



**Bylaws of
Olds Minor Hockey Association**

Approved by the Membership on September 15, 2020

ARTICLE I MEMBERSHIP

Family Unit means the self-identifying group of individuals who are financially and emotionally responsible for the care of the child or children enrolled in the hockey program.

- A. There are two categories of Members:
 - a. Family Members
 - b. Community Members
- B. To become a Family Member, the Family Unit must:
 - a. Have one or more children enrolled in the hockey program; and
 - b. Pay the annual membership fees for Family Members.

A Family Member shall be recorded in the records of the Association as a single Member, notwithstanding that there may be more than one adult in the Family Unit.

- C. A Community Membership may be obtained by any person interested in furthering the goals of the Association, living in the town of Olds and district, by applying in writing for membership with the Secretary of the Association. Membership by persons living outside the district shall be at the discretion of the majority vote of the Board.
- D. Any individual may become a Member in the appropriate category by meeting the requirements of Article 4.1. The individual will be entered as a Member under the appropriate category in the Register of Members.
- E. The Membership year is June 1 to May 31.
- F. The Board decides annual membership fees for each category of Members.
- G. The annual membership fees must be paid on or before December 31 or every year.
- H. A Member is in good standing when:
 - a. The Member has paid membership fees or other required fees to the Association; and
 - b. The Member is not suspended as a Member as provided for under Article 4.5.
- I. Any Member in good standing is entitled to:
 - a. Receive notice of meetings of the Association;
 - b. Attend any meeting of the Association;
 - c. Speak at any meeting of the Association; and
 - d. Exercise other rights and privileges given to Members in these bylaws.
 - e. The Board may restrict these rights as part of a disciplinary process.
- J. The only Members who can vote at meetings of the Association are:
 - a. Family Members in good standing who are at least eighteen (18) years old; and
 - b. Community Members in good standing who are at least eighteen (18) years old.

- K. A Voting Member is entitled to one (1) vote at a meeting of the Association, provided that a Family Member shall have one (1) vote per Family Unit. Family Members shall not be entitled to split their vote.
- L. Any Member may resign from the Association by sending or delivering a written notice to the Secretary or President of the Association. Once the notice is received, the Member's name is removed from the Register of Members. The Member is considered to have ceased being a Member on the date his name is removed from the Register of Members.
- M. The membership of a Family Member automatically ends upon all their children being withdrawn from the hockey program.
- N. The membership of a Community Member automatically ends upon his or her death.
- O. If a Member has not paid the annual membership fee within three (3) months following the date the fees are due, the Member is considered to have submitted his resignation. In this case, the name of the Member is removed from the Register of Members. The Member is considered to have ceased being a Member on the date his name is removed from the Register of Members.
- P. The Board may, upon a 75% vote, expel any Member for any cause which is deemed sufficient in the interest of the Association. The Member shall have the opportunity to appear before and be heard by the Board prior to any vote to suspend such membership. This decision is final. On the passage of the Board's vote, the name of the Member is removed from the Register of Members. The Member is considered to have ceased being a Member on the date his name is removed from the Register of Members.
- Q. No right or privilege of any Member is transferable to another person. All rights and privileges cease when the Member resigns, dies, or is expelled from the Association. Although a Member ceases to be a member, by death, resignation or otherwise, he is liable for any debts owing to the Association at the date of ceasing to be a Member.
- R. No Member is, in his individual capacity, liable for any debt or liability of the Association.

ARTICLE II MEETINGS

- A. The Association shall hold an Annual General Meeting in the month of October and a Semi-Annual General Meeting in the month of April in each year publicized on the Association website and in the local paper(s), not less than ten days prior to the Annual General or Semi-Annual General meeting.
- B. All other meetings shall be special meetings and may be called by the President or, in his or her absence, by the Vice-President by publicizing the reason for and the date of the meeting on the Association website or in the local paper(s) not less than ten days prior to the special meeting.
- C. Any member in good standing wanting to call a special meeting may present the President with a petition, signed by the majority of the members of the Association, stating the reason for such a meeting. Upon receipt of such petition, the President shall call a special meeting of the members stating the reason for such a meeting.
- D. Any 15 members present at a general or special meeting shall constitute a quorum.
- E. At least 50% of the members of the Board or Executive shall be required to be present to constitute a quorum at any meetings of the Board or Executive.
- F. Elections shall occur at the April Semi-Annual General Meeting.

ARTICLE III DIRECTORS AND OFFICERS

- A. The Association will be governed by a Board of Directors (the "Board").
 - a. The Board shall consist of a minimum of 7 Directors, and a maximum of 20 Directors. The Executive will be the President, Vice-President, Secretary, and Treasurer. Other Director positions

may include the Past President, Female Program Coordinator, Female Elite Coordinator, U7 Coordinator, U9 Coordinator, U11 Coordinator, U13 Coordinator, U15 Coordinator, U18 Coordinator, CAHL Director, SCAHL/AA Director, Equipment Coordinator, Team Formation Director, Concession/Fundraising Director. These Director positions shall be filled at the discretion of the Voting Members at the Semi-Annual General Meeting each year. The Board shall recommend to the Members which Board position should exist.

b. The Board may develop other roles and positions for these or other Director positions from time to time based on the needs of the Association. The Directors holding positions shall not be considered Officers of the Association for the purposes of the Societies Act. The Directors holding these positions may be elected specifically to these roles at the Semi-Annual General Meeting or appointed to these roles at the first Directors meeting called after the Annual General Meeting, as the Board sees fit.

- B. All members of the board shall be deemed to be directors. The directors holding Executive positions will be deemed to be officers.
- C. All Director positions, excluding the Vice-President, President, Past President, will be elected to a two-year term. Each year, a Vice-President will be elected to a three-year term and will hold positions as follows: first year as Vice-President, second year as President, and third year as Past President.
- D. The Board shall, subject to the Societies Act, the bylaws or directions given it by a 75% majority vote at any general meeting of the members of the Association properly called and constituted, have control and management of the day-to-day business and affairs of the Association.
- E. The Board shall, upon a 75% majority vote of the Board, to dismiss any member of said Board whose conduct is detrimental to the best interest of the Association, who misses 3 consecutive meetings or who fails to attend 75% of the meetings.
- F. If a Director position becomes vacant, for any reason, throughout the year, the Board may appoint a new Director to complete the vacant Board positions' term. Any appointment filled by the Board will be for the remainder of the term and confirmed by the membership at the next election unless that position is up for election.
- G. The Board shall supervise the collections and authorize the expenditures of the funds of the Association provided always that funds coming into the Association shall be allocated in accordance with the purpose so intended.
- H. The Board shall interpret, define and settle all provisions of the bylaws of the Association and shall adjudicate all disputes arising within the Association. The Board shall have the authority to institute policies or arbitration proceedings to deal with grievances.
- I. The Board shall appoint delegates to attend all meetings of the members of the Alberta Amateur Hockey Association (a.k.a. Hockey Alberta), from the Directors.
- J. Directors shall not be entitled to any income for duties performed as officers or directors of the Association. They shall however be entitled for reimbursement of approved out-of-pocket expenses upon providing documentation of such expenditure.
- K. The Board shall be empowered to set up any committee or sub-committee to further the goals of the Association. At least one Board Member shall chair or co-chair any such sub-committee, which may be composed of a mix of Directors and members.

ARTICLE IV DUTIES OF THE OFFICERS

- A. The President, or Vice-President in his absence, shall:
 - a. Supervise the affairs of the Board;
 - b. Arrange the time, place and the agenda for all general and special meetings of the Association, the Board meetings and the Executive meetings and shall sit as chair for all of these meetings.

- c. Arrange to include on the agenda at the Annual General Meeting a full report of all activities of the Association including an audited financial report and reports of activities of the Board and committees.
 - d. Act as the spokesperson for the Association; and
 - e. Carry out other duties assigned by the Board.
- B. The Vice-President shall:
- a. Fill in for the President at meetings or events that President cannot attend;
 - b. Assume the role of President of the Association if the President resigns or is removed by the Board prior to the end of the term; and
 - c. Carry out other duties assigned by the Board.
- C. The Secretary shall:
- a. Attend all meetings of the Association, the Board and of the Executive and to keep accurate minutes of the same. In case of the absence of the Secretary, the duties will be discharged by such officer as may be appointed by the Board;
 - b. Have charge of all the correspondence of the Association and be under the direction of the President and the Board;
 - c. Keep a current list of all the members of the Association and Board as well as their addresses, phone numbers and email addresses;
 - d. Keep the seal of the Association, unless the Board decides otherwise;
 - e. Send notices of the various meetings as required;
 - f. File the annual return, changes in the directors of the organization, amendments to the bylaws and other incorporating documents with the Corporate Registry; and
 - g. Carry out other duties assigned by the Board.
- D. The Treasurer shall:
- a. Make sure all monies paid to the Association are deposited in a chartered bank, treasury branch or trust company chosen by the Board;
 - b. Make sure membership fees are collected and deposited;
 - c. Make sure an audited statement of the financial position of the Association is prepared and presented to the Annual General Meeting; and
 - d. Keep proper accounting records of the financial affairs of the Association
 - e. Present regular reports to the Board as directed by the Board; and
 - f. Carry out other duties assigned by the Board.

ARTICLE V FINANCES AND FINANCIAL RECORDS

- A. All funds of the Association shall be deposited in an accredited banking institution, authorized by the Board, to an account in the name of the Association. For the purpose of carrying out its objectives, the Association may borrow, raise or secure the payments of money in such a manner as the Board deems necessary.
- B. The signing authorities for financial purposes and any contracts or agreements shall be any two of the President, Vice-President, Treasurer or Secretary of the Association. Furthermore, the Board, from time to time, may deem it necessary to add another person to the list of those eligible to sign on behalf of the Association.
- C. No one with signing authority for the Association shall sign a cheque payable to themselves.
- D. The fiscal year end of the Association shall be May 31st each year.
- E. The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Association appointed for that purpose.

A complete and proper financial statement shall be presented by such auditor to the Board at their meeting in October prior to the Annual General Meeting of the Association, where a copy of the auditor's report will be available for review.

- F. The books and records of the Association may be inspected by any member of the Association at any time upon giving 5 business days' notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall have reasonable access to such books and records at all times.
- G. The Board may adopt a seal as the Seal of the Association. The Secretary has control and custody of the seal unless the Board decides otherwise. The Seal of the Association can only be used by Officers authorized by the Board. The Board must pass a motion to name the authorized Officers.
- H. The Association may borrow or raise funds to meet its objects and operations. The Board decides the amounts and ways to raise money, including giving or granting security.
- I. The Association may issue debentures to borrow only by resolution of the Board confirmed by a Special Resolution of the Members.

ARTICLE VI VOTING

- A. If two or more names are nominated for any Board position, voting shall be conducted by secret ballot.
- B. The Past President will not cast a vote at Board meetings.
- C. The vote of the President at any meeting shall be cast only in the event of a tie.
- D. All members in good standing present at a general or special meeting has the right to vote at said meeting and all Directors in good standing present at a meeting of the Board will have the right to vote.
- E. Unless a secret ballot is requested by any member or director entitled to vote at any meetings, all resolutions (except special resolutions or where otherwise specified) shall be passed by a simple majority show of hands.
- F. Voting on any matter may only occur in person by the member, unless specifically designated by the Board on an individual matter.

ARTICLE VII TEAM COLORS AND NAMES

- A. The combination of black, gold and white will be the standard colours for the Olds Minor Hockey Association team jerseys for the age categories of U9 and up.
- B. Initiation hockey teams may have any combination of colours for their jerseys.
- C. All teams in the association shall be named "Grizzlys."

ARTICLE VIII AMENDMENTS

- A. These Bylaws may be cancelled, altered or added to by a Special Resolution at any Meeting of the Association.
- B. The twenty-one (21) days' notice of the Meeting of the Association must include details of the proposed resolution to change the Bylaws.
- C. The amended Bylaws take effect after approval of the Special Resolution at the Meeting and accepted by the Corporate Registry of Alberta.

ARTICLE IX

- A. Upon dissolution of the Association, any assets remaining after paying all debts and liabilities shall be disbursed to STARS Air Ambulance, Charitable Registration #895094761RR001, or, in the event this organization is not a registered Charity at the time of dissolution, any registered charity with a similar object as determined by a resolution of the members.
- B. In no event do any Members receive any assets of the Association.

ARTICLE X

- A. In the event that a dispute or controversy among Members, Directors, Officers, or volunteers of the Association arising out of or related to the Articles or By-laws, or out of any aspect of the operations of the Association is not resolved in private meetings between the parties, such dispute or controversy shall be settled by a process of dispute resolution as follows:
 - a. The parties shall first meet in good faith with a subcommittee of the Board to negotiate a resolution of the dispute. The Subcommittee shall not have any Directors directly involved in the dispute.
 - b. If a resolution cannot be obtained after fifteen (15) days of this meeting, the dispute shall then be submitted to a panel of mediators whereby the one party appoints one mediator, the other party (or if applicable the Board) appoints one mediator, and the two mediators so appointed jointly appoint a third mediator. The three mediators will then meet with the parties in question in an attempt to mediate a resolution between the parties.
 - c. The number of mediators may be reduced from three to one or two upon agreement of the parties.
 - d. If the parties are not successful in resolving the dispute through mediation, then the parties agree that the dispute shall be settled by arbitration before a single arbitrator, who shall not be any one of the mediators referred to above, in accordance with the Arbitration Act, RSA 2000 c A-43 or as otherwise agreed upon by the parties to the dispute. The parties agree that all proceedings relating to arbitration shall be kept confidential and there shall be no disclosure of the terms of settlement. The decision of the arbitrator shall be final and binding and shall not be subject to appeal on a question of fact, law or mixed fact and law.
 - e. All costs of the mediators appointed by this section shall be borne equally by the parties to the dispute or the controversy. The arbitrators may award costs as they determine appropriate.