BYLAWS
2017

OLA BYLAWS 2017 EDITION

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ONTARIO LACROSSE ASSOCIATION - BYLAWS

ARTICLE I: NAME

B1.01
The name of this organization shall be the Ontario Lacrosse Association.

ARTICLE II: OBJECT

B2.01
To govern, promote, develop and foster the game of lacrosse at all levels and in all forms, to all residents regardless of race, sex, creed, age or economic status throughout the Province of Ontario.

B2.02
The Corporation shall be the sole governing body for lacrosse within the Province of Ontario and shall govern, regulate and promote lacrosse within the Province and such other territory as shall from time to time be desirable.

B2.03
To emphasize fair play at all times between competitors, to encourage them to play the game for the sake of the game, with proper respect to competitors, referees and spectators.

ARTICLE III: MEMBERS

Clubs or Associations

B3.01
Any Major, Senior, Junior clubs or Minor Associations may become a voting member of the Corporation by making application to the Executive Director of the Corporation and being accepted by the Board of Directors. To qualify, the applicant(s) shall submit a completed application form signed by the owners of the club, or officers of the Minor Association accompanied by the annual entry fee and performance bond as set out for the category in which the team wishes to compete.

B3.01(b)
The completed application form submitted by the officers of the minor associations must include the following:

List of Association Executive Officers
Profile of the Association
Scope of Lacrosse Operation
Constitution & Bylaws
Detailed Operating Budget
Partnership Support
Not for Profit Status

B3.01(c)
Any new minor association that has been accepted by the Board of Governors will be subject to a probation period which will be reviewed annually as necessary by the Minor Council.

B3.02
Membership may be renewed annually on payment of the entry fees and any outstanding bonds or assessments incurred and on submission of a completed membership form(s).

B3.03
The Corporation may accept for membership, Club(s), Minor Associations(s), or players whose base of residence is outside the Province of Ontario subject to compliance with the regulation of the Canadian Lacrosse Association, the Corporation, and all government laws.

B3.04
As a condition of membership any club, minor association, officer, player or any combination of same shall agree to abide by the regulations of the Corporation and the rulings of the Board of Directors and its committees. A breach of this condition of membership shall be subject to a review by the Board of Governors who will determine appropriate action.

B3.04(b)
Regulations of the Corporation as they apply to Minor Associations would include all items referenced in
B3.01(b) and ALL minor associations must hold an Annual General Meeting, which would be publicly communicated to its members at least 30 days in advance, and would include a reviewed financial reporting on operations to all its members. The AGM Minutes, attendance record and financial statement will be provided to the OLA office upon request.

NOTE: ALL current minor associations will have until January 1, 2013 to comply with **B3.01(b)**

B3.04(c)
Failure of a minor association to comply with B3.01(b) and B3.04(b) will result in an fine and/or suspension. Fines will be applied as follows: to January 31, 2013 - $500, to February 28, 2013 - $1000, to March 31, 2013 - $1000 (fines to be cumulative). After March 31, 2013 the Minor Association will be declared 'not in good standing' until in full compliance with B3.01(b) and B3.04(b) and will be required to pay the cumulative fine of $2500.

Individual Members

B3.05
Any person eighteen years of age or over who is a resident of the Province of Ontario and who has been nominated by a Director, Member Club or a Minor Association is eligible for election to the Board of Directors.

B3.06
Any person who has been elected or appointed an officer of the Corporation shall become a member of the Corporation.

Life Members

B3.07
The objectives, criteria and life member entitlements shall be those approved by the Board of Governors as part of the O.L.A. Life Membership Policy. (See OR6.01)

Code of Conduct

B3.08 – OLA CODE OF CONDUCT
This code of conduct identifies the standard behaviour which is expected of all OLA members and participants, which for purpose of this policy shall include all players, guardians, parents, coaches, officials, volunteers, directors, officers, committee members, convenors, team managers, trainers, administrators and employees involved in OLA activities and events.

Section I – All individuals affiliated with the O.L.A. shall:

I. Attempt at all times to work toward the goals and objectives of the OLA and the game of Lacrosse, and towards the betterment of its members.
II. Strive to heighten the image and dignity of the Association and the sport of Lacrosse as a whole, and to refrain from behavior which may discredit or embarrass the Association or the game.
III. Always be courteous and objective in dealing with other members.
IV. Strive to achieve excellence in the sport while supporting the concepts of Fair Play and Drug free sport.
V. Show respect for the culture, social and political values of all participants in the sport.
VI. As a guest in another province or foreign country, abide by the laws of the host jurisdiction and adhere to any social customs concerning conduct.
VII. Members of the OLA shall refrain from actions, comments or behaviours, which are disrespectful, offensive, abusive, racist or sexist. In particular, behaviour, which constitutes harassment or abuse will not be tolerated and will be dealt with under the OLA's Harassment Policy & Code of Conduct.

Section II – An Individual's conduct shall be in question when they:

I. Breach any of the above Section 1.
II. Use their position within the OLA for unauthorized personal and/or material gains.
III. Willfully circulate false, malicious statements, derogatory to any other member of the Association.
IV. Willfully ignore or break the Bylaws, policies and/or rules and regulations of the OLA.
V. Counsel others to ignore or break the bylaws, policies, and/or rules and regulations of the OLA.

Section III – General:
I. The OLA endorses the principles of natural justice and due process which allows any individual the right to a hearing and an appeal of any action which affects their rights.
II. The OLA and its member governing bodies agree to honor and enforce disciplinary action taken by those governing bodies upon the completion of due process.

Section IV – Discipline Procedures:

I. Any report alleging a breach of Member obligation under this Code of Conduct shall be submitted in writing, along with a completed Code of Conduct reporting form signed by two Board of Governors members, of whom only one may be a member of the Board of Directors, to the OLA within 14 days of the event/occurrence.
II. Upon receiving a report, the OLA staff shall immediately notify the OLA Executive who shall determine the merit of the complaint and determine if action is necessary.
III. If action is deemed necessary, the event/occurrence will be dealt with under normal OLA Discipline and Appeals procedures.

ARTICLE IV: OFFICERS

B4.01(a)
The Board of Governors of the Corporation shall consist of a President, Immediate Past President, Zone Directors, League Commissioners, one O.L.R.A. Representative and eight (8) Vice Presidents for the following positions:

- First (1st) V.P. Administration (Major)
- Second (2nd) V.P. Administration (Minor)
- Third (3rd) V.P. Finance (Operations)
- Fourth (4th) V.P. Administration (Field)

- Fifth (5th) V.P. Technical (Coaching)
- Sixth (6th) V.P. Technical (Officiating)
- Seventh (7th) V.P. Development
- Eighth (8th) V.P. Promotion

B4.01(b)
The Treasurer shall be appointed by the Board of Directors annually.

B4.02
The Board of Directors of the Corporation shall consist of the President, Immediate Past President and eight (8) Vice Presidents.

ARTICLE V: ANNUAL & SEMI-ANNUAL MEETINGS

Annual Meeting

B5.01
The annual meeting of the Corporation shall be held on any weekend in November at any place within their jurisdiction as selected by the Board of Directors.

B5.02
The following shall be eligible to vote at the annual meeting, Life Members, Governors of the Corporation and two delegates from each Major, Senior, Junior team and Minor Association in good standing. Any member who is in two or more of the foregoing categories shall only be allowed one vote.

Semi-Annual Meeting

B5.03
The Promotion and Development Meeting of the Corporation (known as the Semi-Annual Meeting) shall be held on any weekend in March at any place within their jurisdiction as selected by the Board of Directors.

B5.04
The Corporation shall, 120 days prior to the Semi Annual Meeting, send a questionnaire and proposed agenda to each member association to make suggestions regarding the format for the meeting.

B5.05
The meeting shall focus on promotion and development.

1.- Promotion of Lacrosse
2.- Box (minor, junior, senior)
3.- Field (men's, women's, high school)

B5.06
The Corporation shall, 30 days prior to the Promotion and Development Meeting, send to each member association the agenda/program for the meeting.

ARTICLE VI: BOARD MEMBERS

Board of Governors

B6.01
The affairs of the Corporation shall fall under the realm of a board known as the Board of Governors. A quorum shall be a majority of these governors.

B6.02
The Board of Governors will meet quarterly. A special meeting of the Board of Governors may be called by the President or at the request of three or more Governors. The President shall preside at all meetings of the Board of Governors. The Board of Governors meetings will be held in conjunction with the Semi Annual meeting, in May, in September and in conjunction with the O.L.A. A.G.M. Dates for all Board of Governors meeting will be published by January 15th annually.

B6.03
The role of the Board of Governors will be to:

1. Approve the annual operating budget.
2. Provide direction and approval for major policy and program adoptions or changes.
3. Sit as the final level of appeal within the Corporation and
4. Deal with any other matters that may come before it if so desired by three or more Governors.

B6.04
Any Board member may be removed from office for failure to attend three (3) consecutive meetings.

Board of Directors

B6.05
The affairs of the Corporation shall be managed by a board, known as the Board of Directors. A quorum shall be a majority of these directors.

B6.06
The Board of Directors will meet regularly throughout the year a minimum of ten (10) times, in addition to any special meetings called by the President. The President shall preside at all meetings of the Board of Directors.

B6.07
All directors must be notified in writing of the place, date, time and agenda of meetings seven (7) days prior to the date set for the meeting.

B6.08
Voting procedure of the Board of Directors shall be on a roll call basis, if so requested by at least one (1) member of the Board of Directors, for that vote. The results of such a vote shall be recorded in the minutes of the meeting.

B6.09
When a matter concerning any member association, including zones and councils is on the agenda of the Board of Directors or sub-committee meeting, the concerned parties must be notified seven (7) days prior to the date set for the meeting so that they may have the opportunity of being represented.

B6.10
All members shall have the right to attend any meeting(s) of the Board of Directors/Governors, except those being held in camera by giving 48 hours notice to the office, although only voting members shall be allowed to speak.

B6.11
The Board of Directors may call a general meeting of the corporation anytime and must do so if requested by 3 or more Directors or by fifteen member clubs or Minor Associations. At all general meetings, one quarter of the current year's eligible voting delegates shall constitute a quorum. Voting privileges at a general meeting shall be the same as at the Annual General Meeting.

B6.12
The Board of Directors shall hire employees as required; however no employee shall have voting privileges.

B6.13
In the event that the President is unable to fulfill his/her duties for the remainder of his term, the First (1st) V.P. Administration (Major) shall take over his/her duties for the remainder of said term. In the event that any Vice President is unable to fulfill his/her duties for the remainder of his/her term, the Board of Directors may appoint a person to fill his/her position until the next Annual General Meeting.

Subsequent to the Annual General Meeting in 2010, in the event that the President is unable to fulfill his/her duties for the remainder of his/her two year term, while in the first half of his/her term of office, the First (1st) V.P. Administration (Major) shall take over his duties until the next Annual General Meeting, where a special election for the position of President shall take place. This elected President shall serve a one year term until the next Annual General Meeting. In the event that the President is unable to fulfill his duties for the remainder of his two year term, while in the second half of his/her term of office, the First (1st) V.P. Administration (Major) shall take over his duties for the remainder of said term. In the event that any Vice President is unable to fulfill his/her duties for the remainder of his/her term, the Board of Directors may appoint a person to fill his/her position until the next Annual General Meeting.

<u>Election of Officers</u>

B6.14
The office of President shall be open to candidates who have served on the Board of Directors/Governors in either the current or previous season. Any individual voted in as President may only be elected to serve 4 consecutive terms. They would be ineligible to fill the role of President on an interim or an elected basis for a minimum of 23 months after the conclusion of their term.

Note: To allow for a fair transition, the current President shall be eligible to stand for re-election a maximum of two more times.

B6.15
All positions on the Board of Governors excluding the Immediate Past President, Zone Directors, League Commissioners and OLRA Representative shall be voted on every other year at the Annual General Meeting in a staggered manner as follows:

At the Annual General Meeting held during odd-numbered years, beginning with the year 2009, the following positions will be voted on, in the following order:

(a) First (1st) V.P. Administration (Major)
(b) Third (3rd) V.P. Finance (Operations
(c) Fifth (5th) V.P. Technical (Coaching)

(d) Seventh (7th) V.P. Development

Each elected officer above [(a)-(d)] shall serve a two year term.

In addition, specific only to the Annual General Meeting held during the year 2009, the following positions will be voted on, in the following order:

(e) President
(f) Second (2nd) V.P. Administration (Minor)
(g) Fourth (4th) V.P. Administration (Field)
(h) Sixth (6th) V.P. Technical (Officiating)
(i) Eight (8th) V.P. Promotion

Specific to the elections held at the Annual General Meeting during the year 2009, the above positions [(e)-(i)] shall be voted on prior to the positions [(a)-(d)] above.

Each elected officer above [(e)-(i)] shall serve a one year term. The outgoing President shall become the Immediate Past President and will also serve a one year term.

At the Annual General Meeting held during even-numbered years, beginning with the year 2010, the following will be voted on, in the following order:

(a) President
(b) Second (2nd) V.P. Administration (Minor)
(c) Fourth (4th) V.P. Administration (Field)
(d) Sixth (6th) V.P. Technical (Officiating)
(e) Eighth (8th) V.P. Promotion

Each elected officer above [(a)-(e)] shall serve a two year term. The outgoing President shall become the Immediate Past President and will also serve a two year term.
Candidates will run for a specific position. No officer shall serve two or more Board positions at the same time.

The Zone Directors, League Commissioners and O.L.R.A. appointees shall be members' in good standing.

All elected or appointed Board members shall take office immediately upon conclusion of the Annual General Meeting.

ARTICLE VII: COMMITTEES

O.L.A. Appeals Committee

B7.01
The O.L.A. Appeals Committee of minimum three (3) people will be formed each year by the Board of Directors to deal with any appeals of decisions rendered by any other O.L.A. committee or sub-committee.

Audit Committee

B7.02(a)
Annually the Corporation shall establish an Audit Committee: the members of the Audit Committee shall be three (3) members selected by the general Membership at the Annual General Meeting.

B7.02(b)
The duties of the Audit Committee shall be:

i) to review and report on the annual audited financial statement to the general membership
ii) to review the audit results, financial procedures and policies of the Corporation with the external auditor:
iii) to make recommendations on the appointment of external auditors

Credentials Committee

B7.02(c)
The President shall appoint a Credentials Committee, the first named to act as Chairman of the Committee. The Committee will check the credentials submitted, report on the number of accredited delegates, distribute, collect and count ballots and the Chairman shall announce the results at the Annual General Meeting.

Discipline Committee

B7.03
A Discipline Committee of minimum three (3) people will be formed each year by the Board of Directors to deal with such items as match penalties or game misconducts. The Corporation will inform the clubs and the Zones of the decision in writing not later than three (3) business days after being handed out.

Screening Committee

B7.04(a)
A Screening Committee shall be struck to review Candidates submitted for consideration for Life Membership.

B7.04(b)
The screening committee will consist of three members who are elected at the Annual General Meeting of the Association to serve a term of six years (initially there will be shorter terms to allow for the transitional rotation of committee members over the initial six year period). There shall be one seat elected every odd numbered year (e.g., 2005, 2007)

B7.05 (a) Human Resources Committee

The O.L.A. Human Resources Committee will consist of three (3) members, one of whom will be O.L.A. Executive Director, one of whom will be a current Vice-President of the O.L.A. Board of Directors, one of whom will be a current member of the O.L.A. Board of Governors. This committee will be appointed by the O.L.A. Board of Directors, and the members shall serve a 3 year term.

B7.05 (b)

The duties of the Human Resources Committee shall be to ensure:

- Recruitment and hiring practices are transparent, thorough, published, fair and based on merit.
- All relevant employment acts are followed.
- All employees have written job descriptions that are reviewed and approved on an annual basis by the O.L.A. Board of Directors.
- Personnel records are treated as confidential and that appropriate restrictions are in place regarding their access.
- Human resource policies and procedures are established and written copies are provided to all staff.

- Every employee receives a formal (written) evaluation annually by two (2) representatives of the HR Committee, and that the evaluation criteria are in line with best practices in other similar organizations, and that they are known by all employees. Evaluation of the Executive Director will be held annually by a minimum of 3 members of the O.L.A. Board of Directors
- HR Committee to develop a policy, approved by, and reviewed annually by, the O.L.A. Board of Directors, describing amount of personal days, sick days and vacation days (including blackout periods if any) each employee is entitled to.

Sub-Committees

B7.06(a)
The President, when he deems it necessary, may appoint a sub-committee of not less than five (5) members in good standing of the Ontario Lacrosse Association. The Committee must include the President or a Vice President. The sub-committee shall report to the Board of Directors.

B7.06(b)
All proposed committee and/or Board appointments must be submitted to the Board of Directors for ratification.

B7.06(c)
A simple majority of the sub-committee shall constitute a quorum.

B7.06(d)
If the President is a member of a team, club or minor association having a question before the sub-committee, or if there appears to be a conflict of interest, then the appointing of the sub-committee shall be the responsibility of the next Board member not having or appearing to have a conflict of interest. Any duly appointed member of a sub-committee, having or appearing to have a conflict of interest must refrain from participating in discussion or voting on the particular matter where the conflict exists.

ARTICLE VIII: PARLIAMENTARY AUTHORITY

B8.01
The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.

ARTICLE IX: AMENDMENT OF BYLAWS

B9.01(a)
These By-laws may be amended only by a two-thirds majority of the members present and voting at the Annual General Meeting, provided that the proposed amendment has been previously submitted in writing to the Association as described below.

B9.01(b)
The Bylaws can only be changed at an Annual General Meeting, and Rules and Regulations can be changed at a Board of Director and or Governors Meeting by a majority vote and becomes effective immediately following approval but they have to be ratified by the membership at the next Annual General Meeting.

B9.02
Amendments to the Bylaws can be proposed by any members who participated in the previous year and are in good standing. Notice of the proposed amendment shall be given in the proper format typed and complete on forms provided, to the Executive Director not later than September

30th prior to the annual meeting and the proposed amendments shall be communicated to the required persons, at least 30 days prior to the day of the annual meeting.

B9.02(a)
Omnibus Amendments of Rules & Regulations. All proposed amendments of Rules & Regulations considered “housekeeping”, in that they do not change the spirit of the regulation, shall be voted on collectively. Such amendments shall be identified and group based on the judgment of the Executive Director.

B9.03
When notice of such amendment(s) has been given, the amendment proposed or any amendment thereto shall be voted on at the Annual General Meeting and required a two-thirds majority vote to pass.

B9.04
Any amendment(s) having been approved at the Annual General Meeting shall come into force upon adjournment of the meeting unless the meeting by majority vote shall direct otherwise.