carried and an entry to that effect in the minutes of the Board is conclusive evidence of the fact without proof of the number of proportionate votes recorded in favour or against the Resolution.

2.16 Consent of Directors

Subject to Section 45 of the Act, Directors are deemed to have consented to any resolution passed or action taken at a meeting of the unless they expressly request their dissent be entered into the minutes of the meeting. A director who votes for or consents to a resolution is not entitled to dissent. A Director who was not present at a meeting at which a resolution was passed or action taken is deemed to have consented to the resolution or action unless, within seven (7) days after becoming aware of the resolution or action, they request their dissent be entered into the minutes of the meeting.

2.17 Participation by Telephonic or Electronic Means

Subject to the Articles and By-laws, a meeting of the Directors may be held entirely by one or more telephonic or electronic means or by any combination of one or more of those means and of in-person attendance. Any such meeting must provide that all persons attending the meeting are able to communicate with each other simultaneously and instantaneously. A Director who attends a meeting of the Directors through telephonic or electronic means is deemed to be present in person at the meeting.

2.18 Resolutions in Writing

A resolution in writing, signed by all the Directors entitled to vote on that resolution at a Board meeting or committee of Directors, shall be as valid as if it had been passed at a Board meeting or committee of Directors. A copy of every such resolution in writing shall be kept with the minutes of the proceedings of the Board or committee of Directors.

2.19 Disclosure of Conflict of Interest

Any Director who has a conflict of interest with any of their duties or responsibilities shall notify the President who will find a replacement Director to fulfill the obligations. Any Director who has a proprietary interest in any motion being considered shall declare any conflict of interest and not

take part in any voting and/or discussion of said motion. If said Director does not declare such conflict as aforesaid, any other Director may point out the said conflict of interest to the Board, who shall determine if said Director is or is not in a conflict of interest position and declare said Director either eligible or ineligible, as the case may be, to participate in discussions and/or voting.

A Director who is a party to a material contract or transaction or proposed material contract or transaction with the Association or is a director or officer of, or has a material interest in, any person who is a party to a material contract or transaction or proposed material contract or transaction with the Association shall make the disclosure required by the Act. Except as provided by the Act, no such Director shall attend any part of a meeting of Directors during which the contract or transaction is discussed or vote on any resolution to approve any such contract or transaction.

2.20 Confidentiality

Every Director, Officer, committee member, employee and volunteer, shall respect the confidentiality of matters brought before the Board or before any committee of the Board. Employees and volunteers shall also keep confidential matters that come to their attention as part of their employment or volunteer activities.

3. Committees & Specialized Non-Voting Positions

3.01 Establishing Committees

Committees may be established by the Board as follows:

- a) The Board may appoint from their number a managing director or a committee of directors and may delegate to the managing director or committee any of the powers of the directors except those powers set out in the Act that are not permitted to be delegated; and
- b) Subject to the limitations on delegation set out in the Act, the Board may establish any committee it determines necessary for the execution of the Board's responsibilities. The Board shall determine the composition and terms of reference for any such committee. The Board may dissolve any committee by resolution at any time.

3.02 Standing Committees

- a) Management Committee - The management and administration of the GLA shall be supported by a standing management committee in accordance with the duties and responsibilities outlined in the Bylaws. The Management Committee shall consist of the elected Board of Directors and the appointed Specialized Ad Hoc Members and shall develop and manage programs under which respective duties as outlined in the Bylaws, and contribute to the development of the budget of the Association for the current year. A quorum of the Management Committee shall consist of one half (1/2) of the members of the Board of Directors, including the President or Operations Director and

one third (1/3) of the Specialized Ad Hoc positions (excluding the lifetime member). Each member of the Management Committee shall have a single vote (including the lifetime member).

The Management Committee, with the co-operation of the Executive Secretary, the Webmaster and Social Media Coordinator shall disseminate information to all registered members of the GLA regarding Association activities on a regular basis using email, the GLA website, and GLA social media platforms.

As a member of the Management Committee in attendance at any GLA sponsored function the Committee members are responsible to report any irregular situation to the responsible management committee member immediately and where that is impossible, intercede on behalf of the responsible member of the Committee to resolve the matter within the context and spirit of GLA policy. As a member of the Management Committee, all members will be held explicitly responsible for their personal actions and must act in accordance and will be held accountable for their actions in fulfilling the mandate vested in them by the general membership and the Board of Directors.

b) Finance and Budget Committee - Chaired by the Treasurer. Members include the President, Operations Director, and any additional Directors or Members with financial expertise, as appointed by the Board. The duties of this committee are to:

- Develop and oversee the annual budget for the Association.
- Monitor income and expenditures to ensure alignment with the budget.
- Prepare and present financial statements and reports at Board meetings and the AGM.
- Evaluate financial strategies, including fundraising initiatives, to support the Association's goals.
- Ensure compliance with applicable financial policies and regulatory requirements.

c) Competitive Program Development Committee - Chaired by the Competitive Program Coordinator. Members include the Competitive Team Coaches, volunteers with competitive lacrosse experience, and other Directors as needed. The duties of this committee are to:

- Plan and oversee the operations of the Competitive Program, including tryouts, team selections, and tournaments.
- Establish guidelines for coach recruitment, development, and evaluation.
- Work collaboratively with team managers to coordinate schedules and logistics.
- Evaluate and recommend enhancements to the Competitive Program for Board approval.
- Serve as a liaison between the Association and competitive league organizers.

d) Girls Program Development Committee - Chaired by the Girls Program Director. Members include Girls Program coaches, volunteers, and other Directors as needed. The duties of this committee are to:

- Design and manage all aspects of the Girls Program, including house league and competitive components.
- Promote recruitment and participation in girls' lacrosse.
- Coordinate training opportunities specific to female athletes and coaches.
- Foster a supportive and inclusive environment for female players.
- Monitor the program's growth and success, providing recommendations for future improvements.

e) House League Program Development Committee - Chaired by the House League Program Coordinator. Members include the House League Coaches, volunteers, and other Directors as needed. The duties of this committee are to:

- Organize and administer the House League, including team formation, scheduling, and coach support.
- Ensure balanced teams through collaboration with coaches and evaluators.
- Promote the House League as an entry point for new players and a community-building initiative.

f) Discipline Committee - Chaired by the President. Members also include the Risk and Safety Officer, and at least two neutral Directors or Members. The duties of this committee are to:

- Review and address reported violations of the Association's Code of Conduct or other policies.
- Conduct fair and impartial hearings to assess disciplinary matters involving players, coaches, or members.
- Recommend and implement appropriate actions, including warnings, suspensions, or other corrective measures.
- Maintain confidentiality and ensure due process for all parties involved.
- Provide reports to the Board on disciplinary trends and policy effectiveness.

g) Tournament Committee - Chaired by the Tournament Director or a designated Board Member. Members also include the President, Operations Director, and volunteers specific to the tournament. The duties of this committee are to:

- Plan, organize, and execute a competitive program tournament hosted by the Association.

- Coordinate logistics, including venue bookings, game schedules, and volunteer assignments.
- Handle tournament registration and communication with participating teams.
- Ensure compliance with OLA or other regulatory guidelines for tournaments.
- Promote the tournament within the lacrosse community and seek sponsorships to offset costs.
- Provide post-tournament reports on successes, challenges, and financial outcomes to the Association and OLA as required.

3.03 Specialized Ad Hoc Positions

Specialized Ad-Hoc positions support the day-to-day operations of the GLA. These positions do not vote at Board meetings. These positions can vote at members and committee meetings to which they are assigned.

3.04 Standing Specialized Ad Hoc Positions

There are three (3) Standing specialized positions in the Association: Competitive Program Coordinator, House League Program Coordinator and Official-in-Charge. Priority would be given to candidates that are non-parents with a varied experience lacrosse background whenever possible. Remuneration may be provided at the discretion of the Board of Directors.

3.05 Duties of Specialized Ad Hoc positions

a) The Competitive Program Coordinator is responsible for the design and delivery of the GLA Competitive Program (excluding Girls-only competitive teams). The Competitive Program Coordinator shall be chairperson of the Competitive Program Development Committee, to be constituted of the President and the Operational Directors as appropriate. The Competitive Program Coordinator shall be responsible, with the members of the Competitive Program Development Committee for evaluating and preparing a proposal considering all aspects of the GLA competitive program for the consideration and approval of the Management Committee. The Competitive Program Coordinator would also be responsible for selecting the coaches through an open and fair competition. In conjunction with the coaches and members of the Board would guide tournament selection.

b) The House League Program Coordinator is responsible for the design and delivery of the GLA House League Program (excluding the Girls-only House League program). The House League Program Coordinator shall be chairperson of the House League Program Development Committee, to be constituted of the President and the Operational Directors as appropriate. The House League Program Coordinator shall be responsible, with the members of the House League Program Development Committee for evaluating and preparing a proposal considering all aspects of the GLA house league program for the consideration and approval of the Management Committee. The House League Program Coordinator will have the added responsibility for the identification and

recruiting of volunteers to fill various roles (i.e. coaches, convenors, trainers, managers, etc.) as needed.

c) The Official-in-Charge (OIC) is responsible for the recruitment, hiring, training, and supervision of officials (referees) to support the Association's lacrosse operations. The OIC plays a critical role in ensuring the quality and consistency of officiating across all levels of play within the Association and contributes to the development of officiating standards within Zone 5 and the Ontario Lacrosse Association (OLA). The OIC provides mentorship and resources to support officials' skill development and progression through OLA officiating levels. They schedule and assign officials to GLA games, ensuring appropriate skill levels for the divisions being officiated. They observe and evaluate officials during games to provide constructive feedback and identify areas for improvement. They work closely with other Zone 5 club OICs to coordinate training initiatives, share best practices, and address officiating challenges. They serve as the primary point of contact for officials regarding schedules, rules, and policies. They act as an advisor on rules and officiating standards for the GLA Board and program committees. This role requires strong leadership, excellent communication skills, and a thorough understanding of lacrosse officiating.

3.06 Non-Standing Specialized Ad Hoc Positions

The Board may elect to create and appoint any number of non-standing Specialized Ad Hoc positions to support the operations of the GLA. Example positions may include but are not limited to: webmaster, scheduler, equipment manager, social media co-ordinator and tournament director.

3.07 Filling the specialized positions

All Specialized positions will be open on the floor of the AGM for members wishing to volunteer. Members must make their interests known verbally and subsequently in writing to the Board, either at the AGM or immediately thereafter and will be subject to a selection process. The Board will seek to fill the positions at the first Board meeting following the AGM and inform the general membership by means of the GLA website.

3.08 Committee Meetings

Committee meeting shall be called by the chairperson of the committee. The first meeting of each committee shall be called before the end of the calendar year in which the new executive takes office. A meeting of the Tournament Committee will be called by the chairperson of that Committee upon the granting of the Tournament by the OLA and then regularly until the date of the tournament.

3.09 Policies and Procedures Manual

It is the responsibility of the management committee to maintain a policies and procedures manual. The goal of the manual is to help maintain continuity and provide a road map for future boards and members. This manual can be amended by the management committee at anytime with quorum as defined in these bylaws.

4. Protection of Directors, Officers and Others

4.01 Limited Liability

No director, officer, member, committee member, employee, or volunteer of the Association shall be personally liable for:

- a. The acts, neglects, or defaults of any other individual acting on behalf of the Association;
- b. Loss or damage incurred by the Association due to deficiencies in title, security, or financial transactions; or
- c. Any other loss, damage, or misfortune occurring during the execution of their duties, except in cases of wilful neglect or default.

4.02 Indemnification

The Association shall indemnify every director, officer, member, committee member, employee, and volunteer, and their heirs, executors, and administrators, against:

- a. All costs, charges, and expenses incurred in any action or proceeding brought against them for actions undertaken in good faith in the execution of their duties; and
- b. All other costs, charges, and expenses related to the affairs of the Association, except those caused by their wilful neglect or default.

4.03 Indemnification of Others

The Association may indemnify other individuals in circumstances permitted by the Ontario Not-for-Profit Corporations Act, 2010, or any other applicable law.

4.04 Insurance

The Association may purchase and maintain insurance for the benefit of any person entitled to indemnity under this By-Law, covering liability incurred in their capacity as a director, officer, or in a similar capacity for another entity at the Association's request.

5. Members

5.01 Members

As defined in the corporation's Articles, there shall be three (3) classes of Members in the Association, namely, Playing Members, Adult Members, and Honorary Lifetime Members. Member voting rights are established in the Corporations Articles.

5.02 Terms and Eligibility for Membership

- Eligibility for Membership - Members in good standing are those who:
 - Have been admitted to Membership by fulfilling all eligibility criteria and paying required membership fees through the designated registration portal.
 - Are not under suspension from the Association or the OLA.
- Good Standing Requirements
 - Members whose fees are in arrears for a period of three (3) months will be suspended from Membership. Suspended members may not vote, make nominations, or hold office in the Association for the current year. The Executive Secretary shall notify suspended members in writing.
 - Members must comply with the Association's Code of Conduct and Rules of Play. Members found to be in breach may be subject to disciplinary review by the Board of Directors or the Disciplinary Committee.
- Termination and Resignation
 - As stated in the Corporation's Articles, Membership is non-transferable and terminates upon resignation, death, or loss of eligibility as set out in the By-Laws.
 - Membership of all Members except elected Directors terminates following the adjournment of the Annual General Meeting (AGM). Directors will remain Members to handle the affairs of the Association until the next registration period opens.
 - Members resigning from elected or appointed positions must submit written notice to the Executive Secretary and immediately return all property belonging to the Association.
 - Any member transferring their registered players to another association through an OLA-approved release must relinquish their position on the Association Executive or Management Board.
- Reinstatement and Restrictions
 - A Member who resigns or is suspended cannot hold a volunteer position with the GLA or rejoin the Board or Management Committee for two (2) years, unless the Board exercises discretion to reduce the period on a case-by-case basis.
- Membership Rights
 - Each Adult Member, or Playing Member who is 18 yrs or older, and in good standing is entitled to one (1) vote at the AGM, provided they are in attendance. Membership status will be verified using the Association membership database submitted to the OLA.

- The Board of Directors will review a Member's membership status if a Member is under suspension by the Association or the OLA, planning to move outside GLA boundaries before the end of the current playing season, has an apparent conflict of interest with the GLA's purpose, is in a position to willfully financially benefit from GLA activities, or has an immediate family member who meets any of the above will forfeit membership rights. If deemed necessary, the Board may restrict or terminate the Members membership. Terminated memberships may be reversed by a Special Resolution (two thirds majority vote) at an AGM or Special Members meeting. In the case of a suspension, a unanimous vote of the Board of Directors is required upon completion of a suspension to reinstate the member.

5.03 Disciplinary Actions or Termination of Membership for Cause

- a. Grounds for Disciplinary Action or Termination - The Board may suspend or remove any Member for:
 - Violating any provision of the Articles, By-Laws, Operating Policies, or Codes of Conduct of the Association.
 - Engaging in conduct deemed detrimental to the Association by the Board, at its sole discretion.
 - Any other actions the Board considers reasonable for termination, having regard to the Association's purposes.
- b. Fair Process
 - The Board will provide the Member with twenty (20) days' notice of the proposed suspension or removal, including reasons for the action.
 - The Member may submit a written response to the Board within the notice period.
 - If no response is received, the Board may proceed with the suspension or removal.
 - If a response is received, the Board will consider it before making a final decision, which will be communicated to the Member within twenty (20) days.
- c. Appeal Process
 - Members subject to suspension or termination may appeal the decision to the Board in writing. Appeals must be submitted within fourteen (14) days of the decision. The Board's decision on the appeal shall be final and binding.
- d. Return of Property
 - Any Member whose membership is terminated must return all books, equipment, uniforms, or other property belonging to the Association immediately upon cessation of membership.

5.04 Lifetime Members

- Life time membership is awarded to Dave Smith with all rights as ratified at the 2009 AGM. (The position does not count towards quorum of the management committee.)

6. Members' Meetings

6.01 Place of Meetings

Meetings of Members shall be held at the registered office of the Association or any place within Ontario as determined by the Board. A meeting may also be held electronically, in which case the registered office of the Association is deemed to be the place of the meeting. Meetings outside Ontario are permitted if agreed upon by all Members entitled to vote.

6.02 Quorum

The quorum for a meeting of Members is six (6) Members entitled to vote, whether present in person or electronically. If quorum is not present at the start of the meeting, the Members present may adjourn the meeting but may not transact any other business.

6.03 Annual Meeting

The annual meeting of the Association shall be held after the Ontario lacrosse festival and prior to the OLA AGM (i.e. between mid-August and the end of October) of the current playing season.

Notices of motion, correspondence, constitutional amendments, nominations for each office, or other matters for consideration at the AGM shall be submitted in writing to the Executive Secretary no later than 14 days preceding the meeting.

The business transacted at the annual meeting shall include:

- Receipt of the agenda;
- Approval of minutes from previous meetings;
- Reports from Directors;
- Consideration of financial statements and audit/review engagement report;
- Appointment or reappointment of auditors or review engagement persons;
- Election of Directors; and
- Other business as included in the meeting notice.

6.04 Special Meetings

The Board may at any time call a special meeting of the Members. A special meeting must also be convened within 21 days upon the written request of Members holding at least 10% of the votes.

6.05 Notice of Meetings

Notice of the time and place of meetings shall be given to all Members entitled to vote, Directors, and auditors not less than 10 and not more than 50 days before the meeting. If the meeting is to be held electronically, the notice shall include instructions for participation. For adjourned meetings,

no additional notice is required if the time and place of the reconvened meeting are announced during the original meeting.

6.06 Participation by Electronic Means

Members may participate in meetings electronically if such means allow all participants to communicate adequately. A Member participating electronically is deemed present at the meeting.

6.07 Chair of the Meeting

The President shall chair Members' meetings. In their absence, the Members present shall appoint a Director as chair by Ordinary Resolution.

6.08 Voting

Unless otherwise required by the Act or By-Laws, all decisions shall be made by Ordinary Resolution. In the event of a tie, the chair of the meeting shall cast the deciding vote. Voting may be conducted by a show of hands, ballot, or electronic means as determined by the chair.

6.09 Proxies

Members entitled to vote may do so by proxy, provided the proxyholder is a Member in good standing or the Secretary or President. Proxies must comply with the Act, be in the approved form, and be submitted no later than 48 hours before the meeting.

6.10 Resolution in Lieu of Meeting

A resolution signed by all Members entitled to vote is as valid as if passed at a duly called meeting of Members.

7. Notices

7.01 Method of Giving Notices

Notices required to be given to Members, Directors, or auditors may be delivered personally, by telephone, or sent by prepaid mail, facsimile, email, or other electronic means to the most recent contact information on record with the Association. Notices may be waived or the time for notice abridged with the written consent of the person entitled to the notice.

7.02 Computation of Time

When calculating notice periods, the day of delivery or posting shall not be included in the notice period unless otherwise specified.

7.03 Omissions and Errors

Accidental omissions in giving notice, non-receipt of notice, or errors in the content of a notice that do not affect its substance shall not invalidate any decisions made at the meeting to which the notice pertains.

7.04 Waiver of Notice

Members, proxy holders, Directors, Officers, or auditors may waive notice requirements or abridge

notice periods in writing. Attendance at a meeting constitutes a waiver of notice unless the attendee participates solely to object to the meeting on the grounds that it was improperly called.

8 Box Lacrosse Programs

8.01 Playing Member Classifications

The following classifications are recognized by both the OLA and GLA and apply to both Competitive and House League Box Lacrosse play.

- Soft Lacrosse: For players ages 3 and 4
- Paperweight: For players ages 5 and 6
- U9: For players ages 7 and 8
- U11: For players ages 9 and 10
- U13: For players ages 11 and 12
- U15: For players ages 13 and 14
- U17: For players ages 15 and 16
- U22: For players ages 17–21

8.02 Playing Member Registration

- a. Registration shall be in accordance with OLA guidelines.
- b. The Board of Directors shall determine the amount and manner in which membership fees are to be paid.
- c. Requests for a registration fee refund will be subject to a \$35 administration fee and must be received by the board in writing prior to April 30, following which all fees are non-refundable, except in exceptional circumstances, as determined by the GLA Board. All Board decisions in these matters are final; and refund may be prorated dependent on date of request. In order to process refunds, all requests shall be submitted using the “Refund Request Form” found on the GLA website under ‘Resources’.

8.03 Declining Registration

As per OLA guidelines, the GLA reserves the right to decline registration. In the event that registration is declined:

- The family will be notified prior to the first registration session for the upcoming season.
- An unconditional release will be issued upon receipt of the OLA card for the upcoming season
- Declining registration requires a simple majority vote of the Board of Directors.

- A hearing will be held with the affected individual/family, the GLA will provide an in-person appeal hearing.
- If an acceptable compromise is not reached, an unconditional release will be issued upon receipt of the OLA card for the upcoming season
- Every effort should be made by both parties to reach an acceptable compromise, which addresses the issues, which provoked the application of the by-law.

8.04 Playing Member Releases

- a. House League Program players are permitted to register and play house league with which ever Association they desire. No release is required. Players playing under this provision in another association may not participate in competitive team play with that association because they are ineligible due to the OLA's residency rules. Associations in the OLA are required to maintain an annotated list of players house-league only status to ensure adherence to this rule
- b. Competitive Program players must adhere to the established OLA procedures and timelines when applying for a release from the Association.

8.05 Players per Team

- a. House League Program: All teams shall be restricted to a maximum of sixteen active players. Any player who registers after the deadline shall be assigned to any team at the discretion of the House League Coordinator.
- b. Competitive Program: No team may have more than twenty-five (25) players registered in any sector.

8.06 Selection of Teams

- a. House League Program: It shall be the responsibility of the House League Coordinator to create balanced teams, using his/her own personal knowledge, past season's records and previous coach's ratings. Where teams in a division are unevenly matched, the House League Coordinator may at any time prior to mid season, exchange players to create more equal competition. The House League Coordinator shall have the authority to designate what players are of equal rating and eligible for the exchange.
- b. Competitive Program: a player shall be required to register as Rep in the registration portal prior to try-outs and must participate in said try-outs in order to be considered for a Rep team. It shall be the responsibility of the Head coach and non-playing bench staff for that level to select the players. Having an external evaluation panel can be utilized where needed or as requested under the direction of the Competitive Coordinator to assist coaches in selection of the team.

8.07 Competitive Player Commitment

GLA players who try-out for, and are selected to, a GLA competitive team and subsequently withdraw from the competitive program after being selected due to program commitment requirements:

- Will be required to post a performance bond of \$250 in the next season should they wish to try-out for the competitive program. If the player pays the bond and completes the future competitive season the performance bond will be refunded and the requirement for posting a performance bond rescinded. If the player fails to complete the future season in the competitive program then the performance bond will be non-refundable.
- Will not be permitted to affiliate or act as a call-up for a competitive team in the season that they withdrew from the competitive program due to commitment requirements.

The Competitive Program Coordinator will be required to maintain a list of players required to post a performance bond and ensure that it is consulted prior to competitive team tryouts.

8.08 Playing Time for Players

- a. The Board of Directors promotes the provision of Fair Playing Time (FPT) for all GLA players. In this regard, coaches are required to provide FPT to all players on their respective teams.
- b. It is important to differentiate in that FPT does not necessarily mean “equal playing time” in each game. In general terms, FPT is providing similar or unbiased opportunities to all players over the course of the season.
- c. Coaches are encouraged to use all players in all situations, including the Power Player (PP), Penalty Killing (PK) and “goalie-out” situations.

8.09 Scheduling Variation

- a. In the case of a club being late in fielding a team at the scheduled hours, if that team is more than ten minutes late (time of grace allowed) the referees shall face the ball off and award the game to the team on the floor.
- b. No cancellation of scheduled season games is permitted, except with prior approval of the Competitive & House League Directors.
- c. Extra curricular games, practices, etc. No coaching staff in any league shall arrange special games without prior approval of the Competitive & House League Directors.
- d. In the case of significant playing level gaps, review of future play is decided by the respective Competitive & House League Directors for each club.

- a. Rescheduling of Zone REP games – per the Zone 5 Operating Policy (2018 version):
 - i. No show \$500
 - ii. Game reschedule (<48-hours notice) \$500
 - iii. Game reschedule (<10 business days notice) \$100

8.10 Lacrosse Rules

- a. The GLA shall follow the rules as identified by the OLA unless changes are identified within the constitution and/or by-laws.

8.11 Equipment

It shall be compulsory for all players in the GLA to be equipped following OLA's equipment and stick guidelines as posted on the OLA website.

8.12 Player Options

- a. Any player of an age group who for any reason deemed justifiable to play for a representative team other than his own, must seek permission of the Board of Directors to play in the next higher age group that best suits his/her ability, subject to written permission being extended by his/her parents or guardian.
- b. No representative team practice or game shall conflict with House League commitments.
- c. Each representative team shall consist of up to 25 registered members as per the OLA constitution. This shall include 17 regular playing members and a reserve list of up to 8 additional players.
- d. The representative coaches with the Competitive League Director shall submit the application forms for the team registration and identify up to 17 regular and 8 reserve players for their respective teams to the GLA Registrar before 15 June of the current season.

8.13 Suspensions

A member of the GLA may be suspended for just cause. Just cause can be one of the following but not limited to:

- a. (coach) missing three consecutive games without good reason or for ensuring that someone takes charge of their team during their absence at any game
- b. (coach) not applying the fair play (not equal) policy to all team members

- c. exhibiting disrespect to any Canadian Lacrosse Association member (OLA and GLA are deemed part of the CLA by definition)
- d. Inappropriate conduct before, during or after any lacrosse function

8.14 Coaches Duties and Responsibilities

Coaches are permitted to coach their teams from the floor in the (U5) soft lacrosse and (U7) paperweight divisions only. Coaches are further responsible for:

- a. Appointing a team manager. Their names will be submitted to the Competitive Director for approval.
- b. Developing and maintaining an awareness of good conduct among their team while in competition.
- c. Instilling good sportsmanship and teaching Lacrosse skills.
- d. Ensuring all players are played an equal amount of floor time.
- e. upholding the expectations described in the GLA Code of Conduct

8.15 Manager Duties and Responsibilities

- a. Assuring that their team is properly dressed before the time their games are scheduled to begin (subject to age division).
- b. Providing the timekeeper with a properly completed game report form/electronic gamesheet, showing the name of the team, date of game, all competing player's names and their corresponding numbers before game time.
- c. Assisting the coach in ensuring all players get equal floortime in House League play.

8.16 Team Finances

- a. GLA minor teams are not permitted to open and/or operate a bank account.
- b. The GLA will charge a competitive player team fee to players selected to GLA competitive teams as per by-law 8.17.
- c. GLA Team Manager may request players cover the costs for additional team incidentals not covered by the competitive player fee (e.g. more practice balls, practice equipment, etc.) up to a maximum of \$15 per player per season. Any additional team costs (beyond the competitive player fee and \$15 incidental) must be fundraised through an approved GLA fundraising plan. Team Managers shall retain copies of all receipts for monies expended and provide to any parent(s) if requested. Any money remaining at the end must be either returned to the parents.

d. All fundraising efforts by a member or teams of the GLA must be approved by the Board of Directors in order to ensure that efforts are in line with the vision and goals of the GLA. Fundraising efforts should be used as a team building opportunity and as such, team events will be prioritized over individual efforts. Requests to conduct fundraising must be forwarded to the GLA President using the approved GLA form a minimum of 14 days prior to the planned fundraising event for consideration by the GLA Board. All funds raised must be used by the team for which it was fundraised and for the purpose approved by GLA Board. The total monies raised shall be reported to the Board of Directors in writing immediately following the fundraising event/activity. Should funds raised exceed the initial estimate, the GLA Board must be informed in writing within one week of the event and the GLA Board will maintain the right to have the final decision on where said monies are allocated. Any unused funds will be returned to the GLA by August 15th of the current season.

- any additional apparel sought through fundraising must come from the GLA approved apparel line.
- Teams are not permitted to request players/families to pay in advance to cover the expected fundraising amount.
- Fundraising requests which identify multiple usages for the funds raised must identify the order of priority for these usages in the event the team does not meet its fundraising goal.

8.17. Competitive Team Fees

Competitive Team Fees will be announced by the GLA Board of Directors each season prior to the start of Competitive Tryouts and will be distributed to all players or posted to the GLA website. Team Managers are responsible to ensure that Team Fees are collected in whole and submitted to the GLA Treasurer. Team fees can cover but are not limited to GLA Apparel, Tournament Entry Fees, additional floor time costs, additional referee costs and a percentage to cover additional goalie gear and jerseys.

8.18. Affiliate Players (APs)

Prior to affiliation, discussions must occur between both coaches, and parents with final notification to the Competitive Director. APs can practice as often as required throughout the season at any level in order to benefit both individual players and teams. The player's primary team games will take precedence over practices. For example, a U13HL player will not miss a HL game to participate at a U13-2 practice. In the event of a conflict, the player must receive permission from their primary team.

The AP must be taken from the team seeded immediately below the affiliating team if within the same age group/division i.e. U11 HL up to U11-2 or U11-2 up to U11-1. HL players will not be affiliated to a level 1 team unless there is no level 2 team that season.

In the event of any conflict not clearly defined above, the Competitive Director and the House League Director will make the final decision.

8.19. GLA Code of Conduct Reparations

a. Should a GLA team incur an OLA penalty (referred to as a “performance bond”) resulting from poor spectator/parent behaviour, it will be the responsibility of that team to pay the bond or risk losing their eligibility to play. In addition, GLA Code of Conduct action could result based on the circumstances that led to the bonding of the team. The bond is payable in accordance with OLA instructions.

b. Should a GLA team incur costs associated with behaviour that is determined to be in conflict with the GLA Code of Conduct, it will be the responsibility of that team to pay those costs or risk losing their eligibility to play. Additional GLA Code of Conduct action could result based on the circumstances that led to the costs resulting from said behaviour(s).

c. Using the process outlined by the Risk and Safety Officer, GLA members are provided opportunities to submit concerns/complaints.

9. Awards

Each year the GLA will recognize individuals for their efforts and actions to promoting the sport of lacrosse and representing the GLA in a positive manner during the current year. The awards include:

9.01 House League Coach of the Year

This award is presented to a Head Coach, Assistant Coach, Manager or volunteer of the GLA House League Program. The recipient(s) is selected by nominations received through the Director of House League from players or families of the GLA House League. The recipient(s) receives a keeper trophy and their name is engraved on a plaque in the GLA Trophy Case. This award is presented annually at the AGM.

9.02 Competitive Coach of the Year

This award is presented to a Head Coach, Assistant Coach, Manager or volunteer of the GLA Competitive Program. The recipient(s) is selected by nominations received through the Competitive Program Director from players or families within the GLA Competitive Program. The recipient receives a keeper trophy and their name is engraved on a plaque in the GLA Trophy Case. This award is presented annually at the AGM.

9.03 Lady Griffins Coach of the Year

This award is presented to a Head Coach, Assistant Coach, Manager or volunteer of the GLA Lady Griffins Program. The recipient(s) is selected by nominations received through the Girls Program Director from players and/or families within the GLA Lady Griffins Program. Recipient(s) may also be selected by the President and a small committee designated by the President. The recipient(s)

receives a keeper trophy and their name is engraved on a plaque in the GLA Trophy Case. This award is presented annually at the AGM.

9.04 GLA Volunteer of the Year

This award is presented to a GLA Volunteer by the President. This award is to recognize the time and efforts of a Volunteer in any capacity that has surpassed the expected level of dedication for a volunteer. The recipient(s) is recognized for having improved the GLA through selfless dedication, promoting a positive image of the GLA and lacrosse and for donating many hours of volunteer work to the GLA. The recipient(s) is selected by the President and a small committee designated by the President. The recipient(s) receives a keeper trophy and their name is engraved on a plaque in the GLA Trophy Case. This award is presented annually at the AGM.

9.05 Resolute Award

The purpose of this reward is to identify a volunteer who is admirably purposeful, determined and unwavering. It is to recognize someone who took on a leadership role and characteristically was highly determined, persistent, competent, and up for a challenge. The recipient(s) is selected by the President and small committee designated by the President. The recipient(s) receives a keeper trophy and their name is engraved on a plaque in the GLA Trophy Case. This award is presented annually at the AGM.

10. Adoption and Amendment of By-laws and Articles

10.01 Amendments to By-Laws

The Board of Directors may enact, amend, or repeal By-Laws of the Association as permitted under the Act. Any such By-Law, amendment, or repeal is effective when passed by the Board but must be confirmed by an Ordinary Resolution of the Members at the next Members' meeting to remain in effect. The Members may recommend changes to the By-Laws for consideration by the Board.

10.02 Amendments to Articles

Amendments to the Corporations Articles require approval by a Special Resolution of the Members at an Annual General Meeting or a Special Meeting called for that purpose.

10.03 Repeal of Previous By-Laws

All previous By-Laws of the Association are repealed as of the effective date of these By-Laws. This repeal does not affect the validity of any actions taken, rights acquired, or obligations incurred under previous By-Laws, nor does it affect the validity of any contracts or agreements made under such By-Laws.

10.04 Effective Date

These By-Laws come into effect upon enactment by the Board, subject to confirmation by the Members at the next Members' meeting.

ENACTED by the Directors of the Association this 23rd day of December, 2024.

AMENDED by the Membership of the Association at the Annual General Meeting held on October 9, 2025

Signing Officer: Jeff Hartley, GLA President