



# Sundre Rec Hockey Bylaws

Updated September 2024

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## 1. PREAMBLE

### 1.1 The Association

The Association is called Sundre Rec Hockey Association.

### 1.2 The Bylaws

The following articles set forth bylaws of Sundre Rec Hockey Association.

## 2. DEFINING AND INTERPRETING THE BYLAWS

### 2.1 Definitions

In these bylaws, the following words have these meanings.

**2.1.1 Teleconference** means a meeting between people in two or more locations linked by telephone.

**2.1.2 Majority** means a number more than half of the total.

**2.1.3 Board** means the Board of Executive Directors and Members of the Sundre Rec Hockey Association.

**2.1.4 Bylaws** means the Bylaws of this Association as amended.

**2.1.5. Executive Directors** shall include the current President, Vice President, Secretary, Treasurer. The Executive Directors are responsible for the day-to-day operations of Sundre Rec Hockey Association.

**2.1.6 Board Member** means an individual elected or appointed to serve on the board of The Association pursuant to these Bylaws.

**2.1.7 Member** means a member as set out in Bylaw 3 who is in good standing with The Association.

**2.1.8 Association** means the Sundre Rec Hockey Association.

**2.1.9 Voting Member** means a member entitled to vote at the meetings of The Association as described in these Bylaws.

**2.1.10 Annual General Meeting** refers to the annual meeting to which all Executive Directors, Board members and General Members of The Association are invited.

**2.1.11 Board Meeting** refers to a meeting that is called to deal with business in between Annual General Meetings. Open to all Executive Directors and Board Members.

**2.1.12 Special Meeting** refers to meetings that are called to deal with special circumstances that may come up between Annual General meetings and Boards Meetings

**2.1.13 Resolution** means a motion passed by the majority of the votes cast at an Annual General Meeting, Board Meeting or a Special Meeting.

**2.1.14 Virtual Meeting** means a meeting held over zoom or similar online platform

## **2.2 Interpretation**

The following rules of interpretation must be applied in interpreting the Bylaws.

**2.2.1 Singular and Plural:** Words indicating the singular number also include the plural, and vice versa.

**2.2.2** The word “person” shall include corporations and societies and the masculine shall include the feminine.

**2.2.3** Wherever reference is made to any statute or section thereof, such reference shall be deemed to extend and apply to any amendment to the said statute or section, as the case may be.

**2.2.4** The headings herein are included for convenience only and do not form part of these bylaws.

**2.2.5** Quorum is a simple majority in good standing of the Association either via proxy in writing or in attendance. At least 30% of members should be in attendance to vote for the Annual General Meeting.

## **3. MEMBERSHIP**

### **3.1 Membership**

The members of the association and related local clubs shall include the subscribers of the application and bylaws, and such other persons as are admitted as members of The Association.

### **3.2 Membership Categories**

All applications for membership shall be submitted to the board members. The board members shall have the power to admit members into the following categories:

**3.2.1 Honorary Members**, being persons who, in the opinion of the Executive Directors, have rendered outstanding service to The Association and whom the Executive Directors have designated as Honorary Members.

**3.2.2 Executive Directors**, being persons who have:

- Been elected by Board Members at the AGM to fill the positions of President, Vice President, Treasurer, and Secretary
- These positions are on 2-year alternating terms. (President and Secretary/ Vice President and Treasurer)
- The Executive Directors are responsible for the day-to-day operations of Sundre Rec Hockey Association.

**3.2.3 Board Members**, being persons who have:

- Completed and submitted all documents required by Sundre Rec;
- Appointed or volunteered to attend Board Meetings throughout the year and vote on matters at hand;
- Complied with the Bylaws, rules, regulations, policies and procedures of The Association;
- Paid all registration fees

**3.2.4 General Members**, being persons who have:

- Completed and submitted all documents required by Sundre Rec;
- Complied with the Bylaws, rules, regulations, policies and procedures of The Association;
- Paid all registration fees;

### **3.3 Member in Good Standing**

General members shall be deemed to be in good standing when they have met all requirements as laid out in Bylaw 3.2.4:

**3.3.1** Members in good standing shall be entitled to involvement in all Association activities of their interest during the particular membership year

**3.3.2** The eighteen (18) year old player must be registered as a full-time high school student at the beginning of the school year. Exceptions can be made if voted on and approved by the Executive Directors.

**3.3.3** Registrants must reside in Sundre and the surrounding area. Registrants outside Sundre will be considered on a needs basis.

### **3.4. Suspension of Membership**

The Board shall have the power, by a vote of three fourths of those present, to expel or suspend any member for one or more of the following reasons:

- If the member's conduct has been determined by the Board to be improper, unbecoming, or likely to endanger the interest or reputation of The Association.
- If the member willfully commits a breach of the bylaws of the Association.

- 3.4.1** No member shall be expelled or suspended:
- without being notified of the complaint against that Member in writing from the Board, or
  - without having been given the opportunity to be heard by the Board with rights of appeal, or
  - without having been given a final opportunity to be heard by the board at a Special Meeting.

### **3.5 Termination of Membership**

Any termination must be done in writing and board all notified.

**3.5.1 Resignation of Members** Any member wishing to withdraw from membership may do so upon a notice in writing to the board. Upon such resignation becoming effective, such Member shall forfeit his/her rights and privileges in Sundre Rec Hockey Association.

**3.5.2 Deemed Withdrawal** Upon the failure of any member to pay the required annual membership fee, any subscription, or indebtedness due to The Association, the Board may cause the name of such member to be removed from the membership by the Board upon such evidence as they may consider satisfactory.

### **3.6 Cancellation of Membership**

Any member who resigns, withdraws, or is expelled from The Association shall forthwith forfeit all right, claim and interest arising from or associated with membership in The Association.

### **3.7 Transmission of Membership**

A member may not transfer their membership to another person.

## **4. ANNUAL GENERAL MEETING & SPECIAL MEETINGS**

### **4.1 Location**

Any Annual General Meeting or Special Meetings of The Association and the Board shall be held at such place in Alberta as the Board may determine and on such a day as the said Board shall appoint.

### **4.2 Teleconference**

Notwithstanding paragraph 4.1 herein, meetings of The Association may be held by teleconference or virtual meeting upon the consent of all or a majority of Executive Directors. In such an event, the meeting of The Association shall be deemed to be held in Alberta notwithstanding that some or all of the Executive Directors present in the teleconference or virtual meeting may not be within the Province of Alberta.

### **4.3 Notice**

At least seven (7) days' notice of an Annual General Meeting or Special Meeting, exclusive of the day on which the notice is served or deemed to be served, but inclusive of the day for which notice is given, shall be delivered to each Board Member via email, post or text message. The notice will contain a proposed agenda specifying the place, the day, and the hour of meeting and any other reasonable information to permit the Board to make informed decisions.

### **4.4 Agenda for the Annual General Meeting**

At every Annual General Meeting, in addition to any other business that may be transacted and the financial statement shall be presented and a Board of Executive Directors elected.

### **4.5 Voting**

**4.5.1** Board Members of The Association shall be entitled to one vote at all meetings. Every member in good standing of The Association shall be entitled to one vote at the Annual General Meeting.

**4.5.2** Questions arising at any meeting of The Association or the Board shall be decided by a majority of votes.

**4.5.3** In case of an equality of votes, the President shall have a casting vote.

**4.5.4** All votes at any such meeting shall be taken by ballot if so demanded by any Board Members present, but if no demand is made, the vote shall be taken in the usual way by assent or dissent.

**4.5.5** A declaration by the President that a resolution has been carried and an entry to that effect in the minutes shall be prima facie evidence of the fact without proof of the number or proportion of the votes recorded in favor of or against such resolution.

**4.5.6** In the absence of the President, his duties may be performed by the Vice-President, or such other Board Member as the Board may from time to time appoint for the purpose.

### **4.6 Adjournment**

Any meetings of The Association or the Board may be adjourned to any time and such business may be transacted at such adjourned meetings as might have been transacted at the original meeting from which such adjournment. Such adjournment may be made notwithstanding that no quorum is present.

## **5. THE GOVERNANCE & MANAGEMENT OF THE ASSOCIATION**

### **5.1 The Board of Directors**

The Board governs and manages the affairs of The Association.

### **5.2 Powers and Duties of the Board**

**5.2.1** The Executive Directors of The Association may administer the affairs of The Association in all things and make or cause to be made for The Association in its name, any kind of contract which The Association may lawfully enter into and, save as hereinafter provided, generally may exercise all such other powers and do all such other acts and things as The Association is by its by-laws or otherwise authorized to exercise and do.

**5.2.2** Without in any way derogating from the foregoing, the Executive Directors are expressly empowered, from time to time, to purchase, lease or otherwise acquire, alienate, sell, exchange or otherwise dispose of shares, stocks, rights, warrants, options, and other securities, lands, buildings, and other property, movable or immovable, real or personal, or any right of interest therein owned by The Association, for such consideration and upon such terms and conditions as they may deem advisable.

### **5.3 Composition of the Board**

The affairs of The Association shall be managed by a Board of not less than three (president, treasurer, secretary). Members of the board must reside in Sundre or the surrounding area.

### **5.4 Election of the Executive Directors**

**5.4.1** Executive Directors are elected by the Voting Members at the Annual General Meeting and serve various term lengths depending on role (see board positions). Executive Directors are on alternating 2 years terms.

**5.4.2** The election of Executive Directors may be by a show of hands unless a ballot is demanded by any existing Director.

**5.4.3** Voting members may re-elect Executive Directors of the Board for additional further terms, which do not have to be consecutive.

### **5.5 Resignation, Death, or Removal of a Director**

**5.5.1** An Executive Director, including the President may resign from office by giving notice at the annual meeting, which is the first general meeting of each calendar year.

**5.5.2** An Executive Director of The Association may, by resolution passed by at least two thirds of the votes cast at a Board meeting, remove any Director before the expiration of his term of office and may, by a majority of votes cast at that meeting, elect any person in his stead indefinitely.



## **5.6 Meetings of the Board**

**5.6.1** If there is no quorum, the President adjourns the meeting, and it is either rescheduled to an agreed upon time or decisions are made by text or email vote.

**5.6.2** The Association and the Executive Directors may hold its meetings at such places or places within the Province of Alberta as it may from time to time determine.

**5.6.3** No formal notice of any such meeting or teleconference meeting shall be necessary if all the Executive Directors are present, or if those absent have signified their consent to the meeting or teleconference meeting being held in their absence.

**5.6.4** Executive Directors meetings may be formally called by the President or Vice President or by the secretary on the direction of the President or Vice President.

**5.6.5** The Executive Directors may consider or transact any business either special or general at any meeting or teleconference meeting of the Board.

**5.6.6** Every question shall be decided by a majority of the votes of the Executive Directors and Board Members present in person unless otherwise required by any bylaws of The Association, or by the law. On occasion, time sensitive decisions can be decided by the Executive Directors with a majority vote with the knowledge and consent of the board.

**5.6.7** Every question shall be decided in the first instance by a show of hands unless a poll is demanded by any member or Executive Director. Upon a show of hands, every member and Executive Director having voting rights shall have one vote, and unless a poll be demanded a declaration by the President that a resolution has been carried or not carried and an entry to that effect in the minutes of The Association shall be sufficient evidence of the fact, without proof, of the number or proportion of the votes accorded in favor of or against such resolution.

**5.6.8** The demand for a poll may be withdrawn, but if a poll is demanded and not withdrawn, the question shall be decided by a majority of votes given by the Executive Directors present in person and such poll shall be taken in such manner as the President shall direct and the result of such poll shall be deemed the decision of The Association in general meeting upon the matter in question

**5.6.9** In case of any equality of votes at the Board meeting, whether upon a show of hands or at a poll, the President will be entitled to a casting vote.

**5.6.10** Meetings of the Board are open to all Executive Directors and Board Members.

**5.6.11** A meeting of the Board may be held by a conference call or virtual meeting. Executive Directors who participate in this call are considered present for the meeting.

**5.6.12** Irregularities or errors done in good faith do not invalidate acts done by any meeting of the Board.

**5.6.13** The Executive Directors may waive notice of a meeting with a formal motion.

**5.6.14** Executive Directors must commit to attending a minimum of half of the season board meetings in person or virtually. If non-compliant there may be a board review.

**5.6.15** Operating Procedures shall be a collection of information and Special Rules used by the Sundre Rec Hockey in order to carry out its day-to-day activities within the confines of these Bylaws. Refer to Bylaw 2.1.5 & 2.1.3.

## **5.7 Executives**

**5.7.1** The Executive Directors of the Association are the President, Vice-President, Secretary, and the Treasurer.

**5.7.2** At the Annual General Meeting, the Board elects all Executive Directors for the following year whose terms are up for renewal.

**5.7.3** One person may hold more than one office except the offices of the President.

**5.7.4** The Executive Directors hold office for two-year alternating terms (see Board positions and roles) or until a successor is elected. Exceptions can be made based on necessity and circumstances.

**5.7.5** The President may sit on the Board for one year as Mentor/Past President. Past President is a non-voting position.

## **5.8 Duties of the Board of the Association**

### **5.8.1 The President (Executive)**

- Is charged with the general management of The Association
- Supervises the affairs and operations of The Association.
- When present, presides at all meetings of the Board The Association.
- Ensures all duties of the Board Members are performed and completed

### **5.8.2 The Vice-President (Executive)**

- Presides at meetings in the President's absence. If the Vice-President is absent, the Executive Directors elect a chairperson for the meeting
- Helps with the assignment of players to teams
- Signs out equipment room keys and ensures everything is returned at the end of the year
- Helps answer questions and concerns from the Coaches and Managers
- Attends Ice allocation and town meetings that may affect Sundre Rec Hockey
- Organizes and oversees the registration process
- Keeps an accurate record of all registered members
- Ensures registration is advertised
- Has signing authority for bank account
- Carries out other duties assigned by the Board.

### **5.8.3 The Treasurer (Executive)**

- Purchases raffle license for annual tournament
- Helps answer questions and respond to concerns from Coaches and Managers
- Ensures that all monies or other valuable effects in the name and to the credit of The Association are deposited in a chartered bank, treasury branch, trust company or other financial institutions as chosen by the Board.
- Ensures that full and accurate accounts of all receipts and disbursements of The Association are kept in proper books of account.
- Shall disburse the funds of The Association under the direction of the Executive Directors, taking proper vouchers therefore; Pays referees after receiving information from Referee Coordinator
- Ensures a detailed account of revenues and expenditures is presented to the Board as requested.
- Ensures an audited statement of the financial position of The Association is prepared and presented at the Annual General Meeting;
- Has signing authority for bank account
- Carries out other duties assigned by the Board.

### **5.8.4 The Secretary (Executive)**

- Attends all meetings of the Board and records all the facts and minutes of all proceedings in the books kept for that purpose;
- Gives all notices required to the Executive Directors;
- Keeps hard copies of minutes, record checks, course certificates etc.
- Carries out other duties assigned by the Board.
- Sources out grant opportunities
- Gathers out of town contacts to give to team managers

### **5.8.5 The Tournament Coordinator (1 year term)**

- Works with other Board members to plan and coordinate the annual tournament
- Makes sure each step of the tournament timeline is completed on time
- Keeps the teams informed and relays information regarding the tournament
- Plans and purchases items for the raffle table and players baskets
- Organizes volunteers for the tournament
- Ensures that at least one Board member is at the arena at all times during the tournament
- Attends Board meetings
- Helps with various jobs throughout the season

**5.8.6 The Equipment Manager (1 year term)**

- Hands out jerseys to teams at the beginning of the year
- Advises Jersey Managers regarding jersey care and their responsibilities
- Maintains a master list of jerseys signed out by each player
- Confirms that all jerseys are returned at the end of the year and notes any problems with jerseys
- Updates locker codes at the end of the season. Requires a vote by email or at a board meeting prior to spending association funds on equipment.
- Catalogs jerseys, numbers and sizes prior to and at the end of each season and puts them into storage.
- At the beginning of the season orders any new name bars, has all bars sewn onto jerseys. At the end of the season responsible for having name bars removed and stored.

**5.8.7 The Referee Coordinator (1 year term)**

- Ensures there are enough referees for the season
- Ensures that referees have adequate and up to date training in accordance with the Operating policy 12.1
- Schedules referees for games, ensuring appropriate refs are booked for the game/level being played
- Confirms that referees work the games allocated to them then sends date, tier, opponent and name too the Treasurer for payment
- Addresses concerns and has authority to make decisions regarding referees or rules/regulations of play during game situations

**5.8.8 The Picture Coordinator (1 year term)**

- Arranges picture days by mid November
- Communicates instructions regarding picture day to team managers
- Collects picture money from Managers of each team
- Arranges to have someone on the ice to write down the picture order for each tier
- Coordinates pictures, names and info with the newspaper

**5.8.9 Fundraising Coordinator (1 year term)**

- Contacts vendor to arrange two (2) annual fundraisers (Fall & Spring)
- Sets up dates and forwards information and order forms to the Managers
- Arranges delivery times and payment to vendor
- Advertises fundraiser
- Ensures all payments are received
- Informs the Board of any families who did not fulfill their minimum sales
- Completes any draw or giveaway that was predetermined by the Board

## **5.9 Board Committees**

**5.9.1 Establishing Committees** The Board may appoint committees to advise the Board.

**5.9.2 General Procedures for Committees:**

A Board Member chairs each committee created by the Board.

- The Chairperson calls committee meetings.
- Each committee will provide a report to the entire Board at the Board meeting.
- Two (2) days' notice may be given to each Committee member personally, by email, or post. The notice states the date, place and time of the committee meeting. Committee members may waive notice.
- A majority of the committee members present at a meeting is a quorum.
- Each member of the committee, including the Chairperson, has one (1) vote at the committee meeting.
- Members of The Association may request to serve on a committee upon approval of the Board.
- Board Committees are selected annually as needed.

## **6. FINANCE AND OTHER MANAGEMENT MATTERS**

### **6.1 Cheques and Contracts of The Association**

**6.1.1** All cheques, e-transfers, bills of exchange or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of The Association, shall be signed by such Executive Director or other persons of The Association authorized to do so. The Treasurer, President or Vice President alone may use the Association's internet banking for payment of debts or collection on account of The Association through its bankers. Any one of such Executive Directors or agents so appointed may arrange, settle, balance and certify all books and accounts between The Association and The Association's bankers and may receive all paid cheques and vouchers and sign all bank forms or settlement of balances and release of verification slips.

**6.1.2** The securities of The Association shall be deposited for safekeeping in a chartered bank, treasury branch, trust company or other financial institutions to be selected by the Executive Directors. Two signers are required to make any changes, withdrawals or payments.

**6.1.3** Any and all such securities deposited may be withdrawn, in such manner as shall be determined by the Executive Directors and such authority may be general or confined to specific instances.

**6.1.4** The institutions which may be so selected as custodians by the Executive Directors shall be fully protected in acting in accordance with the direction of the Board of Directors and shall in no event be liable for the due application of the securities so withdrawn from deposit or the proceeds thereof.

**6.1.5** Deeds, transfers, licenses, contracts, and engagements on behalf of The Association shall be signed by either the President, Vice-President, or Treasurer

**6.1.6** Contracts in the ordinary course of The Association's operations may be entered into on behalf of The Association by the President, Vice-President, Treasurer, or by any person authorized by the Board.

**6.1.7** The President, Vice-President, or Treasurer or any one of them, or any person or persons from time to time designated by the Executive Directors may transfer any and all shares, bonds or other securities standing in the name of The Association in its individual or any other capacity or as trustee or otherwise and may accept in the name and on behalf of The Association transfers or shares, bonds or other securities from time to time transferred to The Association

## **6.2 Borrowing Powers**

**6.2.1** Notwithstanding any provisions to the contrary contained in the bylaws of The Association, The Association shall not borrow or incur any financial liability whatsoever without the prior unanimous consent of all of the Executive Directors. However, for the purpose of allowing The Association to enter into contracts required in the ordinary course of The Association's operations, and so as not to require the unanimous consent of the Executive Directors in each instance, the Executive Directors may, by unanimous resolution, set specific guidelines to govern, regulate, or authorize those certain contracts that may be required to be entered into in the ordinary course of The Association's operations or those certain contracts required in the day to day operations of The Association.

## **6.3 The Keeping and Inspection of the Books and Records of The Association**

**6.3.1** The Executive Directors shall see that all necessary books and records of The Association required by the bylaws of The Association or by any applicable statute or law are regularly and properly kept.

**6.3.2** The Secretary or some other Board Member of The Association specifically charged by the Executive Directors shall maintain and have charge of the minutes of The Association and shall record therein minutes of proceedings of all meetings.

**6.3.3** The Secretary or some other Board Member of The Association specially charged by the Executive Directors with that duty shall keep a book or books wherein shall be kept properly recorded:

- A copy of the objects of The Association and any special resolution altering or adding to the same, and a copy of the bylaws of The Association and any resolution altering or adding thereto.
- Copies or original of all documents, registers, and resolutions as required by law;
- All sums of money received and expended by The Association and the matters in respect of which the receipt and expenditure takes place.
- All revenues and purchases by The Association.
- All assets and liabilities of The Association.
- All other transactions affecting the financial position of The Association.

## **6.4 Payments**

**6.4.1** No Executive Director or other Member of The Association is to receive any payment for their services

**6.4.2** Reasonable expenses incurred while carrying out duties of The Association may be reimbursed.

## **6.5 Protection and Indemnity of Executive Directors**

**6.5.1** Every Executive Director of The Association shall be deemed to have assumed office on the express understanding and agreement and condition that every Executive Director and his heirs, executors, administrators and estate and effects respectively shall be indemnified and saved harmless out of the funds of The Association from and against all costs, charges and expenses whatsoever which such Executive Director sustains or incurs in or about any action, suit, or proceedings which is brought, commenced, or prosecuted against him for or in respect of any action, deed, matter or thing whatsoever made, done or permitted by him.

**6.5.2** No Executive Director is liable for the actions of any other Director or Directors in or about the execution of the duties of their office and from and against all other costs, charges and expenses which they sustain or incur in or about or in relation to the affairs thereof.

**6.5.3** The Association does not protect any Executive Director for such costs, charges, or expenses as are occasioned by his own willful neglect or default.

**6.5.4** Year end audit of the season's finances will be conducted by a board member (not the treasurer) and a volunteer parent or community member.

## **7. AMENDING THE BYLAWS**

The bylaws of The Association shall not be altered or added to except by a special resolution of The Association.

### **7.1 Special Resolution**

For all purposes of The Association, "special resolution" shall mean:

- A resolution passed at a general meeting of which not less than 7 days' notice specifying the intention to propose the resolution has been duly given; and by the vote of not less than 75% of those members who, if entitled to do so, vote in person or by proxy.
- A resolution proposed and passed as a special resolution at a general meeting of which not less than 21 days' notice has been given, if all the Executive Directors entitled to attend and vote at the general meeting so agree, or
- A resolution consented to in writing by all the Executive Directors who would have been entitled at a general meeting to vote on the resolution in person, or where proxies are permitted by proxy.

## 8. DISTRIBUTING ASSETS AND DISSOLVING THE ASSOCIATION

### 8.1 Dissolution of the Association

Upon dissolution of The Association and after payment of all debts and liabilities, the remaining property of The Association shall be distributed or disposed of to a Charitable Organization or to Organizations the objects of which relate to the involvement of children in sporting and recreational activities.

### 8.2 Association Change

In the event the association changes organizations, all debts, liabilities and properties would transfer over to the new organization upon board vote.

Name:	Date	Position
Signature: _____ Print Name:		
Signature: _____ Print Name:		
Signature: _____ Print Name:		
Signature: _____ Print Name:		