



AIRDRIE RINGETTE ASSOCIATION

SPECIAL RESOLUTION passed by the members of the AIRDRIE RINGETTE ASSOCIATION at a Special Meeting of the Society held in the City of Airdrie (virtually online via google meets) on the 28th day of April, 2021

RESOLVED THAT the Bylaws of the Society be amended as follows:

By deleting the Bylaws in their entirety and replacing them with the Airdrie Ringette Association Bylaws attached hereto.

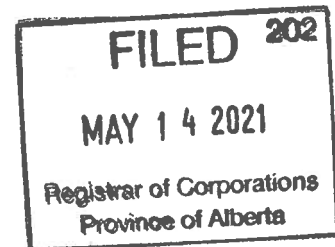
CERTIFICATE

I, Laura Poile, Secretary of the AIRDRIE RINGETTE ASSOCIATION hereby certify that the foregoing is a true and correct copy of a Special Resolution of the AIRDRIE RINGETTE ASSOCIATION duly passed by the members of the Society present at a Special Meeting of the Society held in the City of Airdrie on this 28th day of April, 2021.

DATED at Airdrie this 10 day of May, 2021.



Laura Poile, Secretary



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Laura Poile, Secretary



AIRDRIE
RINGETTE ASSOCIATION

ARA BYLAWS

AIRDRIE RINGETTE ASSOCIATION

P.O. Box 80034 Airdrie, Alberta T4B 2V8

Implemented: 2021-May-13

REVISION SUMMARY

1	Issued for Implementation <ul style="list-style-type: none">- Supersedes original ARA Bylaws (dated 2010). 2010 ARA Bylaws are NO longer valid and shall not be followed. Conformance start date May 13, 2021: ARA shall begin following these bylaws as described within this document.	2021-May-13

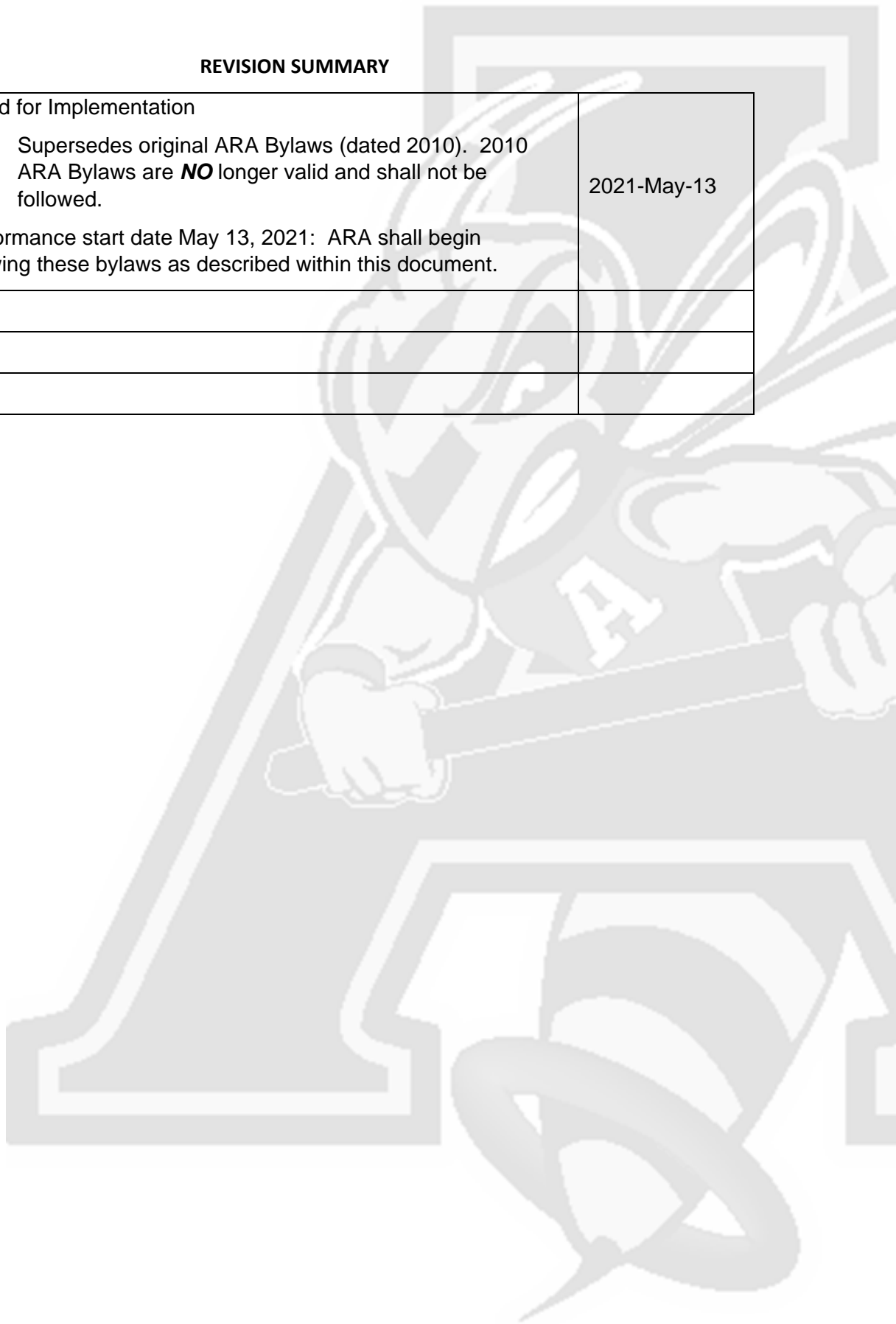


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WHO ARE WE

The Airdrie Ringette Association (ARA) is a not-for-profit youth organization working to provide the sport of Ringette to children (ages 4 to 18) within Airdrie and nearby surrounding areas. Our association goal is to provide a safe and fun environment to enable young athletes to learn and apply the principles of teamwork, discipline, dedication, sportsmanship, and friendship. ARA facilitates the development of strength and character in every participating athlete and volunteer.

ARA is sustained by the hard work, commitment and dedication of many qualified volunteers; continuously striving to develop athletes and the sport of ringette in a healthy and fun way.

WHERE WE PLAY

The province of Alberta is divided into 8 Ringette Zones. Zone 1 (Sunny South), Zone 2 (Big Country), Zone 3 (Calgary), Zone 4 (Parkland), Zone 5(Black Gold/Yellowhead), Zone 6 (Edmonton), Zone 7 (North East) and Zone 8 (Peace Country). ARA is located within Zone 2 (Big Country).

Airdrie Ringette teams (U12 and up) compete in the Chinook 123 league with other teams from Zone 1 (Sunny South), Zone 3 (Calgary), and other Zone 2 (Big Country) associations. ARA Active Start and U10 teams play league games within the Zone 2 U10 league against other teams from Cochrane, Indus, Rockyford, Hussar, Foothills, Strathmore (all Zone 2 associations). All ARA teams are 'tiered' to allow athletes of similar ability (near peer skill) to compete against each other. There could be up to three (3) or more 'tiers' within each age division.

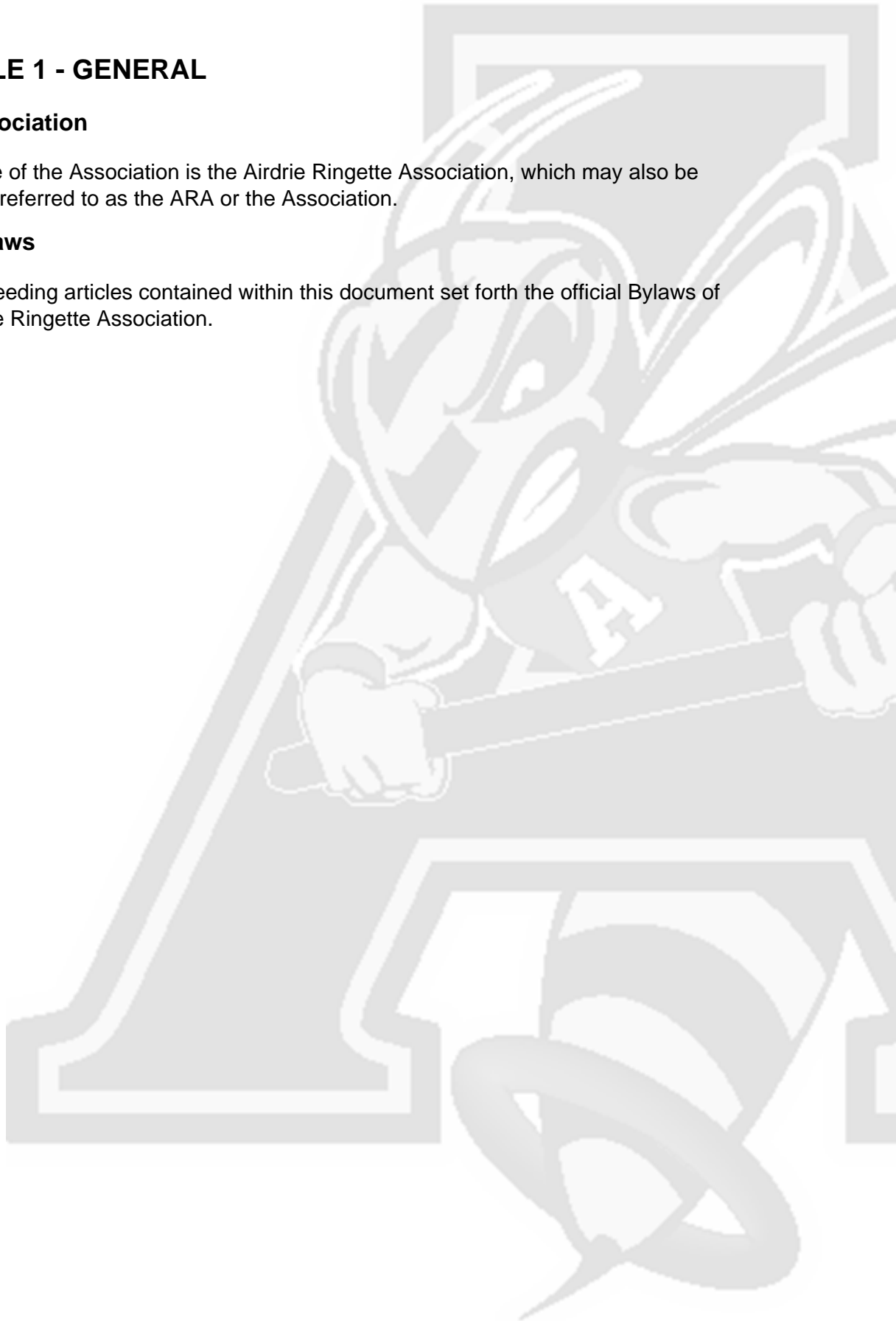
1. ARTICLE 1 - GENERAL

1.1. The Association

The name of the Association is the Airdrie Ringette Association, which may also be known or referred to as the ARA or the Association.

1.2. The Bylaws

The succeeding articles contained within this document set forth the official Bylaws of the Airdrie Ringette Association.



2. ARTICLE 2 - DEFINING AND INTERPRETING BYLAWS

2.1. Definitions

Within the ARA Bylaws, the following words have these meanings:

- 2.1.1. Act means the Societies Act of Alberta, RSA 2000, S-14.
- 2.1.2. Annual General Meeting (AGM) - means the annual general meeting described in Article 4.3.
- 2.1.3. Association means the Airdrie Ringette Association, which may also be known or referred to as ARA.
- 2.1.4. Auditor means an individual appointed by the Members at the current AGM to audit or review the books, accounts, and records of the Association for a report to the Members at the next AGM. The Auditor will not be an Employee or Director of the Association.
- 2.1.5. Board of Directors (or the Board) means the Board of Directors of the Association.
- 2.1.6. Board Meeting means a meeting of the Board of Directors of the Association.
- 2.1.7. Bylaws mean the Bylaws governing this Association as defined in this document.
- 2.1.8. Delegate means an individual who is designated by an Association Member to represent them at any meeting of the Association.
- 2.1.9. Director means an individual elected or appointed to the ARA board to serve as pursuant to these Bylaws, this includes the President and immediate Past President.
- 2.1.10. Executive Committee is defined by these ARA Board positions:
 - a. President
 - b. Vice President
 - c. Secretary
 - d. Treasurer
- 2.1.11. Executive means an individual appointed to serve as an Executive of the Association pursuant to these Bylaws as listed in Article 5.1.6.
- 2.1.12. Member means a Member of the Association as defined in Article 3.
- 2.1.13. Participant – An athlete, coach, manager, trainer, volunteer, or official.
- 2.1.14. Ordinary Resolution – A resolution passed by receiving the majority of votes cast at either a Board meeting or a meeting of Members for which proper notice has been given.
- 2.1.15. Special Meeting - Means the special meeting described in Article 4.4

- 2.1.16. Special Resolution means:
- 2.1.16.1. A resolution passed at an AGM or a Special Meeting of the Association. There must be at least twenty-one (21) day notice for this meeting. The notice will state the proposed resolution and is considered passed when 75% or more of the members physically present at the meeting vote in favor.
 - 2.1.16.2. A resolution passed at an AGM or a Special Meeting of the Association. Between seven (7) and twenty (20) days notice for this meeting has been given. All Voting Members eligible to attend and vote at the meeting must agree;
 - 2.1.16.3. A resolution agreed to in writing by all the Voting Members who are eligible to vote on the resolution in person at an AGM or Special Meeting.
- 2.1.17. Registered Office – registered office of the Association.
- 2.1.18. Registrar – means the Registrar of Societies appointed in accordance with the Public Service Act, of Alberta, or any successor or replacement agency.
- 2.1.19. Voting Member means a Member entitled to vote in person at an AGM or Special Meeting of the Association.
- 2.1.20. Zone 2 means a geographical area within the Province of Alberta, as defined by Ringette Alberta.

2.2. Interpretation

The following rules must be applied in interpreting these Bylaws:

- 2.2.1. Singular and Plural: words indicating singular also include plural, and vice-versa.
- 2.2.2. Interpretation: In these Bylaws, words stating the male gender will include the female gender as well as corporate bodies (i.e. clubs).
- 2.2.3. Ruling on Bylaws: Except as provided in the Act, the Board will have the authority to interpret any provision of these Bylaws that is contradictory, ambiguous, or unclear, provided such interpretation is consistent with the Act and with the objectives of the Association.
- 2.2.4. Conduct of Meetings: Unless otherwise specified in the Act or these Bylaws, meetings of Members and meetings of the Board must be conducted according to Code of Conduct (current edition).
- 2.2.5. Headings are used to delineate bylaw sections for convenience only. They do not affect the interpretation of these Bylaws.
- 2.2.6. Liberal Interpretation: these Bylaws must be interpreted broadly and generously.

3. ARTICLE 3 - MEMBERSHIP

3.1. Member Classification

There are two (2) categories of Members:

- a. Individual Member
- b. Associate Member

3.1.1. Individual Member

- a. Must reside in the geographical boundaries defined by Ringette Alberta for the Association and,
- b. Have at least one (1) athlete registered to play in the upcoming season.
- c. Membership is valid until the closing of the AGM.
- d. New memberships after December 31st must be approved by the Board of Directors.

3.1.2. Associate Member

- a. Open to individuals outside the geographical boundaries defined by Ringette Alberta for the Association, who are released by their current home association to play with ARA. Release to follow Ringette Alberta Residency Policy.
- b. May be granted upon payment of applicable registration fee.
- c. May become an Individual Member when the Associate member's release becomes permanent as per Ringette Alberta Residency Policy.

3.2. Admission of Members

Any individual may become a Member in the appropriate category by meeting the requirements in Article 3.1.

3.3. Membership Fees

- 3.3.1. Membership Year - The membership year is May 1st to April 30th.
- 3.3.2. Membership Fees - The membership fee must be determined by the Board of Directors.

3.4. Rights and Privileges of Members

- 3.4.1. A Member is in good standing when:
 - a. The Member has paid membership fees or other required fees to the Association;
 - b. The Member is not suspended as a member as provided under Article 3.5

- 3.4.2. Any Members in good standing are entitled to:
- a. Receive notice of meetings of the Association.
 - b. Speak at any meeting of the Association:
 - i. But must be added to the agenda.
 - ii. Attend the portion of the meeting to discuss their agenda item.
 - c. Exercise the rights and privileges given to members in these bylaws.

3.4.3. Voting Members

The only Members who can vote at a Special Meeting or AGM of the Association are:

- a. Individual Members in good standing, who are at least eighteen (18) years old.

3.4.4. Number of Votes

A voting member is entitled to one (1) vote per family at any Special Meeting or AGM of the Association.

3.5. Membership Suspension

The Board of Directors, at a special meeting called for this purpose, may suspend or expel a Member:

- a. If the member has failed to abide by the Bylaws,
- b. If the member has disrupted meetings, or functions of the Association,
- c. If the member has done for failed to do anything judged to be harmful to the Association,
- d. If the member has failed to follow the [Association Code of Conduct and Ethics Policy](#).

3.5.1. Notice to Member

- 3.5.1.1. The affected member must receive a formal signed document of the Board's intention to potentially suspend or expel the Member. The Member will receive at least fourteen (14) days notice before the Special Meeting.
- 3.5.1.2. The notice will be sent (via email or mail) to the Member. The notice may also be delivered by an Executive of the Board.
- 3.5.1.3. The notice must state the reasons for potential suspension or expulsion under consideration.

3.5.2. Decision of the Board

3.5.2.1. The Member will have an opportunity to appear before the Board to address the matter. The Board may allow a maximum of one (1) other person to accompany the Member.

3.5.2.2. The Board will determine how the matter will be dealt with and may limit the time given to the Member to address the Board.

3.5.2.3. The Board may exclude the Member from its discussion of the matter, including the Board decision vote.

3.5.2.4. The decision of the Board is final.

3.6. Termination of Membership

3.6.1 Registration

3.6.1.1. Any Member may resign from the Association by sending a formal signed document to the Secretary or President of the Association.

3.6.1.2. Once the notice is received, the Member's name must be removed from the Member Registry. The Member is considered to have ceased being a Member on the date his name is removed from the Member Registry.

3.6.2 Deemed Withdrawal

When a member has not paid the annual membership fees within three (3) months following the date the fees are due, the Member is considered to have submitted their resignation.

3.6.3 Expulsion

The association may expel members when deemed in the association's interests by passing a Special Resolution during a Special meeting called to deal with the expulsion issue.

3.7. Appeal

Any Member directly affected by a decision of the Association may appeal the decision. The [ARA Appeal Policy](#) will be used to process any and all decision appeals submitted by Members.

4. ARTICLE 4 - MEETINGS

The process for all meetings will follow the guidelines outlined below:

4.1. Meeting Business

The business conducted at all meetings will include but are not limited to the following:

4.1.1. Presenting the applicable financial statements of the Association.

4.1.2. Presenting the activity reports of the various board directors.

4.1.3. Quorum

4.1.3.1. Quorum is defined for board meeting as majority of voting board directors present;

4.1.3.2. Quorum is defined for AGM as majority of voting board directors plus one (1) Member in good standing present;

4.1.3.3. No business will be transacted at Meetings unless Quorum is met. When quorum cannot be met, the meeting will be rescheduled.

4.1.4. Agenda

The meeting agendas must be made available to Members prior to the meeting.

4.1.5. Minutes

The minutes of meetings must include a record of all the attendees, resolutions considered and their disposition, and reports received either explicitly or as attachments. The minutes from the previous meeting must be made available to Members before the next meeting.

4.1.6. Abstention of Voting Rights

Members are disqualified from voting by reason of a conflict of interest where the matter:

- a. Affects a private company of which they are shareholders,
- b. Affects a public company in which they hold more than 1% of the number of shares,
- c. Affects a partnership or firm of which they are members,
- d. Concerns a contract for the sale of goods, merchandise or services to which they are a party,
- e. Directly affects the placement or discipline of any player to whom they are involved,

- f. Directly affects a team with which they are involved, or there is a perceived conflict of interest resulting from the vote.

Any member excluded because of the above must declare before the discussion of the resolution and must not participate in the debate and will be deemed absent for that specific resolution.

4.1.7. Right to vote

- 4.1.7.1. AGM or Special Association Meetings - Every Member, in good standing, present is entitled to vote with a maximum of one (1) vote per family on any issue for which a vote is called.
- 4.1.7.2. Board Meeting - Only Directors will vote.
- 4.1.7.3. The President will have the deciding vote when the vote on a motion is tied.

4.1.8. Proxy Voting

A proxy or delegate is not allowed to vote at any meeting, regardless of type.

4.1.9. Resolutions

Each Member will have the privilege of proposing Resolutions for consideration by the Board of Directors but will require another member to second the Resolution.

A Member proposing a Resolution has the right to withdraw it any time, in which case it will not be recorded in the minutes and meeting business will continue as though the Resolution was never made.

At any meeting, a resolution must be carried when a majority of Members vote in its favor.

4.1.10. Vote by Show of Hands

At any meeting, a resolution voted upon must be decided by a show of hands unless a ballot is requested by at least one (1) member before the vote.

The decision of the board must be determined by a majority vote, of the Directors present.

4.2. Board Meeting

4.2.1 Board Meeting may be held at any place within Alberta, or be held online (virtually) when in person meetings are not possible.

4.2.2 It is recommended that Board Meetings be held once per month but can be called more/less frequently as required. Board Meetings will be called by the President after consultation with the Board of Directors.

4.2.3 Board Meetings will be open to all Members; however,

4.2.2.1. Members and their discussion item must be added to the meeting agenda.

4.2.2.2. Member must be present to have their agenda item discussed.

4.2.4 Each Member is to be notified ten (10) day's in advance of scheduled Board Meetings using email.

4.2.5 When there is no quorum as outlined in Article 4.1.3, the President will adjourn the meeting and reconvene it the following week using the same day and time. Five (5) or more Directors will constitute the necessary quorum for the rescheduled meeting.

4.2.6 Each Director (excluding the President) has one (1) vote, with the exception of the clauses listed in Article 4.1.6.

4.2.7 President will not vote except in the event of a tied vote.

4.2.8 Board Meetings are open to the Members of the Association, but only Directors may vote. A majority of Directors present is required to ask Members to leave the meeting.

4.3. Annual General Meeting (AGM)

4.3.1 Timing

The association holds its AGM no later than June 30 of each Calendar year, in Airdrie, Alberta. The Board will set the date, time and place of the meeting.

4.3.2 Notice

The Secretary mails, e-mails or delivers a notice to each Member at least twenty-one (21) days before the AGM. This notice states the place, date and time of the AGM.

4.3.3 Business

Agenda for the meeting:

The AGM deals with the following matters:

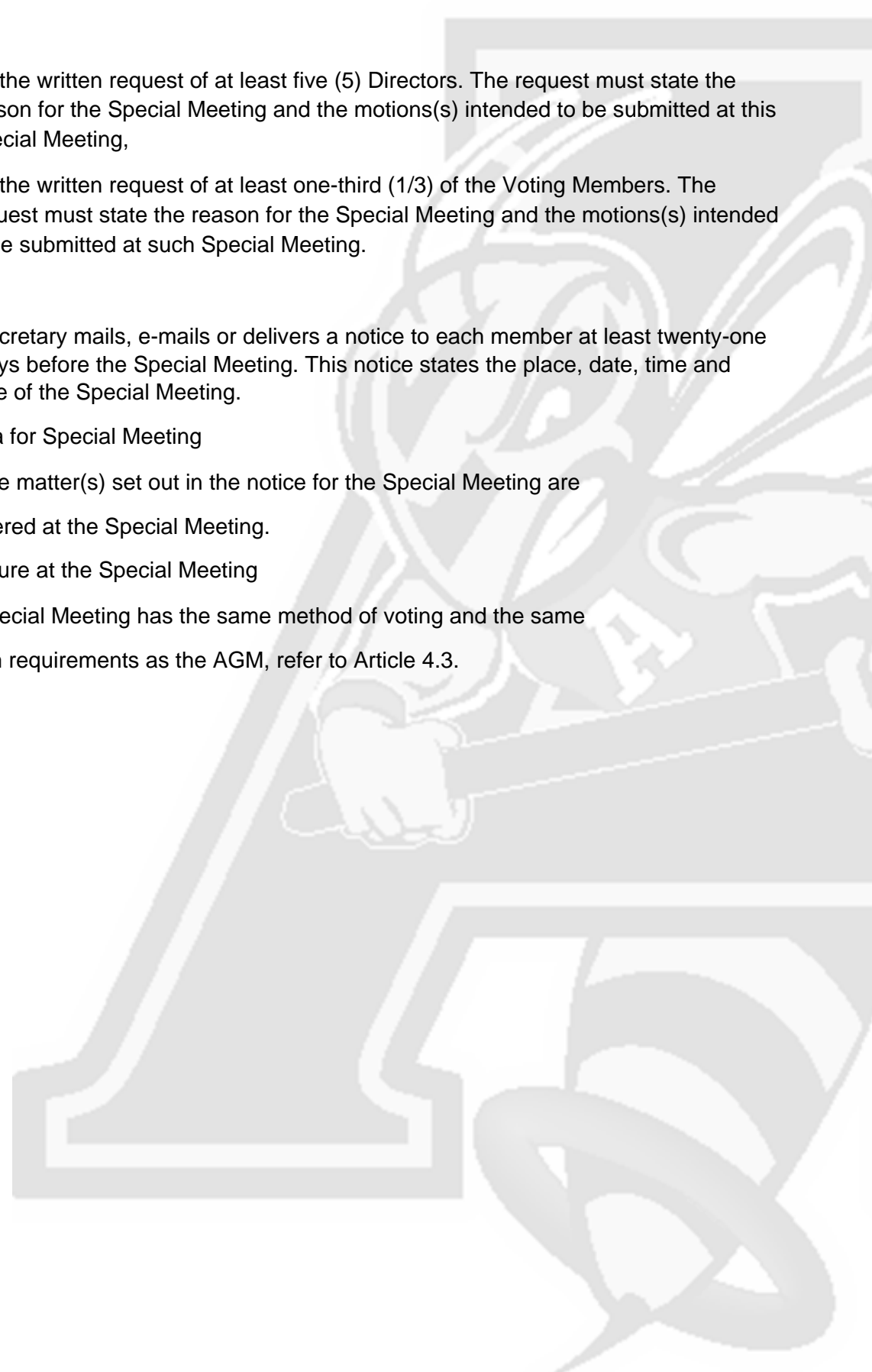
- a. To review the audited financial statements of the Association from the previous season,
- b. To review the interim financial reports/budgets,
- c. To appoint the Association auditor(s) for the current season,
- d. To review the reports of the Board of Directors,
- e. To elect the Board of Director positions of the Association.

4.4. Special Meeting of the Association

4.4.1. Calling of Special Meeting

A Special Meeting may be called at any time:

- a. By a resolution of the Board of Directors to that effect,

- 
- b. On the written request of at least five (5) Directors. The request must state the reason for the Special Meeting and the motions(s) intended to be submitted at this Special Meeting,
 - c. On the written request of at least one-third (1/3) of the Voting Members. The request must state the reason for the Special Meeting and the motions(s) intended to be submitted at such Special Meeting.

4.4.2. Notice

The Secretary mails, e-mails or delivers a notice to each member at least twenty-one (21) days before the Special Meeting. This notice states the place, date, time and purpose of the Special Meeting.

4.4.3. Agenda for Special Meeting

Only the matter(s) set out in the notice for the Special Meeting are considered at the Special Meeting.

4.4.4. Procedure at the Special Meeting

Any Special Meeting has the same method of voting and the same quorum requirements as the AGM, refer to Article 4.3.

5. ARTICLE 5 - Governance

5.1. Board of Directors

5.1.1. Priorities

The Board of Directors governs and manages the affairs of the Association, and act as fiduciaries for the Association. Duties include, but are not limited to:

- a. Act with the utmost care, loyalty, and good faith towards the Association,
- b. Set self-interests aside and to act, in the matter at hand, in the best interests of the Association,
- c. Respect the Association's right to confidentiality. The Directors must maintain as confidential, and not divulge, any information or data not publicly available,
- d. A Director must not be paid for their services unless it is deemed appropriate through a special resolution.

5.1.2. Composition of the Board

The Board consists of:

- a. President,
- b. Vice President,
- c. Secretary,
- d. Treasurer,
- e. Director of Officials,
- f. Registrar,
- g. Director of Coaching Development,
- h. Director of Player Development,
- i. Director of Public Relations,
- j. Director of Fundraising,
- k. Tournament Director,
- l. Equipment Manager,
- m. Ice Scheduler,
- n. Volunteer Coordinator,
- o. Member at Large (2x),
- p. Past President (non-voting consultant)

Other positions may be created by resolution of the Board when required due to circumstance (e.g. Safety Officer).

5.1.3. Election of the Board Members

5.1.3.1. The Executive of the Association are the President, Vice-President, Secretary and Treasurer.

5.1.3.2. The Executives will be elected at the AGM.

5.1.3.3. The election of the Executives will be staggered as follows:

- a. President and Secretary will take place at the AGM in years ending in odd numbers,
- b. Vice President and Treasurer will take place at the AGM in years ending in even numbers.

5.1.3.4. All Directors, except Member-At-Large, will be elected at the AGM

5.1.3.5. The election of the Directors will be staggered as follows:

Director of Officials, Registrar, Director of Coaching Development, Director of Public Relations, and Director of Fundraising will take place at the AGM in years ending in odd numbers; and

Director of Player Development, Tournament Director, Equipment Manager, and Ice Scheduler will take place at the AGM in years ending in even numbers.

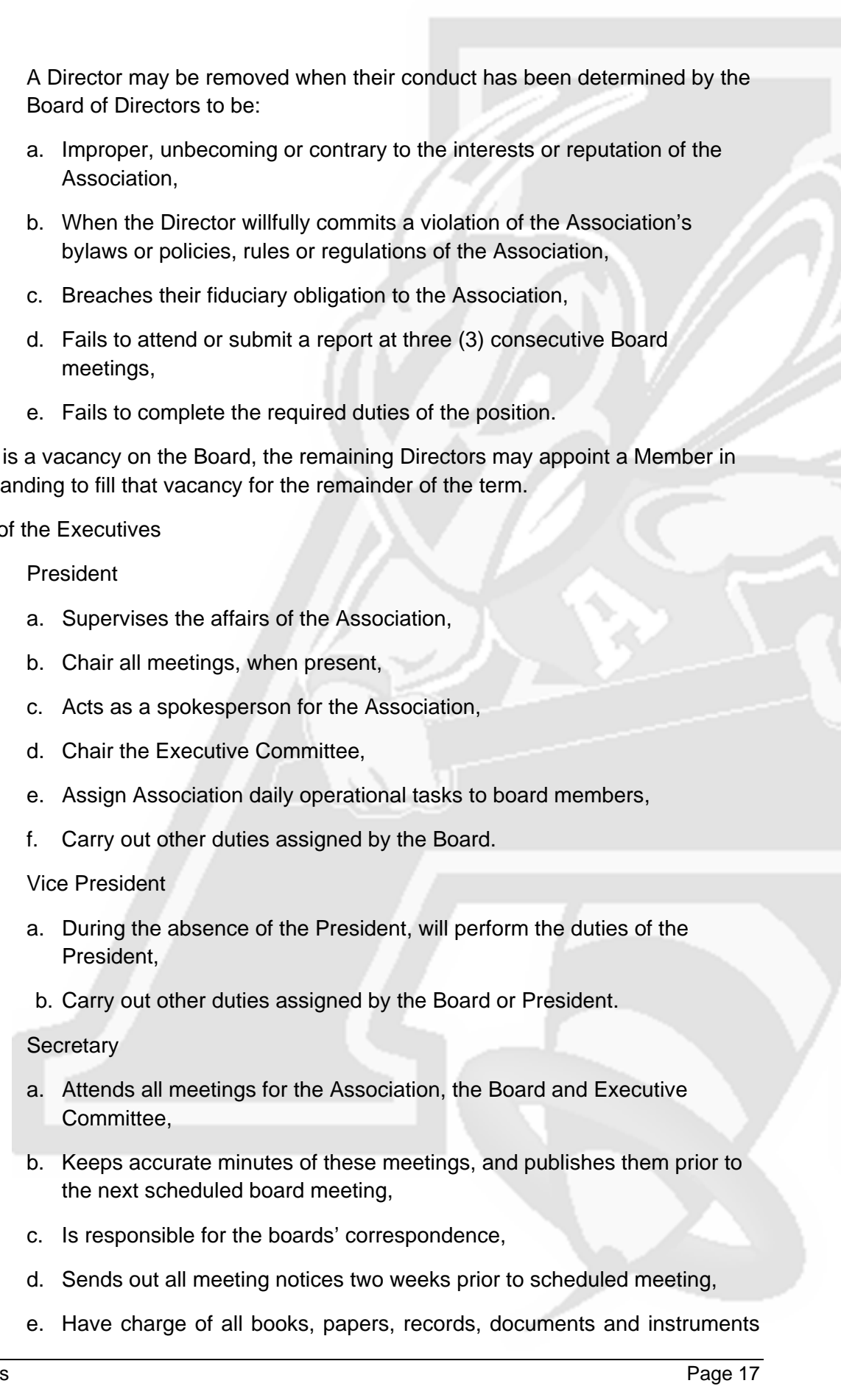
The appointment of the Member(s)-at-Large by the Board in years ending in even numbers.

5.1.3.6. Term

- a. The term of a Director will be two years from the date of the AGM in which they were elected; to a maximum of two consecutive terms,
- b. The balance of the term they are filling,
- c. Until they resign from office by giving one (1) month's written signed notice. Resignation will take affect either at the end of the month's notice or the date the Board accepts the resignation,
- d. Until the death of the Director,
- e. Until the Director is removed from Office, as described in Article 5.1.4.

5.1.4. Removal from Office

5.1.4.1. Voting Board Members may remove any Director, before the end of their term. There must be a two-thirds ($\frac{2}{3}$) vote by secret ballot at a Special Meeting called for this purpose.

- 
- 5.1.4.2. A Director may be removed when their conduct has been determined by the Board of Directors to be:
 - a. Improper, unbecoming or contrary to the interests or reputation of the Association,
 - b. When the Director willfully commits a violation of the Association's bylaws or policies, rules or regulations of the Association,
 - c. Breaches their fiduciary obligation to the Association,
 - d. Fails to attend or submit a report at three (3) consecutive Board meetings,
 - e. Fails to complete the required duties of the position.
 - 5.1.5. If there is a vacancy on the Board, the remaining Directors may appoint a Member in good standing to fill that vacancy for the remainder of the term.
 - 5.1.6. Duties of the Executives
 - 5.1.6.1. President
 - a. Supervises the affairs of the Association,
 - b. Chair all meetings, when present,
 - c. Acts as a spokesperson for the Association,
 - d. Chair the Executive Committee,
 - e. Assign Association daily operational tasks to board members,
 - f. Carry out other duties assigned by the Board.
 - 5.1.6.2. Vice President
 - a. During the absence of the President, will perform the duties of the President,
 - b. Carry out other duties assigned by the Board or President.
 - 5.1.6.3. Secretary
 - a. Attends all meetings for the Association, the Board and Executive Committee,
 - b. Keeps accurate minutes of these meetings, and publishes them prior to the next scheduled board meeting,
 - c. Is responsible for the boards' correspondence,
 - d. Sends out all meeting notices two weeks prior to scheduled meeting,
 - e. Have charge of all books, papers, records, documents and instruments

belonging to the Association, except when some other officer or agent has been appointed for that purpose,

- f. Attend to the legal matters of the Association, including the maintenance of all regulatory records, including annual reports, insurance documents and Bylaws,
- g. Maintain a record of the Association policies determined by the Board of Directors,
- h. Carry out other duties assigned by the Board or President,
- i. Publish all meeting agenda on the Association website seven (7) days prior to meeting date.

5.1.6.4. Treasurer

- a. Ensures sure all monies paid to the Association are deposited in a chartered bank and into appropriate accounts as chosen by the Board.
- b. Prepare and maintain an annual budget,
- c. Make sure a detailed account of revenues and expenditures is kept and presented to the Board at every board meeting,
- d. Makes sure an audited statement regarding the financial position of the Association is prepared and presented to the AGM,
- e. Supervise the bank accounts of the Association,
- f. Maintain custody of the financial records, deposit books and cheques of the Association,
- g. Ensure that the Association has filed all required annual government filings (Provincial /Federal Government) e.g. tax assessment, etc;
- h. Carry out other duties assigned by the Board or President.

5.1.7. Duties of other Board Directors

Refer to the [ARA Board Position Description](#) document for details.

5.1.8. Board Committees

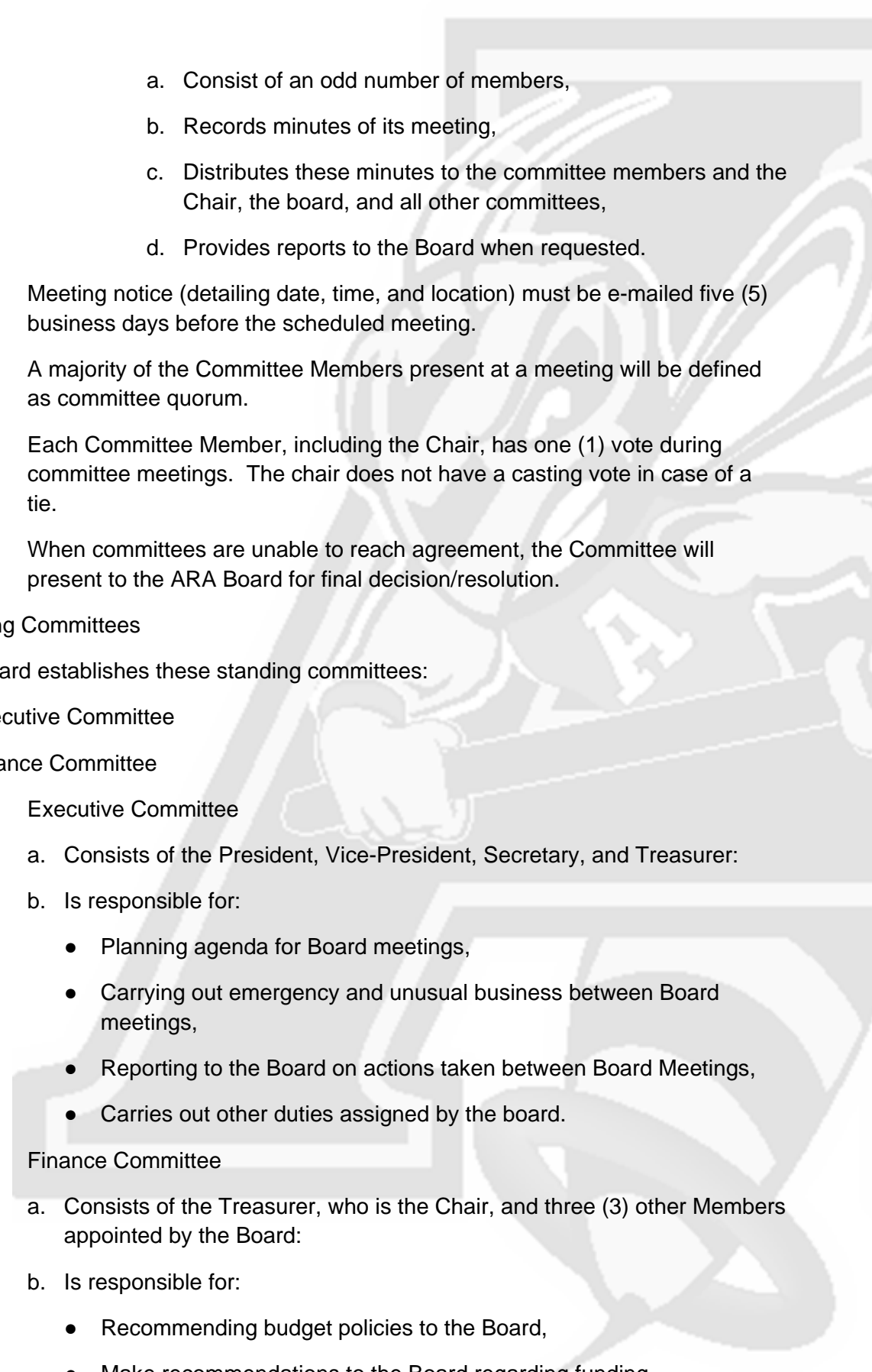
5.1.8.1. Establishing Committees

The Board may appoint committees to advise the Board, or to complete assigned tasks.

5.1.8.2. General Procedures for Committees

5.1.8.2.1. A Board Member chairs each committee created by the Board.

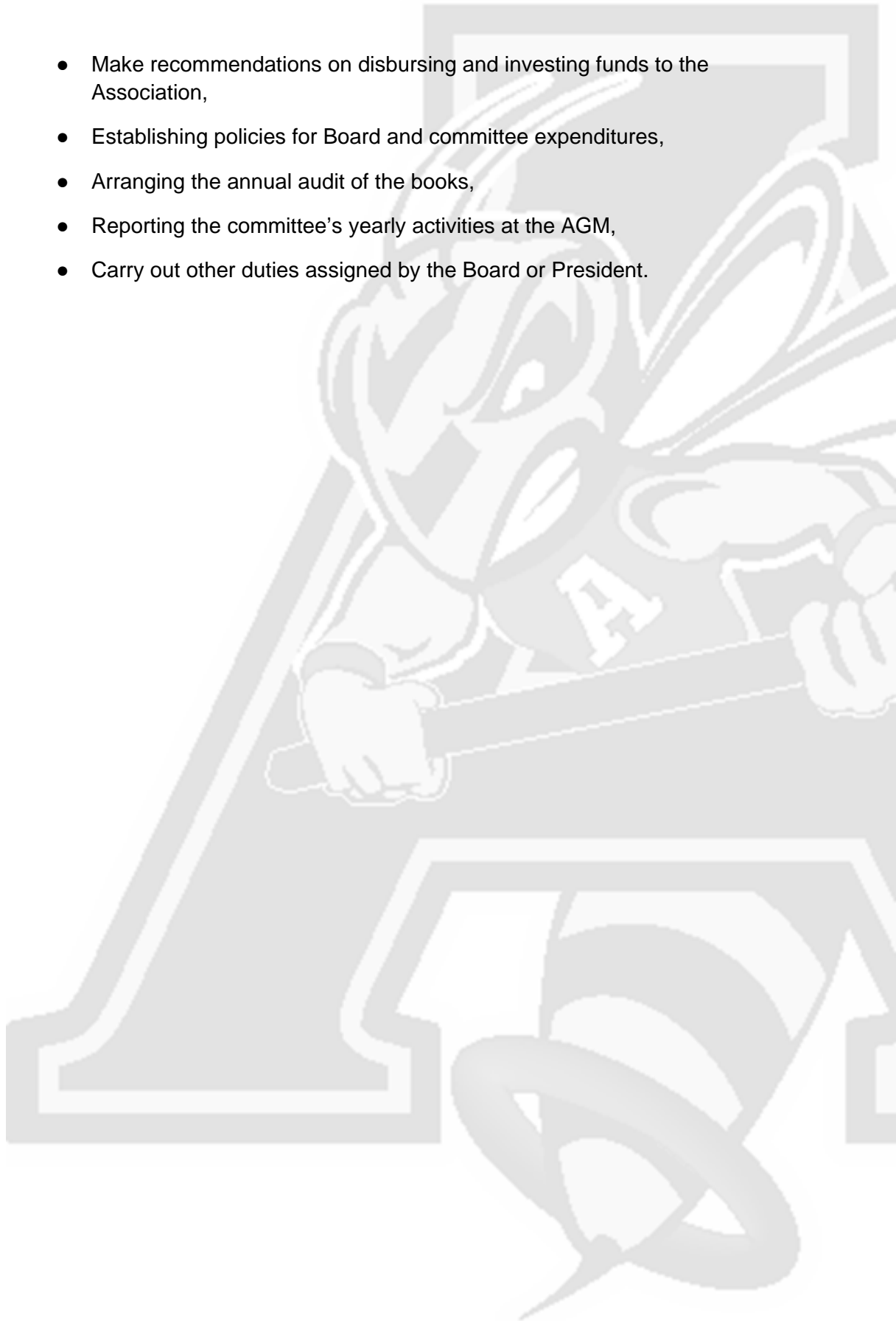
5.1.8.2.2. The chair sets the committee meetings. Each Committee will:

- 
- a. Consist of an odd number of members,
 - b. Records minutes of its meeting,
 - c. Distributes these minutes to the committee members and the Chair, the board, and all other committees,
 - d. Provides reports to the Board when requested.
 - 5.1.8.3. Meeting notice (detailing date, time, and location) must be e-mailed five (5) business days before the scheduled meeting.
 - 5.1.8.4. A majority of the Committee Members present at a meeting will be defined as committee quorum.
 - 5.1.8.5. Each Committee Member, including the Chair, has one (1) vote during committee meetings. The chair does not have a casting vote in case of a tie.
 - 5.1.8.6. When committees are unable to reach agreement, the Committee will present to the ARA Board for final decision/resolution.
 - 5.1.9. Standing Committees

The Board establishes these standing committees:

 - a. Executive Committee
 - b. Finance Committee
 - 5.1.9.1. Executive Committee
 - a. Consists of the President, Vice-President, Secretary, and Treasurer:
 - b. Is responsible for:
 - Planning agenda for Board meetings,
 - Carrying out emergency and unusual business between Board meetings,
 - Reporting to the Board on actions taken between Board Meetings,
 - Carries out other duties assigned by the board.
 - 5.1.9.2. Finance Committee
 - a. Consists of the Treasurer, who is the Chair, and three (3) other Members appointed by the Board:
 - b. Is responsible for:
 - Recommending budget policies to the Board,
 - Make recommendations to the Board regarding funding,

- Make recommendations on disbursing and investing funds to the Association,
- Establishing policies for Board and committee expenditures,
- Arranging the annual audit of the books,
- Reporting the committee's yearly activities at the AGM,
- Carry out other duties assigned by the Board or President.



6. ARTICLE 6 - FINANCE and OTHER MANAGEMENT MATTERS

6.1. The Registered Office

The Registered Office of the Association is in Airdrie, Alberta.

6.2. Finance and Auditing

6.2.1. The Fiscal year of the Association ends on April 30th of each year.

6.2.2. There must be an audit of the book, accounts and records of the Association each year.

6.2.3. The Auditor must be a registered professional accountant within the province of Alberta.

6.2.4. The books, accounts and records of the Secretary and Treasurer must be audited at least once per year. The auditor must have access to all records, documents, books, accounts of the Association and is entitled to acquire information for the Directors and Executives of the Association deemed necessary to complete their duties.

6.2.5. The Auditor is appointed at each AGM and will submit a complete statement of the books from the previous year.

6.2.6. Remuneration of the Auditor must be fixed by the Board of Directors.

6.2.7. Financial statements of the Association to be presented at the AGM to the members.

6.2.8. The Annual Budget will be presented as a projection with cash receipts exceeding the disbursements. The budget is to be prepared by April 30 of each year. The budget is first reviewed by Directors and then will be presented to the Members at the AGM.

6.3. Cheques and Contracts of the Association

6.3.1. The designated Executives of the Board will sign all cheques drawn on Association monies. Two (2) signatures will be required on all cheques.

6.3.2. All contracts of the Association will be signed by the Executives or other persons authorized to do so by a resolution of the board.

6.4. Keeping and Review of the Books and Records of the Association

6.4.1. The Secretary keeps an electronic copy of meeting minutes for each meeting of the association and formally archived.

6.4.2. The Board keeps and files all necessary books and records of the Association as required by the Bylaws, the Societies Act, or any other statute or laws.

6.4.3. The books and records of the Association may be reviewed at any time upon arranging a satisfactory time with the Executive Committee. Each Director will at any time have access to such books and records.

6.4.4. Unless otherwise permitted by the Board, such inspection will take place at the Registered Office.

6.5. Borrowing Powers

This Association may borrow or raise funds to meet its objectives and operations. The Board will decide the amounts and ways to raise money. Borrowing and/or fundraising is subject to the normal board decision process and cannot be exercised otherwise.

6.6. Payments

No Member, Director or Executive of the Association will receive any payment for their services as a Member, Director or Executive.

6.7. Protection of Directors, and Executives

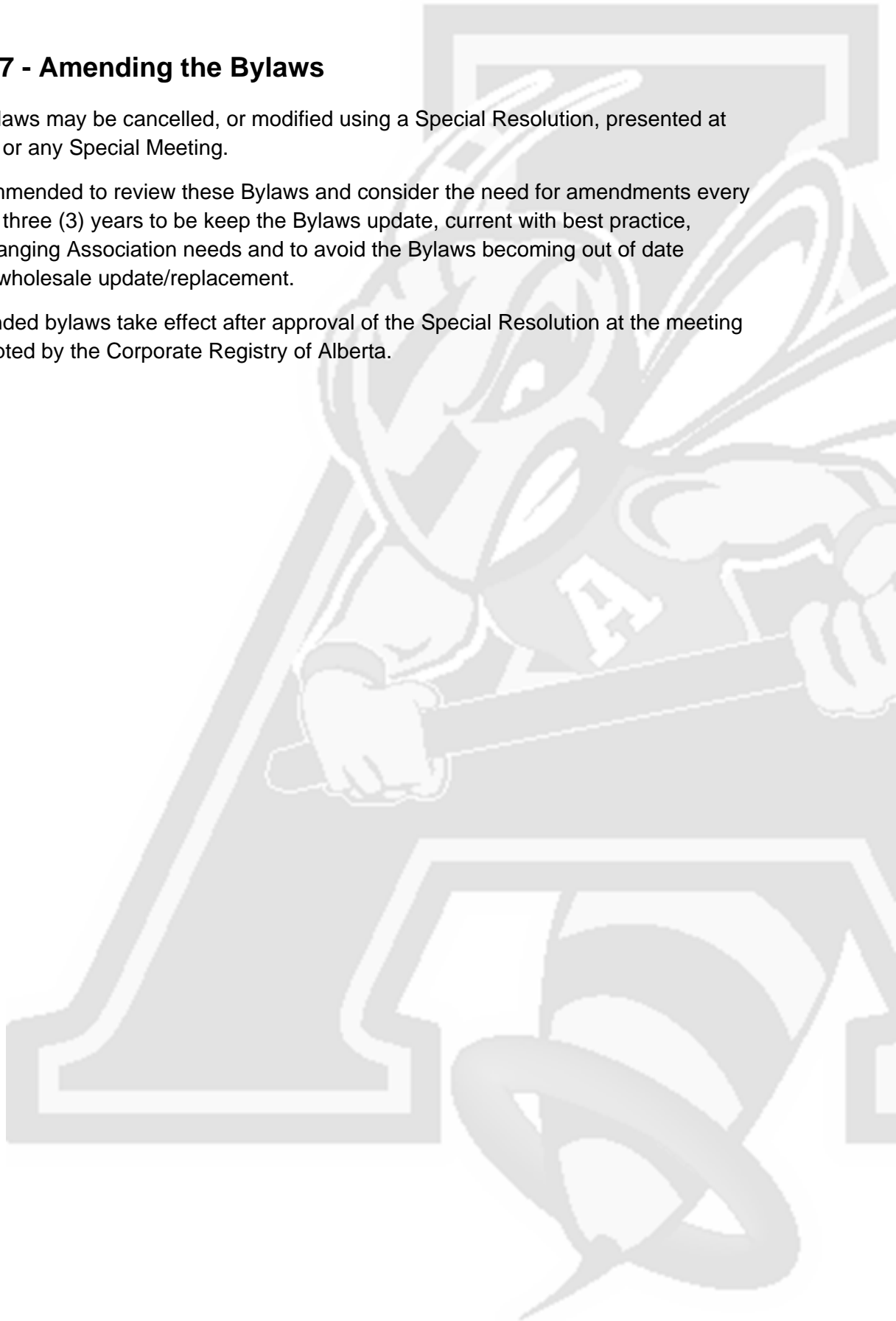
6.7.1. The association indemnifies each Director or Executive against all costs or charges that result from any act done in their role for the Association. The Association does not protect any Director, or Executive for acts for fraud, dishonesty, or bad faith.

6.7.2. No Director or Executive is liable for the acts of any other Director or Executive. No Director or Executive is responsible for any loss or damage due to the bankruptcy, insolvency, or wrongful act of any person, for cooperation dealing with the Association. No Director or Executive is liable or any loss due to an oversight or error in judgement, or by an act in their role for the association, unless the act is fraud, honesty or bad faith.

6.7.3. Directors or Executives can rely on the accuracy of any statement or report prepared by the Association's auditor. Directors or Executives are not held liable for any loss or damage as a result of acting on that statement or report.

7. Article 7 - Amending the Bylaws

- 7.1. These Bylaws may be cancelled, or modified using a Special Resolution, presented at the AGM, or any Special Meeting.
- 7.2. It is recommended to review these Bylaws and consider the need for amendments every two (2) or three (3) years to be keep the Bylaws update, current with best practice, and/or changing Association needs and to avoid the Bylaws becoming out of date requiring wholesale update/replacement.
- 7.3. The amended bylaws take effect after approval of the Special Resolution at the meeting and accepted by the Corporate Registry of Alberta.



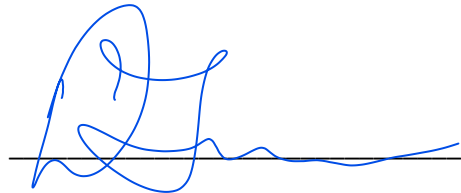
8. Article 8 - Distributing Assets and Dissolving the Association

- 8.1. The Association does not pay dividends or distribute its property among its Members.
- 8.2. In the event the Association is dissolved, any funds or assets remaining after paying all the debts are to be disbursed to:
 - a. One or more eligible charitable or non-profit entities,
 - b. A municipality, in trust, until such time as the assets can be transferred to one (1) or more eligible charitable or non-profit entities paid to a non-profit organization.

IN WITNESS of the enactment and adoption of the Bylaws as described herein, the ARA Executive Committee of the Airdrie Ringette Association have endorsed their signatures this 5th day of May, 2021.




Blair Schiffner - ARA President



Darren Turner - ARA Vice President



Laura Poile - ARA Secretary



Carol Cornu - ARA Treasurer



Todd Rodgers - Witness

