



BYLAWS (2026)

Airdrie Minor Hockey Association

AIRDRIE MINOR HOCKEY ASSOCIATION

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1. PREAMBLE

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

The following articles set forth the Bylaws of AMHA and any matters not covered within these bylaws are subject to the AMHA Policies, Procedures and Operating Guidelines.

AMHA is a member of Hockey Canada and Hockey Alberta and shall be bound by all bylaws and regulations of these governing bodies.

As an Association governed under the Alberta Societies Act S-14 RSA 2000 (“Act”), AMHA shall abide by all requirements of the Alberta Societies Act. In the event that any bylaw, policy or procedure contravenes the Act, jurisdiction of the Act supersedes that of 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 Board of Directors and/or other individuals that the Board of Directors 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 are entitled to vote at/for 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 Board of Directors 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.
 - iv Upon threat of or issuance of legal action or implication against the Association, until the legal action or implication is dealt with in entirety.
- d. Members in good standing have the right and responsibility to observe general meetings, vote at the AGM or any special meeting of the membership and to behave in accordance with the AMHA Bylaws and Policies.

3. BOARD OF DIRECTORS

- a. The voting Officers of the Airdrie Minor Hockey Association Board of Directors consist of the President, the Vice President Operations (Vice President), the Vice President Finance (Treasurer) and the Vice President Administration (Secretary). Officers are elected to a specific role and may not hold two (2) voting positions on the Board of Directors concurrently.
- b. The voting Directors of the Airdrie Minor Hockey Association Board of Directors consist of minimum seven (7), maximum fifteen (15) additional elected Directors at Large, as outlined by the Policies, Procedures and Operating Guidelines. Directors at Large are elected to a specific role and may not hold two (2) voting positions on the Board of Directors concurrently.
- c. The AMHA non-voting staff positions will be decided by the Board of Directors, 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
 - v Consultant Services
- d. The AMHA non-voting Operational positions will be decided by the Board of Directors, based on the needs of the association, outlined in governance policy, and elected or appointed annually by the membership. They include, but are not limited to:
 - i Operational Directors and/or Coordinators
 - ii League/stream Directors and/or Coordinators

4. DUTIES AND POWERS OF THE BOARD OF DIRECTORS

- a. The Board of Directors has overall control of the affairs of the Association and has authority to enact Regulations, Policies, Procedures and Processes, including programming governance, or other directives to guide and assist in the orderly operation of the Association.
- b. The Board of Directors and Operational positions shall be elected, excluding the appointed and AMHA Staff positions, at or within seven (7) days in advance of the AGM meeting of the Members, between January 31 and May 31 inclusive, each year, by a majority vote of the eligible Members present. This Board Elect will not assume powers of office until the conclusion of the AGM that year. Incumbent members of the Board of Directors and/or Operational positions are eligible for re-election.
- c. Each member of the Board of Directors and Operational positions shall be elected by majority vote of the membership at the AGM. If, at any time other than the election meeting, any member of the Board of Directors and/or Operational positions resigns their office, or ceases to be a Member, the Board of Directors shall declare the office vacated. The

Board of Directors, acting by a majority vote, has the power to fill the vacancy by appointment. Such appointees will hold the position as if elected, until the immediate next AGM. Should the vacancy occur within the first year of a two (2) year term, an election for the vacated role will occur at the next AGM which fills the role for the remainder of the set term.

- d. The Board of Directors have the authority to commission committees or create new Operational positions as deemed appropriate. The Board of Directors has the authority to retain or appoint and compensate administrative or professional services as deemed necessary or prudent.
- e. 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 Board of Directors or through contract, as the case may be. The AMHA Staff will report to the Board of Directors through the Vice President Administration.
- f. The Board of Directors will have the power to impose and enforce penalties for violation of these Bylaws.
- g. The Board of Directors may, by majority vote, remove from office any member of the Board of Directors or Operational positions for neglect of duty or for conduct unbecoming.
- h. The Board of Directors will supervise the collection and authorize the expenditure of funds of the Association, providing that funds coming into the Association will be allocated in accordance with the purpose so intended.
- i. The Board of Directors will appoint all delegates to attend any meetings of Hockey Alberta, Hockey Canada or other relevant organizations.
- j. The Board of Directors will adjudicate all disputes between Members which may arise.
- k. The Board of Directors voting members will serve a 2-year term for positions, as described in the Regulations, Policies & Procedures. For the purposes of initiating staggered transitions, some roles may be for a 1 year term in their initial year only, as described in the Regulations, Policies & Procedures.

5. DUTIES AND POWERS OF THE OFFICERS

- a. The officers of the board shall, for the intents and purposes of the Societies Act of Alberta, bear the responsibilities as required under the Societies Act S-14 RSA 2000.
- b. No person is eligible to be elected as an Officer of the Board, unless that person has served one term as a member of the Board of Directors in the previous term. In the event that no Board of Directors members are able to put their name forward, then any of the non-voting Operational or League/Stream Directors/Coordinators can put their name forward. And lastly in the event that none of the non-voting Directors/Coordinators are able to put their name

forward, then any Member will be eligible for the nomination to the role of Officer of the Board.

- c. Officers of the Board will have designated titles and hierarchical roles, as outlined in governance policies, including
 - i President
 - ii Vice President Operations (aka Vice President)
 - iii Vice President Finance (aka Treasurer)
 - iv Vice President Administration (aka Secretary)
- d. 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 conduct unbecoming, abusive language to any official, or any other infraction deemed to be detrimental to the esteem of the Association, on or off the ice, at the sole discretion of the President. Such suspension to be effective until dealt with either by a disciplinary committee or ethical review within a reasonable period of time.

6. DUTIES AND POWERS OF DIRECTORS AT LARGE

- a. No person is eligible to be elected to a specified Director at Large role, unless that person has served one term in the previous term as either a voting member of the Board of Directors or as a non-voting Operational or League/Stream Director or Coordinator. In the event that none of the Board of Directors, Operational Directors/Coordinators nor League/Stream Directors/Coordinators wish to put their name forward, any Member will be eligible for the nomination to the role of Director at Large.
- b. Directors at Large will have designated titles and hierarchical roles, as outlined in governance policies, including but not limited to
 - i Vice President
 - ii Director
 - iii Chair
- c. In the President's absence or inability to act, any voting Board of Directors Member shall have and exercise all the powers, authority and restrictions of the President, provided the other Board of Directors Members agree to this appointment by majority vote.

7. REMUNERATION

Unless authorized by the Board of Directors, at any meeting and after notice for the same shall have been given, no officer, director, coordinator nor member of the society shall receive remuneration for their services.

8. MEETINGS

8.1 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 Board of Directors 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-eight (28) days in advance of the meeting. Included in this notice will be all pertaining proposal changes, including supporting documentation, a call for Nominations or Expressions of Interest in any of the elected or appointed Board Member positions and a submission of any questions to the Board.
- d. Nominations or Expressions of Interest for any elected or appointed position must be submitted to the President or AMHA Staff at least fourteen (14) days in advance of the election meeting. No nominations for elected positions will be taken from the floor.
- e. Questions must be submitted to the President or AMHA Staff at least seven (7) days in advance of the meeting. No questions will be taken from the floor.
- f. As per the Act, only matters set out in the notice for the AGM may be considered at the AGM.
- g. 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 Board of Directors.
- h. The President shall chair all meetings. In the event the President is unable to fulfill this responsibility, any Board of Directors Member designated by the President will fill in.
- i. 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 including Financials; Resolutions; Other general business; Elections and/or Election Results; and Adjournment.
- j. The elections of all the Board will start with the President position, followed by Officers of

the Board, Directors at Large, and lastly non-voting Directors/Coordinators. Elections may be carried out electronically, either in advance of or at the meeting of the Members. Elections in advance are not ratified until announcement at the AGM.

- k. The appointments of specific positions by the Board of Directors will happen within a month following the AGM and Elections of the new Board.
- l. 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.
- m. 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.
- n. A quorum for the Annual General Meeting is not less than forty (40) members of the association which can include Board of Directors and/or Operational positions, not including any AMHA Staff.
- o. 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. Electronic vote may occur in support of a physical meeting.
- p. In the event of a tie vote on a membership motion or Board Member election the vote is 'lost and nullified'.

8.2 Meetings of the Board of Directors

- a. Meetings of the Board of Directors 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 50% plus one (1) members of the Board of Directors, the President shall convene a special meeting of the Board of Directors. 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 a Board of Directors'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. The President is entitled to invite any Member to be present or to make a presentation to the Board of Directors when deemed appropriate.
- f. A quorum for the transaction of business shall consist of not less than 50% plus one (1)

person of the full Board of Directors. Only members of the Board of Directors, present in person or online for the meeting, are eligible to vote.

- g. Decisions at meetings of the Board of Directors shall be made by majority vote of the Board members in attendance. There shall be no proxy votes. The AMHA Staff, and/or Operational Coordinators at any Board of Directors meeting are not entitled to vote on an issue. In the event of a tie, the motion fails to pass. A failed motion can be brought forth for a new vote at any time.

8.3 Meetings of the Board of Directors and Operational Positions

- a. Meetings of the full Board of Directors, including non-voting Operational positions, 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 similar to that of the Board of Directors, 50% plus one (1), of the full Board of Directors, not including any AMHA staff nor Operational Directors/Coordinators.

9. 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.

10. 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 Board of Directors and/or 1 member of the Board of Directors 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 Board of Directors members only.
- c. All signing officers of the Association must be bondable.

11. 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 30th.

12. 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 Administration and posted to the membership, in writing at least twenty-one (21) days prior to the meeting. The proposed amendment(s) shall list the full contents of the resolution to be posted on an Association bulletin board or website with the notice of the AGM/SGM.

- c. The Board of Directors is empowered to amend or alter any Regulations, Policies, and Procedures, Processes or Directives at any Board of Directors meeting.

13. MINUTES OF MEETINGS AND OTHER BOOKS AND RECORDS

The minutes of meetings of the Members and the Board of Directors shall be taken and prepared by the Vice President Admin, a member of the AMHA Staff, or designated deputy. The AMHA Staff shall keep a record of all minutes arising out of meetings of the Members and the Board of Directors and shall have custody of all such minutes, as well as of other books, records, and documents of the Association.

14. INSPECTION OF BOOKS AND RECORDS

The President shall make available for inspection the books and records of the Association to a member of the Board of Directors and/or Operational position within 30 days of receipt of written request and to all other Members in good standing at the AGM.

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