



By-Laws

Updated June 2017

Bylaws of the Fort St. John Minor Hockey Association (the “Society”)

Part 1 – Definitions and Interpretation

Definitions

1.1 In these Bylaws:

“**Act**” means the *Societies Act* of British Columbia as amended from time to time;

“**Board**” means the directors of the Society;

“**Bylaws**” means these Bylaws as altered from time to time;

“**Season**” means the time frame when hockey is played. For our purposes, the season runs from April 1 of the current year to March 31 of the following year;

“**Director of Hockey**” means the employee of the Society who acts as the secretary of the Society.

Definitions in Act apply

1.2 The definitions in the Act apply to these Bylaws.

Conflict with Act or regulations

1.3 If there is a conflict between these Bylaws and the Act or the regulations under the Act, the Act or the regulations, as the case may be, prevail.

Part 2 – Members

Application for membership

2.1 A person may apply to the Board for membership in the Society, and the person becomes a member on the Board’s acceptance of the application.

a) Upon registration of a player in the Society, the parents and/or guardians of that player automatically become members of the Society.

Duties of members

2.2 Every member must uphold the constitution of the Society and must comply with these Bylaws.

Amount of membership dues

2.3 The amount of the annual membership dues/season shall be \$5.00.

Member not in good standing

2.4 A member is not in good standing who has failed to pay their current annual membership fee or any other subscription or debt due and owing to the Society and will remain “not in good standing” so long as the debt remains unpaid.

- a) A member may also lose their good standing with written notification of the Board if they are suspended by either the governing body of Hockey Canada, BC Hockey or Peace River District Minor Hockey Association.

Member not in good standing may not vote

2.5 A voting member who is not in good standing

- a) may not vote at a general meeting, and
- b) is deemed not to be a voting member for the purposes of consenting to a resolution of voting members.

Part 3 – General Meetings of Members

Time and place of general meeting

3.1 A general meeting must be held at the time and place the Board determines.

Notice of special business

3.2 A notice of general meeting must state the nature of any business, other than ordinary business, to be transacted at the meeting in sufficient detail to permit a member receiving the notice to form a reasoned judgement concerning that business.

Chair of general meeting

3.3 The following individual is entitled to preside as the chair of a general meeting:

- a) the president of the Society
- b) if the president is unable to preside as the chair then
 - i) the vice-presidents will preside as chair or
 - ii) one of the directors present at the meeting, if both the president and vice presidents are unable to preside as the chair, will preside as chair.

Quorum required

3.4 Business, other than the election of the chair of the meeting and the adjournment or termination of the meeting, must not be transacted at a general meeting unless a quorum of voting members is present.

Quorum for general meetings

3.5 The quorum for a general meeting shall be the majority of the Board members plus an equal number of ordinary voting members.

Lack of quorum at commencement of meeting

3.6 If, within 30 minutes from the time set for holding a general meeting, a quorum of voting members is not present.

a) in the case of a meeting convened on the requisition of members, the meeting is terminated, and

b) in any other case, the meeting stands adjourned to the same day in the next week, at the same time and place, and if, at the continuation of the adjourned meeting, a quorum is not present within 30 minutes from the time set for holding the continuation of the adjourned meeting, the voting members who are present constitute a quorum for that meeting.

If quorum ceases to be present

3.7 If, at any time during a general meeting, there ceases to be a quorum of voting members present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

Adjournments by chair

3.8 The chair of a general meeting may, or, if so directed by the voting members at the meeting, must, adjourn the meeting from time to time and from place to place, but no business may be transacted at the continuation of the adjourned meeting other than business left unfinished at the adjourned meeting.

Notice of continuation of adjourned general meeting

3.9 It is not necessary to give notice of a continuation of an adjourned general meeting or of the business to be transacted at the continuation of an adjourned general meeting except that, when a general meeting is adjourned for 30 days or more, notice of the continuation of the adjourned meeting must be given.

Order of business at general meeting

3.10 The order of business at a general meeting is as follows:

- a) elect an individual to chair the meeting, if necessary;
- b) determine that there is a quorum;
- c) approve the agenda

- d) approve the minutes from the last general meeting;
- e) deal with unfinished business from the last general meeting;
- f) if the meeting is an annual general meeting,
 - i) receive the directors' report on the financial statements of the Society for the previous financial year, and the auditor's report, if any, on those statements,
 - ii) receive any other reports of directors' activities and decisions since the previous annual general meeting,
 - iii) elect or appoint directors, and
 - iv) appoint an auditor, if any;
- g) deal with new business, including any matters about which notice has been given to the members in the notice of the meeting;
- h) terminate the meeting.

Methods of voting

3.11 At a general meeting, voting must be by a show of hands, an oral vote or another method that adequately discloses the intention of the voting members, except the election of directors and officers, which shall be by a secret ballot.

Announcement of result

3.12 The chair of a general meeting must announce the outcome of each vote and that outcome must be recorded in the minutes of the meeting.

Proxy voting not permitted

3.13 Voting by proxy is not permitted.

Matters decided at general meeting by ordinary resolution

3.14 A matter to be decided at a general meeting must be decided by ordinary resolution unless the matter is required by the Act or these Bylaws to be decided by special resolution or by another resolution having a higher voting threshold than the threshold for an ordinary resolution.

Part 4 – Directors

Number of directors on Board

4.1 The Society must have no fewer than 3 and no more than 12 directors.

Election or appointment of directors

4.2 At each annual general meeting, the voting members entitled to vote for the election or appointment of directors must elect or appoint the Board.

a) each member in good standing shall have the privilege of nominating a representative for each elected office of the Society;

b) nominations may come from the floor only where the nominee is in attendance or his/her written consent is presented.

Directors may fill casual vacancy on Board

4.3 The Board may, at any time, appoint a member as a director to fill a vacancy that arises on the Board as a result of the resignation, death or incapacity of a director during the director's term of office.

Term of appointment of director filling casual vacancy

4.4 A director appointed by the Board to fill a vacancy ceases to be a director at the end of the unexpired portion of the term of office of the individual whose departure from office created the vacancy.

Part 5 – Director's Meetings

Calling director's meeting

5.1 A director's meeting may be called by the president or by any 2 other directors.

Notice of director's meeting

5.2 At least 2 days' notice of a director's meeting must be given unless all the directors agree to a shorter notice period.

Proceeding valid despite omission to give notice

5.3 The accidental omission to give notice of a director's meeting to a director, or the non-receipt of a notice by a director, does not invalidate proceedings at the meeting.

Conduct of director's meetings

5.5 The quorum for the transaction of business at a director's meeting is a majority of the directors.

Part 6 – Board Positions

Election or appointment to Board positions

6.1 Directors must be elected or appointed to the following Board positions:

- a) president;
- b) vice-president of hockey operations
- c) vice-president of hockey personnel
- d) competitive director 1
- e) competitive director 2
- f) senior recreation director
- g) junior recreation director
- h) policy director
- 1) head coach mentor
- j) risk management director
- k) treasurer
- l) director of hockey (secretary)

Term of office

6.2 The term of office for directors, with the exception of president, director of hockey, head coach mentor and treasurer, will be a 2 year term.

a) On even years, the following positions are up for election:

- i) president
- ii) vice-president of hockey operations
- iii) competitive director 1
- iv) junior recreation director
- v) risk management director

b) On odd years, the following positions are up for election:

- i) president

- ii) vice-president of hockey personnel
- iii) competitive director 2
- iv) senior recreation director
- v) policy director

Role of president

6.3 The president is the chair of the Board and is responsible for supervising the other directors in the execution of their duties.

Role of vice-presidents

6.4 The vice-presidents are the vice-chairs of the Board and are responsible for carrying out the duties of the president if the president is unable to act.

Role of director of hockey (secretary)

6.5 The director of hockey shall act as secretary of the Society and shall not have voting privileges. The director of hockey is responsible for:

- a) issuing notices of general meetings and director's meetings;
- b) taking minutes of general meetings and director's meetings;
- c) keeping the records of the Society in accordance with the Act;
- d) conducting the correspondence of the Board
- e) filing the annual report of the Society and making other filings with the registrar under the Act.

Absence of director of hockey (secretary) from meeting

6.6 In the absence of the director of hockey (secretary) from a meeting, the Board must appoint another individual to act as director of hockey (secretary) at the meeting.

Role of treasurer

6.7 The treasurer is responsible for doing, or making the necessary arrangements for the following:

- a) receiving and banking monies collected from the members or other sources;
- b) keeping accounting records in respect of the Society's financial transactions;
- c) preparing the Society's financial statements;

- d) making the Society's filings respecting taxes, if applicable;

Role of Head Coach Mentor

6.8 The head coach mentor is responsible for doing, or making the necessary arrangements for the following:

- a) Attending general meetings and director's meetings

Role of other directors

6.8 The role of the competitive director 1, competitive director 2, senior recreation director, junior recreation director, risk management director and policy director are as set out in the Society's policy.

Part 7 – Remuneration of Directors and Signing Authority

Remuneration of directors

7.1 These Bylaws do not permit the Society to pay to a director remuneration for being a director, but the Society may, subject to the Act, pay remuneration to a director for services provided by the director to the Society in another capacity.

Signing authority

7.2 A contract or other record to be signed by the Society must be signed on behalf of the Society by any two of the following:

- a) president, vice-president of hockey operations, vice-president of hockey personnel and/or the treasurer.