



BLUES **HOCKEY**

Sunshine Coast Minor Hockey Association Bylaws
Revised May 2018

www.scmminorhockey.com
PO Box 1879, Sechelt BC, V0N 3A0



PART 1 – INTERPRETATION

- 1.1 In these Bylaws, unless the context otherwise requires:
- (a) "B.C. Hockey" means the British Columbia Amateur Hockey Association;
 - (b) "Directors" means the directors of the Society for the time being and "Director" means one of the directors;
 - (c) "P.C.A.H.A" means the Pacific Coast Amateur Hockey Association;
 - (d) "Officer" means an officer of the Society appointed by the Directors from time to time pursuant to the Bylaws;
 - (e) "President" means the president of the Society appointed from time to time pursuant to these Bylaws and "Vice-President", "Secretary", "Treasurer", and "Registrar" have corresponding meanings;
 - (f) "Societies Act" means the Societies Act of the Province of British Columbia from time to time in force and all amendments thereto including successor legislation;
 - (g) "Society" means the Sunshine Coast Minor Hockey Association, a British Columbia society incorporated under number S0008192 also referred to as SCMHA.
- 1.2 The definitions in the *Societies Act* on the date these Bylaws become effective apply to these Bylaws.
- 1.3 Words imparting the singular include the plural and vice versa, and words importing a male person include a female person and a corporation.
- 1.4 The purpose of the Society shall be carried out without purpose of gain to its members, or any profits or other accretions to the Society shall be used for promoting it purposes, and all of the said purposes shall be carried on exclusively on a charitable basis.

PART 2 – MEMBERSHIP

- 2.1 The members of the Society are the applicants for incorporation of the Society and those persons who subsequently have become members in accordance with these Bylaws and, in either case, have not ceased to be members.
- 2.2 The membership of the Society shall be comprised of two (2) classes of Ordinary members: Voting Members and Non-Voting Members.
- 2.3 The following persons shall be Ordinary Non-Voting Members:
- (a) all players eighteen (18) years and under who are registered to participate in the SCMHA's hockey program shall be members, but will not have voting rights.
- 2.4 The following persons shall be Ordinary Voting Members:
- (a) Voting Membership will be extended to the parent(s)/legal guardian(s) of a child registered in SCMHA's hockey program. Membership shall be limited to two parents/legal guardians per child registered in SCMHA's hockey program. The name of the member(s) is to be put forward at the time of annual registration. It being understood that a member having more than one child registered in the SCMHA's hockey program shall have no greater rights as a member in the Society than a member having only one child registered.
 - (b) Voting-Membership will be extended to an adult (19 years and older) who is registered to participate in the SCMHA's hockey programs.
 - (c) Voting-Membership will be extended to individuals who are not able to be a member under Bylaw 2.4 (a) or 2.4 (b) who have an active role with the SCMHA. These individuals will register their membership annually with the SCMHA.
- 2.5 Voting members will be (19) nineteen years of age or older.
- 2.6 Every member shall uphold the Constitution of the Society and comply with the Bylaws.

- 2.7 The annual membership dues shall be One Dollar (\$1.00) or such other amount as may be determined from time to time at the Annual General Meeting of the Society and shall be included in current registration fees.
- 2.8 Membership in the Society shall expire June 30th following the date of acceptance as a member and on June 30th of each year thereafter as long as membership is renewed and qualification as stated in 2.3 or 2.4 continue to be met.
- 2.9 A member shall cease to be a member of the Society:
- (a) on expiration of his/her membership unless renewed;
 - (b) by delivering his/her resignation in writing to the Secretary or by mailing or delivering it to the address of the Society;
 - (c) on his/her death; or
 - (d) on being expelled.
- 2.10 A member may be expelled by a special resolution of the members passed at a general meeting.
- 2.11 The notice of special resolution for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion.
- 2.12 The member who is the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.
- 2.13 Every member is in good standing except a member who has been suspended or has failed to pay his/her current annual membership dues or any other subscription or debt due and owing him/her to the Society, and he/she is not in good standing as long as he/she remains suspended or the debt remains unpaid.
- 2.14 Voting - Members whom qualify as members under Bylaw 2.4 (a) are considered to not be in good standing if they have a child that has failed to pay his/her current annual membership dues or any other subscription or debt due and owing him/her to the Society, and he/she is not in good standing as long as debt remains unpaid.

- 2.15 A member not in good standing shall be disentitled to all rights, privileges, claims and interests accruing to a member of the Society.
- 2.16 As the highest honor that the Society can bestow, a member who has rendered outstanding and meritorious service to the Society for atleast five (5) years may be elected an honorary life member at an Annual General Meeting. An honorary life member shall have the privilege of acting as an adviser to the Directors and shall be accorded all the rights and privileges of a Voting Membership.
- 2.17 Nominations for honorary life members must:
- (a) be submitted in writing to the Annual General Meeting;
 - (b) be signed by a member in good standing;
 - (c) set out in detail the service for which the honor is to be bestowed.
- and such submissions shall form part of the minutes of the Annual General Meeting.

PART 3 – MEETING OF MEMBERS

- 3.1 General meetings of the Society shall be held at such time and place, in accordance with the Societies Act, as the Directors may decide.
- 3.2 Every general meeting, other than an Annual General Meeting, is an extraordinary meeting.
- 3.3 The Directors may, when they think fit, convene an extraordinary general meeting.
- 3.4 Notice of a general meeting shall specify the place, day and hour of meeting and, in case of special business as specified in Bylaw 4.1, the general nature of that business.
- 3.5 At least fourteen (14) days' notice of a general meeting of the Society shall be given to the members entitled to receive notification of a general meeting. Notice of a general meeting shall be:
- (a) circulated by email to all members;
 - (b) posted on the Sunshine Coast Minor Hockey website; and

- (c) advertised once a week for two (2) consecutive weeks in a weekly newspaper circulated in the District of Sechelt and the Town of Gibsons.
- 3.6 The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at the meeting.
- 3.7 The Annual General Meeting must be held at least once in every calendar year and not later than May 31st in that year.
- 3.8 The Directors shall, upon written requisition of at least ten percent (10%) of the members (the "Requisitionists") forthwith convene a general meeting.
- 3.9 The requisition shall:
 - (a) state the purpose of the general meeting;
 - (b) be signed by the Requisitionists; and
 - (c) be delivered or sent by registered mail to the address of the Society or be sent by email to the President and Secretary of the Society.and may consist of several document in similar form, each signed by one or more Requisitionists.
- 3.10 The President or Director acting in his/her stead shall call a general meeting with-in twenty-one (21) days after delivery of the requisition.
- 3.11 If the Directors fail to convene a general meeting with-in twenty-one (21) days after the delivery of the requisition, the Requisitionists or a majority of them may themselves convene a general meeting to be held within four (4) months after the date of the delivery of the requisition.
- 3.12 A general meeting convened by the Requisitionists shall be convened in the same manner, as nearly as possible, as general meetings are convened by the Directors.

PART 4 – PROCEEDINGS AT GENERAL MEETINGS

- 4.1 Special business is:

- (a) all business at an extraordinary general meeting except the adoption of rules of order; and
- (b) all business transacted at an Annual General Meeting, except:
 - (i) the adoption of rules of order;
 - (ii) the consideration of the financial statements;
 - (iii) the report of the Directors;
 - (iv) the report of the auditor, if any;
 - (v) the election of Directors;
 - (vi) the appointment of the auditor, if required; and
 - (vii) such other business as, under the Bylaws, ought to be transacted at an Annual General Meeting, or business which is brought under consideration by the Report of the Directors issued with the notice of convening the meeting.

4.2 No business, other than the election of a chairman and the adjournment or termination of the meeting, shall be conducted at a general meeting at a time when a quorum is not present.

4.3 If at any time during a general meeting there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.

4.4 For the purpose of these Bylaws, a quorum is twenty (20) Voting Members in good standing present at a general meeting.

4.5 If within thirty (30) minutes from the time appointed for a general meeting a quorum is not present, the meeting, if convened on the requisition of members, shall be terminated; but in any other case, it shall stand adjourned for two (2) weeks and shall then be held at the same time and in the same place whether or not a quorum is present.

4.6 Subject to Bylaw 4.7, the President or Vice- President or, in the absence of both, one of the other Directors present shall preside as chair person of a general meeting.

4.7 If at a general meeting:

- (a) there is no President, Vice- President, or other Director present within fifteen (15) minutes after the time appointed for holding the meeting; or

- (b) the President and all the other Directors are unwilling to act as the chair person

the members present shall choose one of their number to be chair person.

- 4.8 A general meeting may be adjourned to any time and from time to time, and such business may be transacted at an adjourned meeting as might have been transacted at the meeting from which the adjournment took place.
- 4.9 No resolution proposed at a meeting need be seconded and chair person of a meeting may move or propose a resolution.
- 4.10 In case of an equality of votes, the chairman shall not have a casting or second vote which he/she may have as a member and the proposed resolution shall not pass.
- 4.11 A Voting Member in good standing present at a meeting of members is entitled to one vote.
- 4.12 Voting for resolutions shall be by show of hands unless the members decide that a ballot is required.
- 4.12 Voting for Directors of the Society shall be by ballot.
- 4.13 Voting by proxy is not permitted.
- 4.14 A resolution proposed at an ordinary or extraordinary general meeting shall pass with a three-quarters (3/4) majority.

PART 5 – DIRECTORS AND OFFICERS

- 5.1 The Directors shall be responsible for managing and supervising the affairs of the Society. The Directors may exercise all the powers and do all the acts and things that the Society may exercise and do, and which are not by these Bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the Society in a general meeting, but subject, nevertheless, to:
 - (a) all laws affecting the Society;
 - (b) these Bylaws; and

- (c) rules, not being inconsistent with the Bylaws, which are made from time to time by the Society in a general meeting.
- 5.2 No rule made by the Society in a general meeting invalidates a prior act of the Directors that would have been valid if that rule had not been made.
- 5.3 The Directors shall be comprised of the members who are elected as Directors at an annual general meeting or who are appointed to vacancies which are unfilled following an annual general meeting or which arise during the Directors' term of office.
- 5.4 The Directors of the Society consist of the President, Vice President, Secretary, Treasurer, Registrar and Directors at Large as elected by the members.
- 5.5 The Directors at Large are elected to a specific portfolio as presented to the membership. Portfolios for the Directors at Large will be presented to the membership at time of notification of the annual general meeting. Directors shall accept the portfolio to ensure their standing on the Board.
- 5.6 Separate elections are held for each Director At Large position.
- 5.7 Nominations for the various offices of the Society shall be made by:
 - (a) completing the nomination paperwork identified in the SCMHA's Policy and Procedure Manual and submitting the completed paperwork to the SCMHA's Secretary forty-eight (48) hours prior to the Annual General Meeting; or
 - (b) nomination may also be made from the floor of the Annual General Meeting.
- 5.8 The nominee must accept the nomination either in person or in writing.
- 5.9 A nominee for Director at Large must indicate which portfolio they are accepting a nomination for.
- 5.10 A nominee shall have a five (5) minute opportunity to present him/herself to the Membership at the Annual General Meeting, if they so wish.
- 5.11 The number of directors shall be no less than six (6) and no more than thirteen (13).

- 5.12 An increase to the number of Directors will be determined by the Executive Committee prior to notification of the Annual General Meeting. The increase in the number of Directors will be included in the notification to the membership of the Annual General Meeting.
- 5.13 The number of Directors will be an odd number.
- 5.14 Directors shall serve a period of two (2) years or until the election of a successor.
- 5.15 The President, Registrar and two Directors at Large are elected in even numbered years. The Vice President, Secretary, Treasurer, and two Directors at Large are elected in odd numbered years.
- 5.16 The Directors may at any time and from time to time appoint a member in good standing as a Director to fill a vacancy in the Directors.
- 5.17 A Director so appointed shall hold office only until the conclusion of the next following Annual General Meeting of the Society, but he/she shall be eligible for re-election at the meeting.
- 5.18 A Director elected to complete the term of a vacant position will be elected for a one year term.
- 5.19 The members by special resolution may remove a Director before the expiration of his/her term of office and may elect a successor to complete the term of office.
- 5.20 No Director may be remunerated for acting as a Director but either a Director or Officer may be remunerated for acting as an Officer at the discretion of the Directors, and a Director or Officer shall be reimbursed for all expenses necessarily and reasonably incurred by him/her while engaged in the affairs of the Society.

PART 6 – PROCEEDINGS OF DIRECTORS

- 6.1 The Directors may meet at the places they think fit to conduct business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.
- 6.2 A quorum at any meeting of the Directors shall be a majority of the Directors holding office at the time of the meeting.

- 6.3 The President is the chair of all meetings of the Directors, but if at a meeting the President is not present the Vice President must act as the chair, but if neither is present the Directors present may choose one of their numbers to be the chair at the meeting.
- 6.4 Meetings of the Directors shall be held monthly and/or at the call of the President.
- 6.5 Delegations and/or individuals may request an audience with the Directors for the first half hour of the meeting. Such requests must be submitted to the President twenty-four (24) hours prior to the meeting.
- 6.6 The Directors shall have the power to make and enforce rules and regulations governing:
- (a) the affairs of the Society and the various services rendered by it;
 - (b) the safe and efficient operation of the activities of the Society; and
 - (c) membership.
- 6.7 The President or any five (5) Directors may at any time, and from time to time, and the Secretary shall on the requisition of the President or any five (5) Directors, summon a meeting of the Directors upon not less than two (2) days' notice given by mail, electronic mail or orally.
- 6.8 The two (2) days notice of a meeting can be waved if all of the Directors agree to wave the required two (2) days notice.
- 6.8 The Directors may delegate any, but not all, of their powers to committees consisting of at least one Director, and other members as they see fit, and may appoint the chairman of each such committee.
- 6.9 In the exercise of the powers so delegated, a committee shall conform to any terms of reference or regulation that may be imposed on it by the Directors.
- 6.9 The members of a committee may meet and adjourn as they think proper.
- 6.9 The chairman of a committee shall attend Directors meetings upon request and shall report on any plans which require approval by the Directors. The

chairman shall also report to the Directors meeting next following the completion of a project or assignment by the committee.

- 6.10 Questions arising at a meeting of the Directors and committees of directors must be decided by a majority of votes.
- 6.11 In the case of a tie vote, the chair does not have a second or casting vote.
- 6.12 A resolution proposed at a meeting of Directors or committee of Directors need not be seconded, and the chair of a meeting may move or propose a resolution.
- 6.13 A resolution in writing, signed by all the Directors and placed within the minutes of the Directors, shall be as valid and effective as if regularly passed at a meeting of Directors.
- 6.14 A Director may attend a meeting of Directors by telephone or video conference.

PART 7 – DUTIES OF OFFICERS

- 7.1 The President shall:
 - (a) act as Chief Executive Officer of the Society and supervise the other Officers in the execution of their duties;
 - (b) preside at all meetings of the Society and the Directors, and generally perform the duties usual to the President. He/she may, at his/her discretion, call meetings of the Society or its committees and may appoint a nominating committee before each annual general meeting
 - (c) exercise, in addition to his/her own powers, all powers of the Directors, but only in the case of an emergency when it is impossible for him/her to obtain a vote of the Directors; and
 - (d) have the power to suspend any team, parent, player, member, spectator, team official or referee for unsportsmanlike conduct on or off the ice, abusive language towards officials or failure to comply with Regulations of this Society pending a review of the incident by the Discipline Committee within fourteen (14) days.

- (e) carry out duties identified in the SCMHA Policy and Procedure Manual; and
- (f) be a signing officer for the Society.

7.2 The Vice President shall:

- (a) carry out the duties of the President during the President's absence;
- (b) carry out duties identified in the SCMHA Policy and Procedure Manual; and
- (c) be a signing officer for the Society.

7.3 The Secretary shall:

- (a) conduct the correspondence of the Society;
- (b) issue notice of meetings of the Society and Directors;
- (c) keep minutes of all meetings of the Society and Directors;
- (d) post a summary of all Executive meetings. The summary will not include any information that the Executive Committee deems confidential.
- (e) have custody of all records and documents of the Society except those required to be kept by the treasurer;
- (f) have custody of the common seal of the Society;
- (g) fill all statutory filings under the Society Act;
- (h) be responsible to book a meeting place for each meeting called;
- (i) carry out duties identified in the SCMHA's Policy and Procedure Manual; and
- (j) be a signing officer of the Society.

7.4 In the absence of the Secretary from a meeting, the Directors must appoint another person to act as Secretary at the meeting.

7.5 The Treasurer shall:

- (a) keep the financial records including books of account, necessary to comply with the Society Act;
- (b) render the financial statements to the Directors, members and others when required.
- (c) provide a written financial report at each Executive Meeting and a written statement at the Annual General Meeting;
- (d) pay all justified expenses incurred by the Society in a timely order;
- (e) deposit all monies of the Society to the Society's credit in a chartered bank, credit union or trust company as decided upon by the Directors;
- (f) carry out duties identified in the SCMHA's Policy and Procedure Manual; and
- (g) be a signing officer of the Society.

7.6 The Registrar shall:

- (a) be responsible for the registering of all members of the Society;
- (b) maintain a register of all current members in accordance with the Society Act and make a copy available on request within a reasonable period of time;
- (c) be responsible for player and team official registration and the registration of all those players and team officials with the British Columbia Amateur Hockey Association and any other required governing bodies including those required for insurance purposes;
- (d) register all teams and team rosters with affiliated leagues or Associations;
- (e) oversee the completion of the documentation required by the Pacific Coast Amateur Hockey Association and any other governing body for the 'A' team players;

- (f) carry out duties identified in the SCMHA's Policy and Procedure Manual; and
 - (g) present a written report of the years registrations at the Annual General Meeting.
- 7.7 The Directors shall perform such duties and chair such committees as directed by the President.

PART 8 – COMMITTEES – DUTIES AND POWERS

- 8.1 The Standing Committees of the Association shall be:
- (a) Executive Committee
 - (b) Finance Committee
 - (c) Conduct and Discipline Committee
 - (d) Appeals Committee
 - (e) Coach Selection Committee

EXECUTIVE COMMITTEE

- 8.2 The Executive Committee shall consist of the Board of Directors of the Association.
- 8.3 The duties of the Executive Committee shall be:
- (a) to appoint all standings committees on an annual basis;
 - (b) shall appoint the following non-elected officials of the Society:
 - (i) the Coaching Coordinator;
 - (ii) the Ice Scheduler;
 - (iii) the Referee-In-Chief;
 - (iv) the Referee Scheduler; and
 - (v) the Divisional Coordinators.
 - (c) to have the power, at its discretion, to appoint committees to handle various affairs of the Society;

- (d) to fill vacancies that occur on the Executive Committee in a timely manner;
- (e) to have a director be the Lion's Gate Representative – this will be included in the portfolio of a Director at Large at the time of election at an Annual General Meeting;
- (f) to transmit validated written communications to the appropriate person(s); and
- (g) to notify the Discipline Committee of incidences occurring requiring their attention.

FINANCE COMMITTEE

8.4 The finance committee shall consist of three (3) members.

8.5 The duties of the Finance Committee shall be:

- (a) to review the finances and expenditures of the Society;
- (b) to review the annual financial statement for compliance with the Society Act;
- (c) to recommend to the Executive Committee any course of action which they may deem advisable;
- (d) to prepare a financial plan of the proposed operations for the upcoming year to be approved by the Executive Committee prior to the start of each season;
- (e) to be responsible for the opening of all sealed bids for major purchases, deciding on the winning bid, notifying the Executive Committee, the supplier and posting the winning bid on the Society website.

CONDUCT AND DISCIPLINE COMMITTEE

8.6 The Conduct and Discipline Committee shall conduct itself as per the SCMHA's Policy and Procedure Manual.

8.7 Any notification of discipline will outline the appeal procedure in place with the Society.

APPEALS COMMITTEE

- 8.7 The Appeals Committee shall consist of the Executive Committee of the Society.
- 8.8 The duties of the Appeal Committee shall be to:
- (a) hear appeals from decisions made by the Conduct and Discipline Committee as made under Bylaw 8.7. This shall be dealt with within fourteen (14) days of receiving the appeal.
 - (b) inform by email the Appeals Committees decision to the agreived party.
- 8.9 The Appeals Committee may re-admit any team, team official, player or member decision made by the Conduct and Discipline Committee and may take further disciplinary action as deemed necessary.

COACH SELECTION COMMITTEE

- 8.16 The coach selection committee will consist of the Coach Cooridinator, an Executive committee member and member of the Society. None of the committee members may be a prospective coach.
- 8.17 The duties of the Coach Selection Committee shall be:
- (a) review the submitted written letters and applications of the interested applicants for the positions of coaching for the upcoming year;
 - (b) conduct personal interviews with all applicants to assess their qualifications, previous coaching experience, previous disciplines, references, and evaluations;
 - (c) review applicant's files; and
 - (d) present coach selections to the Executive Committee.

AD HOC COMMITTEES

- 8.18 The President may in his/her discretion strike an ad hoc committee to inquire into any matter affecting the Society.

PART 9 – COMPLAINTS AND APPEALS

- 9.1 Members or other persons wishing to lodge a complaint, protest or appeal with the SCMHA shall follow the process laid out in the Sunshine Coast Minor Hockey Policy and Procedures Manual.
- 9.2 Any team, player, parent, team official, referee or member may appeal any decision of the Conduct and Discipline Committee.
- 9.3 Any appeal to the Appeal Committee by the aggrieved party(ies) shall be in writing, shall set out the grounds for the appeal, the complete and comprehensive particulars pertaining to the case, and shall be delivered by registered mail to the Society's address or by email to the President and Secretary within seven (7) days of the notification of the decision of the Conduct and Discipline Committee.
- 9.4 The appeal must be accompanied by a fifty dollar (\$50.00) certified cheque. This fee will only be returned in cases where the appeal is successful.
- 9.5 The appeal shall be dealt with by the Appeals Committee within fourteen (14) days of receiving the written appeal.
- 9.6 The decision of the Appeals Committee will be final.
- 9.7 The aggrieved party will be receive notification by the same manner in which the appeal was received either by registered letter or by email.

PART 10 – SEAL

- 10.1 The Directors may provide a common seal for the Society and may destroy a seal and substitute a new seal in its place.
- 10.2 The common seal shall be affixed only when authorized by a resolution of the Directors and then only in the presence of either the President or Vice President and the Secretary, or such person or persons as the Directors by resolution may authorize.

PART 11 – BORROWING, ACQUISITION, OF PROPERTY AND INVESTMENT

- 11.1 In order to carry out the purposes of the Society, the Directors may, on behalf of and in name of the Society, borrow or raise any ums or sums of money from any bank, person or corporation selected by the Directors,

upon the issue of debentures, mortgages or otherwise and on such terms as they think proper, and may execute or empower any person or persons on behalf of the Society to execute all acts and deeds and necessary or advisable and to supply all securities and documents necessary, provided always that such action shall be taken only upon the passing of a special resolution of the Society.

- 11.2 In order to carry out the purposes of the Society, the Directors may, on behalf of and in name of the Society, purchase, take lease or in exchange, hire or otherwise acquire or hold any real or personal property or any interest therein that the Society may consider necessary or convenient and may mortgage, let, improve or develop the same and erect or maintain any necessary buildings or structures thereon.
- 11.3 The funds of the Society not required for immediate use may be kept on deposit in a chartered bank governed by the Bank of Canada or may be invested in securities authorized for investment by a trustee under the Trustee Act, R.S.B.C. 1996, c464, as in force from time to time.

PART 12 – BANKING

- 12.1 Accounts shall be kept in the name of the Society at a bank, credit union or trust company selected by the Directors.
- 12.2 All cheques issues by the Society shall be signed by two (2) Directors.
- 12.3 The Directors may also authorize from time to time such person or persons as they consider necessary to transact the Society's banking with the said bank, credit union or trust company and to sign and execute on behalf of the Society all documents, securities, agreements, promises, and pledges.

PART 13 – FISCAL YEAR

- 13.1 The fiscal year end for the Society will be April 30th of each year.

PART 14 – AUDITOR

- 14.1 This part applies only if the Society is required or has resolved to have an auditor.
- 14.2 An appointment of an auditor will be made at an Annual General Meeting of the Society.

- 14.3 An auditor will hold office until he/she is reappointed or his/her successor is appointed at the next Annual General Meeting.
- 14.4 An auditor may be removed by ordinary resolution.
- 14.5 An auditor must be promptly informed in writing of the auditor's appointment or removal.
- 14.6 A director or employee of the Society must not be its auditor.
- 14.7 The auditor may attend general meetings.

PART 15 – NOTICE TO MEMBERS

- 15.1 A notice or correspondence may be provided to a member either personally, by posted mail or by electronic mail to the appropriate address provided to the Society by the member.
- 15.2 A notice sent by posted mail shall be deemed to have been received on the third day on which the notice was posted. A notice sent by email shall be deemed to have been received at the time it was sent.
- 15.3 Notice of a general meeting shall be given to:
- (a) every member shown on the register of members on the date on which notice is given;
 - (b) shall be advertised once a week for two (2) consecutive weeks in a newspaper circulated in the District of Sechart and the Town of Gibsons; and
 - (c) the auditor, if part 14 applies.
- 15.4 No other person is entitled to receive a notice of general meeting.

PART 16 – BYLAWS

- 16.1 Neither the Constitution of the Society nor Bylaws may be altered or added to except by special resolution passed at an Annual General Meeting or an extraordinary general meeting.
- 16.2 Amendments to the Constitution and Bylaws shall require a majority of not less than seventy-five percent (75%) of the voting members in attendance.

PART 17 – INDEMNITIES AND SECURITY

- 17.1 Every Director or Officer of the Society or other persons who has undertaken or is about to undertake any liability on behalf of the Society and his/her heirs, executors and administrators will be, from time to time and at all time, indemnified and saved harmless of funds of the Society, from and against:
- (a) all liability, costs, charges and expenses whatsoever which that Director, Officer or other person sustains or incurs in or from any action, suit or proceeding which is brought, commenced or prosecuted against him/her for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him/her in or about the execution of the duties of his/her office;
 - (b) all other liability, costs, charges and expenses which he/she sustains or incurs in or about or in relation to the affairs of the Society;

except such liability, costs, charges and expenses as are occasioned by his/her own wilful neglect or default.

- 17.2 The Directors may cause the Society to purchase and maintain insurance for the benefit of any person who is serving as a Director, Officer, employee or agent of the Society and his/her heirs or personal representatives against any liability incurred by him/her as such Director, Officer, employee or agent.

PART 18 – AFFILIATION

- 18.1 The Society shall maintain affiliation with Hockey Canada, B.C. Hockey and the P.C.A.H.A. or successor organizations and shall observe all rules and regulations by which those associations are governed.

PART 19 – DISSOLUTION

- 19.1 In the event of winding up or dissolution of the Society, and funds and assets of the Society remaining after the satisfaction of its debts and liabilities, shall be given or transferred to one or more registered charities, as defined in the Income Tax Act of Canada, as may be determined by members of the Society at the time of winding up or dissolution.

