

**BYLAWS
of
THE ZONE 5 RINGETTE ASSOCIATION**

REVISION HISTORY

AS APPROVED - at SAINT ALBERT, ALBERTA on APRIL 16, 1996
At the ANNUAL GENERAL MEETING of THE ZONE 5 RINGETTE ASSOCIATION

UPDATED AND APPROVED - at SPRUCE GROVE, ALBERTA on APRIL 24, 1997
At the ANNUAL GENERAL MEETING of THE ZONE 5 RINGETTE ASSOCIATION

UPDATED AND APPROVED - at SHERWOOD PARK, ALBERTA on APRIL 25, 1998
At the ANNUAL GENERAL MEETING of THE ZONE 5 RINGETTE ASSOCIATION

UPDATED AND APPROVED - at WHITECOURT, ALBERTA on APRIL 12, 1999
At the ANNUAL GENERAL MEETING of THE ZONE 5 RINGETTE ASSOCIATION

UPDATED AND APPROVED - at SAINT ALBERT, ALBERTA on FEBRUARY 26, 2000
At the ANNUAL GENERAL MEETING of THE ZONE 5 RINGETTE ASSOCIATION

UPDATED AND APPROVED - at DRAYTON VALLEY, ALBERTA on APRIL 7, 2001
At the ANNUAL GENERAL MEETING of THE ZONE 5 RINGETTE ASSOCIATION

UPDATED AND APPROVED - at BEAUMONT, ALBERTA on APRIL 20, 2002
At the ANNUAL GENERAL MEETING of THE ZONE 5 RINGETTE ASSOCIATION

UPDATED AND APPROVED - at SPRUCE GROVE, ALBERTA on APRIL 12, 2003
At the ANNUAL GENERAL MEETING of THE ZONE 5 RINGETTE ASSOCIATION

Appendix E (Charts) and Appendix F (Calendar) Updated AUGUST 22, 2003

SPLIT INTO BYLAWS and BLACK GOLD LEAGUE OPERATIONS MANUAL
July 25, 2004

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**The Societies Act
Bylaws of the
Zone 5 Ringette Association**

1 – SOCIETY NAME

100. **Society Name**

The name of the Association, an incorporated Association of various Community Ringette Associations recognized by Ringette Alberta, shall be **The Zone 5 Ringette Association**.

2 – DEFINITIONS AND INTERPRETATION

200. **Association**

Association shall mean the Zone 5 Ringette Association.

201. **Associate**

Associate shall mean a Community Ringette Association that is recognized by Ringette Alberta and accepted with the Association (**see also 301**).

202. **Member**

Member shall mean a person that is accepted with the Association (**see 300**).

203. **The Executive**

The Executive shall mean all Members (**see also 300**), elected or appointed to Executive positions, taken as a whole.

204. **The Directors**

The Directors shall mean the Executive and Members (**see also 300**) who are Representatives of Associates taken as a whole.

205. **Player**

Player shall mean each individual who plays Ringette and has been registered with Ringette Alberta and is permitted to play on a Team according to the rules of Ringette Alberta..

206. **Team**

Team shall mean a Ringette Team that has been registered with Ringette Alberta and has been accepted into the Black Gold League.

207. **Annual General Meeting**

Annual General Meeting refers to the Annual General Meeting of the Directors (**see also 400**).

208. **Executive Meeting**

Executive Meeting shall mean a meeting of the Executive (**see also 800**).

209. **Committee**

Committee shall mean the Members who have been assigned special duties by the Executive (**see also 1000**).

210. **Committee Meeting**

Committee Meeting shall mean a meeting of a Committee (*see also 1100*).

211. **Meeting**

Meeting shall mean a Meeting of the Directors that is not the Annual General Meeting, an Executive Meeting or a Committee Meeting (*see also 1300*).

212. **Resolution**

Resolution shall mean a motion that was moved and seconded.

213. **Special Resolution**

Special Resolution shall mean a resolution for which at least 10 days Due Notice has been given specifying the intention of the resolution. A Special Resolution can be voted upon only at a Meeting or the Annual General Meeting. A Special Resolution requires a 75% majority to be passed.

214. **Due Notice**

Due Notice means that sufficient information about the item or event has been given through at least one of the following media:

- a. Electronic Mail (Email) to appropriate individuals;
- b. The Association Calendar;
- c. The Association Website;
- d. Written letter to appropriate individuals.

Email shall be the preferred method.

215. **In Writing**

In Writing shall mean electronic or hardcopy, hand written or typewritten.

216. **Black Gold League**

Black Gold League refers to the Ringette League operated by the Association according to the Black Gold League Operations Manual.

217. **Affairs Categorization**

There are two types of affairs managed by the Association:

Black Gold League Affairs

These are affairs pertinent to the operation of the Black Gold League.

Zone 5 Affairs

These are affairs pertinent to the operation of the Association as an entity recognized by Ringette Alberta (e.g., Player Releases, etc.).

218. **Member Data**

Member Data shall mean information about a Member required, or deemed necessary or beneficial to the Association for management of the affairs of the Association.

219. **Player Data**

Player Data shall mean information about a Player required, or deemed necessary or beneficial to the

Association for management of the affairs of the Association.

220. **Arrears**

Arrears shall mean 10% or greater of an amount due to the Association has not been paid by the date specified.

3 – MEMBERSHIP

300. **Member**

A Member is a person:

- a. Who is a Representative of a Associate; or
- b. Elected to an Executive position; or
- c. Selected or appointed by the Executive to fulfill an administrative or operational role for the Association or the Black Gold League.

and has paid the Membership Fee in full.

301. **Associate**

An Associate is a Community Ringette Association (incorporated or unincorporated) that:

- a. Is located within the geographic boundary of Zone 5 of the Province of Alberta, as designated or defined by the Alberta Sport, Recreation, Parks, and Wildlife Foundation (Alberta Sports) or its successors. Such an Associate is called a **Resident Associate**. Representatives from Resident Associates are normally allowed to vote on both Zone 5 Affairs and Black Gold League Affairs; or
- b. Is not located within the geographic boundary of Zone 5 of the Province of Alberta, as designated or defined by the Alberta Sport, Recreation, Parks, and Wildlife Foundation (Alberta Sports) or its successors. Such an Association is called a **Non-Resident Associate**. Representatives from Non-Resident Associates are normally allowed to vote on Black Gold League Affairs only.

and is recognized as a Ringette Association by Ringette Alberta.

302. **Representatives**

Each Associate shall have the right to appoint 2 (two) Representatives and 1 (one) alternate Representative, all of which have their identity and authority presented to the Executive in writing.

303. **Membership Fee**

The Membership Fee, if any, in the Association shall be determined, from time to time, by the Directors at a Meeting or the Annual General Meeting. The fee may be described by one or more component fees or by a combination of fees (e.g., Associate Fee).

304. **Paid in Full**

Paid in Full means that full payment has been made or an acceptably post-dated cheque has been written for the Membership Fee payable by the date determined by the Association.

305. **Withdrawal**

Any Member wishing to withdraw from Membership may do so upon notice in writing to the Executive. Members who withdraw forfeit their membership privileges and powers in the Association.

306. **Suspension on Financial Grounds**

If any Member is in arrears for fees or assessments for any Fiscal Year, the Member shall be

automatically suspended and shall thereafter be entitled to no membership privileges or powers in the Association. The suspension ends when the arrears have been paid to the Association.

307. **Suspension of Membership**

The membership of any Member may, at the discretion of the Executive, be suspended with or without conditions, for any cause that the Executive deems reasonable. The duration of a suspension shall be at the discretion of the majority of the Executive.

308. **Cancellation of Membership**

The membership of any Associate or Member may be cancelled only through the Special Resolution process (**see 213**). The Associate or Member cannot be present at the meeting. The Executive will inform the Member of the results of the vote in writing within 48 hours of adjournment of the meeting.

4 – ANNUAL GENERAL MEETING

400. **Notice**

The Annual General Meeting shall be held prior to the 30th day of April in each and every calendar year, at such time and place as the Executive shall fix and for which at least 30 (thirty) days Due Notice (**see 214**) has been given. If the Annual General Meeting cannot be held prior to the 30th day of April, at least 30 (thirty) days Due Notice must be given before the 30th day of April for the date of the Annual General Meeting. A deferred Annual General Meeting shall be held before the 30th day of June of the same year.

401. **Business**

The business the Association shall conduct at its Annual General Meeting includes, but is not necessarily limited to:

- a. Presentation of the financial statements of the Association;
- b. Presentation of the reports of the Executive;
- c. Determination of the person or persons who will perform the audit (**see 1600**) for the ensuing year;
- d. Election of new Executive;
- e. Appointment persons to roles deemed necessary for the operation of the Association and Black Gold League (**see 600**);
- f. Enhancement or modification of the Black Gold League Operations Manual.

5 – ANNUAL GENERAL MEETING PROCEEDINGS

500. **Quorum**

No business shall be transacted at any Annual General Meeting unless at least three of the Executive (**see 600**), one of which must be the Association President or the Association Vice President are present and there is at least 50% + 1 of the Associates represented by one or both of their Representatives when the Annual General Meeting begins.

If within 30 (thirty) minutes from the time appointed for the meeting a quorum is not present the Directors present shall be a quorum.

501. **Chair**

The Chair of the Annual General Meeting shall be the Association President.

If the Association President is not present, the Association Vice-President shall be the Chair.

If there is no Association President or Association Vice-President, or if the Association President or

Association Vice-President is not present within 15 (fifteen) minutes after the time specified for the start of the Annual General Meeting or is unwilling to act as Chair, the Directors present shall choose a Chair from amongst themselves.

502. **Voting Process**

At the Annual General Meeting, a resolution for which a vote is called shall be decided by a show of hands, unless a vote by anonymous written ballot is demanded by at least one Director entitled to a vote before the call for a show of hands.

If a vote by ballot has been demanded, that process will be carried out immediately as directed by the Chair and duly counted.

Regardless of the voting method, the Chair shall state that the resolution has been carried, carried unanimously, carried by a particular majority, or lost.

In the case of an equality of votes, the Chair shall be entitled to a second or deciding vote.

A resolution shall be carried in the event of a simple majority of votes unless the resolution is a Special Resolution (**see 213**).

503. **Right to Vote**

Every Director present at the Annual General Meeting shall be entitled to one vote on issues regarding the Black Gold League for which a vote is called.

For issues that pertain to solely to Zone 5 affairs, only persons that are part of the Executive or are Representatives from Resident Associates may vote. Each such person is entitled to one vote.

504. **Proxies**

A proxy may not vote.

6 – EXECUTIVE MEMBERS

600. **Executive Members**

The Executive of the Association shall be made up of:

- a. The following elected officers, at least 3 (three) of which must be Representatives of Resident Associates:
 - i. President;
 - ii. Vice President;
 - iii. Secretary;
 - iv. Treasurer;
 - v. Representative to Ringette Alberta.
- b. Persons appointed to the following roles:
 - i. Zone 5 Referee-in-Chief;
 - ii. Black Gold League Statistician;
 - iii. Black Gold League Scheduler.

601. **Election**

The Executive will be established by election by the Directors at the Annual General Meeting.

602. **Term**

The term for the Executive shall be until the next Annual General Meeting.

603. **Vacancies**

Any Executive Member position vacant shall be filled by Executive appointment until the next Meeting where the office shall be filled by election for the balance of the term.

604. **Removal from Office**

An Executive Member may, upon the passage of a Special Resolution, be removed from office for any cause that the Association may deem reasonable.

7 – POWERS AND DUTIES OF EXECUTIVE MEMBERS

700. **General Powers**

The Executive shall, subject to the Bylaws or directions given it by a majority vote at any Meeting properly called and constituted, have full control and management of Zone 5 Affairs (**see 217**). Also, the Executive may choose to appoint any person, regardless of whether that person is a Member, to fulfill roles that are the Executive deems appropriate for the management of the any type of affair of the Association. The Executive may, in a vote at an Executive Meeting, remove any appointment.

701. **General Duties**

It is the duty of all Executive Members to:

- a. Carry out their responsibilities to the Association as interpreted by the individuals of the Executive;
- b. Participate in the operation of the Black Gold League;
- c. Represent the Players and act in their best interest;
- d. Perform any other duties for the betterment of the Association.

702. **President**

It is the additional duty of the **President** to:

- a. Be the Executive Officer of the Association;
- b. Preside as Chair at all Meetings;
- c. Exercise general supervision over the affairs of the Association;
- d. Ensure that all directives and resolutions resulting from Meetings are carried into effect;
- e. Be an ex-officio of all committees;
- f. Be a signing authority.

703. **Vice President**

It is the additional duty of the **Vice President** to:

- a. In the absence of the President, perform the duties and exercise the powers of the President;
- b. Carry out duties as requested by the President;
- c. Act as interim President in should the President resign or be removed until the next Meeting called to elect or appoint a new President;
- d. Be a signing authority;

704. **Treasurer**

It is the additional duty of the **Treasurer** to:

- a. Receive all money paid to the Association and be responsible for the deposit of that money in whatever bank, trust company, credit union or treasury branch account the Executive may order;
- b. Be a signing authority of the Association bank account together with the President;
- c. Properly account for all funds of the Association and keep such books and records as may be

- directed;
- d. Pay all legitimate bills received by the Association;
 - e. Prepare budgets yearly or as requested by the President;
 - f. Supply a report on the financial status of the Association at all Executive Meetings;
 - g. Make the books and financial records available at the Annual General Meeting or as directed by the President for any Member to view.

705. **Secretary**

It is the additional duty of the **Secretary** to:

- a. Attend all Meetings, Executive Meetings, and the Annual General Meeting and record accurate minutes of those Meetings;
- b. Ensure that Due Notice is given for all Meetings, Executive Meetings, and the Annual General Meeting as required;
- c. Maintain files and records appropriate for the operation of the Association.

706. **Representative to Ringette Alberta**

It is the additional duty of the **Representative to Ringette Alberta** to:

- a. Liaise between and resolve issues brought forward from the Association to Ringette Alberta and brought forward from Ringette Alberta to the Association;
- b. Process Player Releases according to the rules laid out by Ringette Alberta;
- c. Attend the Board and Annual General Meetings of Ringette Alberta when practical.

707. **Neglect of Duty**

Disciplinary actions prescribed by the Association will be taken if it is determined (by any Member) that an Executive Member is not fulfilling the duties within the Association that they were entrusted with.

8 – EXECUTIVE MEETINGS

800. **Number of Meetings**

Executive Meetings shall be held as often as may be required to deal with Zone 5 or Black Gold League Affairs (**see 217**) and shall be called at the discretion of the President. An Executive Meeting will also be called by the President on receipt of a request from any two Executive Members provided the request is in writing and states the affairs to be dealt with.

801. **Notice**

At least 3 (three) days advance verbal or written notice shall be given to each Executive Member for an Executive Meeting.

802. **Waiver of Notice**

An Executive Meeting may be held without notice if a quorum is. Any business transactions at such meeting shall be null and void unless ratified at the next called Executive Meeting. That Executive Meeting, with proper Notice (**see 801**), must be called within seven days of the Executive Meeting held under waiver.

9 – EXECUTIVE MEETING PROCEEDINGS

900. **Quorum**

No business shall be transacted at any Executive Meeting unless at least three Executive Members are present at the Meeting, one of which must be the President or Vice President.

901. **Chair**

The Chair of the Executive Meeting shall be the Association President.

If the Association President is not present, the Association Vice-President shall be the Chair.

If there is no Association President or Association Vice-President, or if the Association President or Association Vice-President is not present within 5 (five) minutes after the time specified for the start of the Meeting or is unwilling to act as Chair, the Executive Members present shall choose a Chair from amongst themselves.

902. **Voting Process**

At an Executive Meeting, a resolution (excluding Special Resolutions) for which a vote is called shall be decided by simple majority on a show of hands. In the case of an equality of votes, the Chair shall be entitled to a second or deciding vote.

The Executive may create a Special Resolution (**see 213**), but cannot vote on it – the Special Resolution must be brought forward to a Meeting or the Annual General Meeting.

903. **Right to Vote**

Every Executive Member present at an Executive Meeting shall be entitled to one vote.

904. **Proxies**

A proxy may not vote.

10 – COMMITTEES

1000. **Establishment**

The Directors may delegate any of their powers to Committees consisting of such Members of their body as they think fit.

1001. **Powers**

Committees must conform to any regulations that may be imposed on them by the Directors. All acts done by any meeting of the Committee will be as valid as if every such person had been duly appointed or elected a Director.

11 – COMMITTEE MEETINGS

1100. **Number of Meetings**

A Committee may meet and adjourn as the Members think appropriate. Questions arising at any meeting shall be determined by a majority of votes of the Members present, and in case of an equality of votes the Chair shall have a second or casting vote.

1101. **Notice**

The Committee Members may decide amongst themselves the method and parameters for setting up a Committee Meeting.

12 – COMMITTEE MEETING PROCEEDINGS

1200. **Quorum**

The members present at a Committee Meeting shall be a quorum.

1201. **Chair**

A Committee may elect a Chair of their meetings. If no such Chair is elected, or if at any meeting the Chair is not present within 5 (five) minutes after the time specified for starting the meeting, the Members present shall choose a Chair from amongst themselves.

1202. **Voting Process**

Matters that may arise that require a vote shall be decided by simple majority on a show of hands. In the case of an equality of votes, the Chair shall be entitled to a second or deciding vote.

A Committee may create a Special Resolution (**see 213**), but cannot vote on it – the Special Resolution must be brought forward to a Meeting or the Annual General Meeting.

1203. **Right to Vote**

Every Member present at a Committee Meeting shall be entitled to one vote.

1204. **Proxies**

A proxy may not vote.

13 – MEETINGS

1300. **Number of Meetings**

Meetings shall be held as often as may be required to deal with Black Gold League Affairs (**see 217**) and shall be called at the discretion of the President. A Meeting will also be called by the President on receipt of a request from any two Directors provided the request is in writing and states the affairs to be dealt with.

1301. **Notice**

At least 14 (fourteen) days advance Due Notice (**see 214**) shall be given to each Director for a Meeting.

14 – MEETING PROCEEDINGS

1400. **Quorum**

No business shall be transacted at any Meeting unless at least three of the Executive (**see 600**), one of which must be the Association President or the Association Vice President are present and there is at least 50% + 1 of the Associates represented by one or both of their Representatives when the Meeting begins.

If within 30 (thirty) minutes from the time appointed for the meeting a quorum is not present the Directors present shall be a quorum.

1401. **Chair**

The Chair of the Meeting shall be the Association President.

If the Association President is not present, the Association Vice-President shall be the Chair.

If there is no Association President or Association Vice-President or if the Association President or

Association Vice-President is not present within 5 (five) minutes after the time specified for the start of the Meeting or is unwilling to act as Chair, the Directors present shall choose a Chair from amongst themselves.

1402. **Voting Process**

At a Meeting, a resolution for which a vote is called shall be decided on a show of hands, unless a vote by anonymous written ballot is demanded by at least one Director entitled to a vote before or on the call for a show of hands.

If a vote by ballot has been demanded, that process will be carried out immediately as directed by the Chair and duly counted.

Regardless of the voting method, the Chair shall state that the resolution has been carried, carried unanimously, carried by a particular majority, or lost.

In the case of an equality of votes, the Chair shall be entitled to a second or deciding vote.

A resolution shall be carried in the event of a simple majority of votes unless the resolution is a Special Resolution (**see 213**).

1403. **Right to Vote**

Every Director present at a Meeting shall be entitled to one vote on issues regarding the Black Gold League for which a vote is called.

For issues that pertain to solely to Zone 5 affairs, only persons that are part of the Executive or are Representatives from Resident Associates may vote. Each such person is entitled to one vote.

1404. **Proxies**

A proxy may not vote.

15 – ACCOUNTS

1500. **Record Keeping**

The Directors shall cause true accounts to be kept:

- a. Of all sums of money received and disbursed by the Association and the matters in respect of which such receipt and expenditure took place;
- b. Of all sales and purchases of goods by the Association;
- c. Of the assets and liabilities of the Association;
- d. Of all other transactions affecting the financial position of the Association.

The books of account shall be kept in the possession of the Association Treasurer, or at such other place as the Directors determine by resolution, and shall always be open to inspection by the Directors.

1501. **Signing Authority**

Any 2 (two) of the Association President, Association Vice-President and the Association Treasurer, shall have the authority to and are hereby authorized to sign cheques, bills of exchange and promissory notes for and on behalf of the Association.

1502. **Financial Statement**

Once at least in every year the Association Treasurer shall lay before the Association at its Annual General Meeting a financial statement for the period since the preceding statement.

16 – AUDITING1600. **General**

A duly qualified accountant or by two Members elected as auditors at a Meeting or the Annual General Meeting shall audit the books, accounts, and records of the Association at least once each year.

1601. **Timing**

A complete and proper statement of the standing of the books for the previous year shall be submitted to an Executive Meeting within six months of the Fiscal Year end and at the next following Annual General Meeting.

1602. **Fiscal Year**

The fiscal year of the Association in each year shall be May 1st to April 30th.

1603. **Inspection**

The books and records of the Association may be inspected by any Member at the Annual General Meeting or at any other time upon arranging a time satisfactory to the officer or officers having charge of such books and records. Each Executive Member shall at all times have access to such books and records.

17 – BORROWING POWERS1700. **Borrowing**

The Association shall not borrow money.

18 – GENERAL1800. **Principal Office**

The principal office for the transaction of business of the Association is as fixed and located by the Executive in the Province of Alberta. The Executive may at any time or from time to time change the location of the principal office from one location to another in the Province of Alberta.

1801. **Amendment**

These Bylaws may be rescinded, altered, amended or added to at the Annual General Meeting, by a Special Resolution or at any time to correct discrepancies with governing documents of Ringette Alberta or Ringette Canada.

1802. **Seal**

The Seal of the Association will be in the custody of the Treasurer and will be used as deemed necessary. The signatures of the President and Treasurer must accompany the Seal.

1803. **Liability**

No Member shall, in their individual capacity, be liable for any debt of the Association.

1804. **Remuneration**

Unless authorized at a Meeting or the Annual General Meeting, no Member shall receive any remuneration for their services.