



## **BYLAWS (2022)**

**Airdrie Minor Hockey Association**

# AIRDRIE MINOR HOCKEY ASSOCIATION BYLAWS (2022)

## 1. NAME OF ASSOCIATION

The name of this society is the AIRDRIE MINOR HOCKEY ASSOCIATION (the “Association” and/or AMHA).

## 2. MEMBERSHIP

- (a) Members of the Association (“Members”) shall be the parents or legal guardians of players registered in good standing with the Association, members of the coaching and management staff of current Association teams, the Executive Committee, Board of Directors and/or Operations Committee and other individuals that the Executive Committee deem to be a member who are over the age of 18 that live in the Airdrie hockey boundary.
- (b) Only Members who are in good standing and in attendance are entitled to vote at meetings of the Members. Each family is entitled to one vote. No voting by proxy is allowed.
- (c) A person shall cease to be a Member:
  - (i) upon failure or refusal to pay their annual registration fees,
  - (ii) upon notification in writing to the President or member of the Executive Committee of their withdrawal from membership, or
  - (iii) when their membership has been suspended or terminated in accordance with the Associations Suspension and Termination of AMHA Membership Policy #3.4.
- (d) Members have the right and responsibility to attend meetings, vote at the AGM or any special meeting of the membership and to behave in accordance with the AMHA Bylaws and Policies set out by the Executive Committee.

## 3. EXECUTIVE COMMITTEE, BOARD OF DIRECTORS, AMHA STAFF, OPERATIONS COMMITTEE

- (a) The Executive Committee consists of the following positions:
  - (i) President
  - (ii) Vice President 1 - Administration
  - (iii) Vice President 2 – High Performance
  - (iv) Vice President 3 – Competitive Stream
  - (v) Vice President 4 – City Stream
  - (vi) Past President (non-voting member)

- (b) The Board of Directors consists of the following positions:
  - (i) Chair – President
  - (ii) AMHA Staff (non-elected positions)
  - (iii) High Performance Director
  - (iv) Competitive Director
  - (v) City Director
  - (vi) Female Director
  
- (c) The AMHA STAFF positions will be decided by the Executive, based on the needs of the association, and may include, but are not limited to:
  - (i) Accountant/Bookkeeper
  - (ii) Program Administrator(s)
  - (iii) Hockey Operations Specialist(s)
  - (iv) Seasonal Support Services
  
- (d) The OPERATIONS COMMITTEE consists of the following positions, but is not limited to;
  - (i) Division and High-Performance Coordinators
  - (ii) Coach Coordinator High Performance and Competitive – Appointed
  - (iii) Coach Coordinator RHL, City and Recreation – Appointed
  - (iv) Player Development Coordinator High Performance and Competitive – Appointed
  - (v) Player Development Coordinator RHL, City and Recreation – Appointed
  - (vi) Player Development Female - Appointed
  - (vii) Team Manager Coordinator
  - (viii) Evaluation Coordinator - Appointed
  - (ix) Tournament Coordinator
  - (x) Equipment Coordinator
  - (xi) Discipline/Risk Management Coordinator - Appointed
  - (xii) Goalie Development Coordinator - Appointed
  - (xiii) Referee Liaison (non-elected position)
  - (xiv) Recreation Coordinator
  - (xvi) Others as Required

#### **4. DUTIES AND POWERS OF THE EXECUTIVE COMMITTEE**

- (a) The Executive Committee has overall control of the affairs of the Association and has authority to enact Regulations, Policies, Procedures and Processes, including fundraising initiatives, or other directives to guide and assist in the orderly operation of the Association.
  
- (b) The Executive Committee, and applicable Board of Directors and/or Operations Committee positions shall be elected, excluding the appointed and AMHA Staff positions, at the election meeting of the Members, usually following the Annual General Meeting (AGM), between January 31 and May 31 inclusive, each year, by a majority vote of the eligible Members present. This Executive Elect will not assume powers of office until conclusion of the AGM that year.

Incumbent members of the Executive Committee, Board of Directors and/or Operations Committee are eligible for re-election.

- (c) Each member of the Executive Committee, shall be elected by the membership at the AGM, with the exception of the Past President, or in the case of a vacancy during the season, an individual may be appointed to the Executive Committee by a majority vote of the current Executive Committee members to hold office until the next AGM election.
- (d) Board of Directors and Operations Committee members shall be elected by the membership at the AGM or if applicable, appointed by a majority vote of the Executive Committee.
- (e) If, at any time other than the election meeting, any member of the Executive Committee, Board of Directors and/or Operations Committee resigns their office, or ceases to be a Member, the Executive Committee shall declare the office vacated. The Executive Committee, acting by a majority vote, has the power to fill the vacancy by appointment. Such appointee will hold the position as if elected, until the next AGM where they can then let their name stand again to be elected or appointed to hold office for another term.
- (f) The Executive Committee and/or Board of Directors have the authority to commission committees or create new Coordinators as deemed appropriate and in addition the Executive Committee has the authority to retain or appoint and compensate administrative or professional services as deemed necessary or prudent.
- (g) The AMHA Staff and/or contract employees are employees of the Association and their roles and responsibilities, as well as compensation and terms of employment will be determined and reviewed annually by the Executive Committee or through contract, as the case may be. The AMHA Staff will report to the Executive Committee through the President.
- (h) The Executive Committee will have the power to impose and enforce penalties for violation of these Bylaws.
- (i) The Executive Committee may, by majority vote, remove from office any member of the Executive Committee, the Board of Directors and/or Operations Committee for neglect of duty or for conduct unbecoming.
- (j) The Executive Committee will supervise the collection and authorize the expenditure of funds of the Association, provided always, that funds coming into the Association will be allocated in accordance with the purpose so intended.
- (k) The Executive Committee will appoint all delegates to attend any meetings of Hockey Alberta, Hockey Canada or other relevant organizations.
- (l) The Executive Committee will adjudicate all disputes between Members which may arise.

## **5. DUTIES AND POWERS OF THE PRESIDENT**

- (a) No person is eligible to be elected President, unless that person has served one full term as a member of the Executive Committee in the previous year. In the event that no Executive Committee members are able to put their name forward, then any of the Board of Directors can put their name forward. In the event that none of the Board of Directors are able to put their name forward, then any of the Operations Committee members can put their name forward, and lastly in the event that none of the Operations Committee members are able to put their name forward, then any Member will be eligible for the nomination to the role of President.
- (b) The President will have the power to suspend summarily, any player, coach, trainer, or manager of any team under the auspices of the Association for ungentlemanly conduct, on or off the ice, for abusive language to any official, or for any other infraction deemed to be detrimental, at the sole discretion of the President. Such suspension to be effective until dealt with by a discipline committee within a reasonable period of time.
- (c) The President shall:
  - (i) be a signing officer for the Association
  - (ii) preside and act as chairperson at all meetings of the Members, Executive Committee and Board of Directors
  - (iii) exercise the powers of the Executive Committee, in case of emergency
  - (iv) discipline up to and including suspension of any team, coach, manager, player, trainer, or other official connected within the Association, subject to ratification at the next meeting of the Executive Committee
  - (v) sit on committees as an ex-officio voting member
    - (vi) be a point of contact for supervision of the AMHA Staff
    - (vii) generally, manage and supervise the affairs and operations of the Association and
  - (viii) together with another officer, appointed by the Executive Committee for that purpose, sign all resolutions, transfers, and releases

## **6. DUTIES OF VICE-PRESIDENT(S) 1, 2, 3 and 4**

- (a) The Vice-President 1 – Administration shall attend all meetings of the society and of the Board and keep accurate minutes of the same. They will be in charge of Secretary and Treasurer responsibilities, as well handle any issues, concerns, questions from the Operations Committee. In case of absence of the VP 1, their duties shall be delegated to another officer appointed by the Executive Committee. They shall work with the Accountant and AMHA Staff to ensure that all of the required financial submissions are completed annually. The VP 1 shall assist the President in the duties of that office, and if required, attend to any duties of the President where the President is unable to do so.

- (b) The Vice-President 2 – High Performance shall be the direct contact for all high-performance teams, including the female Midget AA Elite team and will attend the Airdrie Cochrane Athletic Association committee (ACAA) meetings of behalf of AMHA. The VP 2 shall assist the President in the duties of that office, and if required, attend to any duties of the President where the President is unable to do so.
- (c) The Vice-President 3 – Competitive Stream shall handle any issues, concerns, questions from the Competitive program including Female. The VP 3 shall assist the President in the duties of that office, and if required, attend to any duties of the President where the President is unable to do so.
- (d) The Vice-President 4 – City Stream shall handle any issues, concerns, questions from the City programs. The VP 4 shall assist the President in the duties of that office, and if required, attend to any duties of the President where the President is unable to do so.
- (e) No person is eligible to be elected to one of the Vice-President roles, unless that person has served one full term as a member of the Board of Directors or two years on the Operations Committee. If no one from the Board is willing to put their name forward, then any Member will be eligible for the nomination to the role of Vice-President.
- (f) In the President’s absence or inability to act, any Executive Committee Member shall have and exercise all the powers, authority and restrictions of the President, provided the other Executive Committee Members agree to this appointment.

## **7. DUTIES OF BOARD OF DIRECTORS**

- (a) No person is eligible to be elected a Director unless that person has served a full term as a member of the Operations Committee for the previous year. In the event that no members of the Operations Committee are able to put their name forward then any Member will be eligible for nomination to the role of Director.
- (b) The Directors role is to support their Coordinators in the day to day operation of their applicable leagues.

## **8. REMUNERATION**

Unless authorized by the Executive Committee, at any meeting and after notice for same shall have been given, no officer, director, or member of the society shall receive remuneration for their services.

## 9. MEETINGS

### 9.1 General

- (a) The Annual General Meeting (AGM) of the Members shall be held at the City of Airdrie, in the Province of Alberta, during the period January 31 and May 31 inclusive, each year.
- (b) Meetings of the Members:
  - (i) shall be at the call of the President;
  - (ii) when required, or desired, the Executive Committee may call a meeting of the Members; or
  - (iii) at the written request from one third of the Members, a special meeting shall be convened.  
The proceedings of such a meeting shall be confined to the matters specified in the request.
- (c) Notice of an AGM or any special meeting will be given in writing at least twenty-one (21) days in advance of the meeting. Included in this notice will be a call for Nominations or Expressions of Interest in any of the elected or appointed Board Member positions and a request for any questions to the Board. These nominations and questions will need to be submitted to the President or AMHA Staff at least seven (7) days in advance of the election meeting. No nominations for elected positions, questions or motions will be taken from the floor.
- (d) Upon instruction from the President, the AMHA Staff shall notify the Members of the time, place and if the meeting will be in person or online. Notification may be by phone, electronic means or posting of notices on public notice boards, websites, or in local newspapers, or by other methods deemed appropriate by the Executive Committee.
- (e) The President shall chair all meetings. In the event the President is unable to fulfill this responsibility, an Executive Committee Member designated by the President will fill in.
- (f) At any AGM or special meeting of the Members, the following, as appropriate, may be the order of business: Reading of the minutes; Report of the President; Report of the AMHA Staff; Report of Committees; Resolutions; Other general business; Elections; and Adjournment.
- (g) The elections of all the Board will start with the President position and move down positions as listed in section 3(a), (b) and then (d).
- (h) The appointments of specific positions by the Executive Committee will happen within a month following the AGM and Elections of the new Board.
- (i) AMHA business will be conducted by following these Bylaws, however if any specific procedures are silent regarding rules and practices of how meetings are conducted then the AMHA Board will follow the current edition of Roberts's Rules of Order Newly Revised to govern the proceedings.

- (j) The President may, when deemed necessary, invite any Member, or non-member to any meeting of the Association, to address a particular subject on the agenda.
- (k) A quorum for the Annual General Meeting is not less than twenty (20) members of the association which can include, Board of Directors and/or Operations Committee, not including any AMHA Staff.
- (l) In the event a physical meeting cannot take place a virtual meeting can occur by way of video conference with the ability to vote electronically.
- (m) In the event of a tie vote on a membership motion the vote is 'lost'. If a tie vote occurs for a Board member election vote there will be a re-vote. In the event a tie still remains after the second membership vote, the President will get a second vote.

## 9.2 Meetings of the Executive Committee

- (a) Meetings of the Executive Committee shall be at the call of the President and may be conducted by telephone or video conference attendance.
- (b) A minimum of six (6) meetings per year shall be held.
- (c) At the request of three members of the Executive Committee, the President shall convene a special meeting of the Executive Committee. The proceedings at such a meeting shall be confined to the matters specified in the request.
- (d) Any Member may submit, in writing, items for inclusion on the agenda of an Executive Committee's meeting. These Members shall be entitled to attend that portion of the meeting devoted to those agenda items but will have no vote.
- (e) A quorum for the transaction of business shall consist of not less than three (3) members of the Executive Committee. Only members of the Executive Committee, present in person or online for the meeting, are eligible to vote.
- (f) The President is entitled to invite any Member to be present or to make presentation to the Executive Committee when deemed appropriate.
- (g) Decisions at meetings of the Executive Committee (EC) shall be made by majority vote of the EC members in attendance. Each member in attendance is entitled to only one vote per issue, regardless of the number of positions they may occupy on the Executive Committee. There shall be no proxy votes. The AMHA Staff, any Board Members and/or Operation Committee members at any EC meeting are not entitled to vote on an issue. In the event of a tie, a re-vote will occur with all 5 Executive Committee members available.



### 9.3 Meetings of the Full Executive Committee, Board of Directors and Operations Committee

- (a) Meetings of the full Executive Committee, Board of Directors and Operations Committee shall be at the call of the President and may be conducted by telephone or video conference attendance, if necessary.
- (b) A minimum of three (3) meetings per year shall be held.
- (c) If any voting is to take place, a quorum is not less than ten (10) members of the Executive Committee, Board of Directors and Operations Committee, not including any AMHA staff.

### 9.4 Meetings of the Board of Directors and Operations Committee

- (a) Meetings of the Board of Directors and Operations Committee shall be at the call of the Director(s) and may be conducted in person, by telephone or video conference attendance.
- (b) A minimum of three (3) meetings per year shall be held.
- (c) At the request of a majority of the Executive Committee, the President shall convene a special meeting of the Board of Directors and/or Operations Committee. The proceedings at such a meeting shall be confined to the matters specified in the request.
- (d) A quorum is not less than five (5) members of the Board of Directors and Operations Committee, not including any AMHA Staff.

## **10. BORROWING**

For the purpose of carrying out its objects, the society may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the society, and in no case shall debentures be issued without sanction of a special resolution of the society.

## **11. BANKING**

- (a) The signing officers of the Association for the purpose of drawing funds from the account or accounts of the Association shall be any two (2) members, consisting of the Executive Committee and/or 1 member of the Executive Committee and 1 of the AMHA Staff.
- (b) No AMHA Staff will have signing authority for AMHA Staff expenses, reimbursements, benefits and/or monthly wages, this will be done by the Executive Committee members only.
- (c) All signing officers of the Association must be bondable.

## **12. AUDITING**

The books, accounts and records of the Association shall be audited at least once a year by a duly qualified accountant or by two members of the society elected for that purpose at the Annual General Meeting. A complete and proper statement of the standings of the books for the previous year shall be submitted by such auditor(s) at the Annual General Meeting of the society, if complete. The fiscal year end of the society in each year shall be April 30<sup>th</sup>.

## **13. AMENDMENTS**

- (a) No amendments to these Bylaws by way of new provisions, amended provisions, or rescinded provisions, shall be made except at an AGM, or other general meeting of the Members, and then only by "Special Resolution".
- (b) Notice of any proposed amendment or amendments by Special Resolution must be filed with the Vice-President 1 in writing at least twenty-one (21) days prior to the meeting. The AMHA Staff shall list the contents of the resolution, or a summary thereof to be posted on an Association bulletin board or website with the notice of the AGM or any other general meeting at which it is proposed to consider the resolution.
- (c) The Executive Committee is empowered to amend or alter any Regulations, Policies, and Procedures, Processes or Directives at any Executive Committees' meeting.

## **14. MINUTES OF MEETINGS AND OTHER BOOKS AND RECORDS**

The minutes of meetings of the Members and the Executive Committee shall be taken and prepared by the Vice-President 1 or a member of the AMHA Staff. After approval of the minutes they shall be signed by the President. The AMHA Staff shall keep a record of all minutes arising out of meetings of the Members and the Executive Committee and shall have custody of all such minutes, as well as of other books, records, and documents of the Association.

## **15. INSPECTION OF BOOKS AND RECORDS**

The President shall make available for inspection, the books and records of the Association to a member of the Executive Committee, Board of Directors and/or Operations Committee at any time and to all other Members in good standing at the AGM.

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