

VERSION 2020.01.15

BEAUMONT AMATEUR HOCKEY ASSOCIATION (BAHA)
BAHA

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APPENDIX Special Resolution Bylaw Amendment Form

1.0 Name of the Association

- 1.1 This organization shall be known as the Beaumont Amateur Hockey Association (BAHA).
- 1.2 This association is the governing body for all minor hockey in the City of Beaumont. The organization shall be in good standing with Hockey Alberta and Hockey Canada.
- 1.3 Beaumont Amateur Hockey Association shall be a member of Hockey Alberta and Hockey Canada and shall be bound by all bylaws and regulations of these Associations.

2.0 Beaumont Amateur Hockey Association

- 2.1 Beaumont Amateur Hockey Association shall support the levels of hockey from U7 Program up to Junior “C”.
- 2.2 Beaumont Amateur Hockey Association will endeavor to find appropriate leagues for all registered teams to participate.

3.0 Definitions and Interpretations

- The headings herein are given for convenience only, and shall not affect the interpretations of the bylaws.
- These bylaws shall be interpreted in a large and liberal sense so as to give effect thereto wherever possible.

Act – means the Societies Act of Alberta as amended from time to time

Annual General Meeting – means the general meeting of the Members

Appeal – means an appeal on a BAHA decision

BAHA – means Beaumont Amateur Hockey Association

Board – means the area recognized by Hockey Alberta that separates BAHA from other associations and defines the area which BAHA may register participants as “Resident” players.

Bylaws – means a law or regulation that governs the internal affairs of a company or other organization

Board Meeting – means a meeting of the Board Members

Board Member – means a person that has been elected or appointed to the Board

BAHA Coach – means a person registered with Hockey Alberta as a coach of a Hockey Team

Coaching Staff – of a hockey team means the persons registered with Hockey Alberta including but not limited to the coach, assistant coach(es) manager and trainer of the hockey team.

Committee(S) – a group set out to review or develop a process or procedure

Current Season/Current Year – means the fiscal year (May 1 to April 30) that a game, event, function, occurrence, practice, or tournament has occurred.

Discipline – means correction, chastisement, punishment, penalty, and, without limiting generality of the foregoing, shall include suspension, expulsion

Divisions – shall have the meaning as defined by Hockey Canada from time to time relating to the classification of players by level

Executive Committee – the committee as defined in Bylaws

Executive Meeting - meeting of the Executive Committee

Financial Statement(s) – the financial statements of BAHA

Fiscal year – shall commence the 1st day of May of every year to and including the 30th day of April of the following year

Hockey Alberta – the Alberta Amateur Hockey Association

Hockey Canada – the Canadian Hockey Association

Import – a player that resides outside of the Beaumont Hockey boundaries

Legal Guardian – means a person that is granted guardianship of a player under the age of eighteen (18) years by the law courts of competent jurisdiction

Level Director – means the Board Member elected or appointed with the responsibility for a particular Division

Member – means a person that has been admitted as a member of BAHA

Member in Good Standing – means any member who meets the criteria described and has paid their registration and fundraising requirements, all property belonging to BAHA has been returned, and have no sanction or disciplinary action against them

Off-Ice Officials – means person who work as time-keepers, goal judges, penalty-box attendants and other persons which may be required off the ice from time to time for the organized conduct of a game of hockey

On-Ice Officials – means persons who work as referees or linesmen as required for the organized conduct of a game of hockey

Resolution – means a resolution passed at General Meeting or a Board Meeting by a vote of not less than 50% of those members present in person

Rules and Regulations – means those rules and regulations of BAHA for the administration and operations of hockey

4.0 Membership

4.1 Members

- a) The current members of BAHA shall consist of:
 - i. Parent or Legal Guardians of Players
 - ii. Any other interested community member interested in further the objectives of the Beaumont Amateur Hockey Association as approved by the Board
- b) Members must agree to abide by all rules and regulations of BAHA and that the agreement will be indicated by the Members signature on the registration/application form
- c) Membership is subject to approval of BAHA. Such approvals will be evidence by the Executive Administrator upon acceptance of the appropriate registration/application form, and payment of registration fees for player(s)
- d) Residency of members must be consistent with BAHA Bylaws and Rules & Regulations
- e) BAHA Reserves the right to expel anyone who fails to abide by the rules and regulations, by a two-thirds majority vote by the Board
- f) Any member wishing to withdraw from membership may do so upon notice in writing to the Board through its Secretary. If any member is in arrears for fees or assessments for any year, such member shall be automatically suspended at the expiration of 30 days from the end of the current hockey season and shall thereafter be entitled to no membership privileges or powers in the Association until reinstated by the Board

4.2 Life Members

Life membership is the highest honor that may be bestowed by BAHA. It is only awarded to individuals for very distinctive services to BAHA. Nominations for life membership must be forwarded to the Board prior to the Annual General Meeting each year.

4.3 Rights of Members

- a) Members and Life Members shall be entitled to such information and advice with regard to the affairs of BAHA, as a member of BAHA or any of its Board Members may be able to supply.
- b) Members in Good Standing and Life Members present in person, shall have one (1) vote per family at General Meetings.

4.4 Responsibility of BAHA Members

All Members are to conduct themselves in accordance with BAHA Rules & Regulations.

5.0 Registration

5.1 Determination

The registration fees Players pay shall be determined annually by the Board prior to the Annual General Meeting.

5.2 Ratification

The Members at the Annual General Meeting must ratify changes in registration fees.

5.3 Deadline

In order for a Member to be in good standing, the registration fees for the Current Season must be paid by the date established by the Board and as communicated to the membership through the registration/application form.

5.4 Tryout Fees

- a) Tryout fees will be charged to players trying out for "AA" and "A" teams.
- b) Tryout fees shall be determined annually by the Board prior to the Annual General Meeting and will be communicated to the Members at the Annual General Meeting as well as through the registration / application form.

6.0 Boundaries

The boundaries of BAHA shall be the Beaumont Hockey Area, as established by Hockey Alberta.

7.0 General Meetings of the Members

7.1 Annual General Meeting

- a) BAHA shall hold an Annual General Meeting by May 15th at a place and time to be determined by the Board of Directors.
- b) Minutes will be recorded by the Secretary and kept in the BAHA main office.

7.2 Special General Meetings

- a) All General Meetings other than the Annual General Meeting shall be called Special General Meetings. At Special Meetings a quorum shall consist of ten (10) members in good standing. Minutes will be recorded by the Secretary and kept in the BAHA main office.
- b) Special General Meeting requests will be granted upon written notice to the President from at least eight (8) Board Members or twenty (20) Members. Minutes will be recorded by the Secretary and kept in the BAHA main office.

7.3 Calling of Member Meetings

At least twenty one (21) days before every General Meeting, notice thereof specifying the place, the day, and the hour of the meeting, and in the case of special business, the general nature of such business, shall be advertised to the Members. At a General Meeting a quorum shall consist of ten (10) members in good standing. Minutes will be recorded by the Secretary and kept in the BAHA main office.

7.4 Quorums

At any Board Meeting a quorum shall consist of 50 percent of the Board present in person.

7.5 Order Of Business

The order of business for meetings shall be:

1. Call to order
2. Minutes of the previous meeting
3. President's Report
4. Vice President of On Ice Hockey Operations Report
5. Vice President of Off Ice Hockey Operations Report
6. Treasurer's Report
7. Director's Report
8. Unfinished Business
9. New Business
10. General Discussion
11. Adjournment

7.6 Meeting Hockey Chairperson

The President, or in his absence, the Vice-President of On Ice Hockey Operations or Vice-President of Off Ice Operations shall chair all Meetings.

7.7 Meeting Adjournment

The President may, with consent of the Membership, adjourn any General Meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business unfinished at the meeting from which the adjournment took place.

7.8 Voting

- a) At every Annual General Meeting, every motion shall be decided by a simple majority of the votes, in the first instance by a show of hands, unless before the show of hands, a secret ballot is demanded by at least two (2) Members personally present.
- b) A declaration by the President that a resolution has been carried or carried by a particular majority, or lost, shall be conclusive evidence thereof, without proof of the number or proportion of the votes recorded in favor or against any such resolution.

7.9 Deciding Votes

- a) Members over the age of eighteen (18) shall have one vote and all votes shall be given personally at the Annual General Meeting. No family shall have more than one vote at any meeting.
- b) Members present at meetings shall be entitled to vote unless the member has a conflict of interest, or is not a Member in Good Standing.
- c) In case of an equality of votes at any Annual General Meeting, whether upon a show of hands or at a poll, the President shall be entitled to a second or casting vote.
- d) In case of any dispute as to the admission or rejection of any vote, the President shall determine the same, and, such determination made in good faith, shall be final and conclusive.

7.10 Rules of Order

The rules contained in Robert's Rules of Order shall govern BAHA in all cases in which they are applicable and in which they are not consistent with the rules of the order of this society.

8.0 Board Governance

8.1 Business of the Board

- a) The affairs and business of BAHA shall be managed and supervised by the Board.
- b) The Board exercises all such powers and does all such acts and things as may be exercised or done by BAHA and is not by these bylaws or by Statute expressly directed or required to be done by BAHA at meetings of the Members.

8.2 Board's Authority

Subject only to those rights of appeal as provided for herein and in the by-laws and regulations of Hockey Canada, all decisions, ruling and interpretations of the Board are final and binding upon the Members, Hockey Teams, Players, Board Members, and Officials.

8.3 Power of the Board Members

- a) The Board Members shall control and manage all the affairs and property of BAHA and may exercise all such powers of BAHA, and do so on behalf of BAHA, all such acts as may be exercised and done by BAHA, and as are not by these presence required to be exercised or done by BAHA in General Meeting.
- b) Notwithstanding the foregoing provisions of these By-laws, BAHA in the Annual General Meeting may by Ordinary Resolution:
 - Do anything which the Board Member may do;
 - Ratify anything which purports to have been done as an act of the Board;
 - Govern or restrict the manner in which the Board Members are to exercise their powers, so long as this is not done retroactively.
- c) None of the powers granted by this Bylaw shall read as being limited or restricted by any special power given by any other Bylaw.
- d) The Board Members may exercise all or any of the powers of BAHA to borrow or raise money from whatever person and in whatever manner they see fit
- e) The Board Members shall have the power to sell, dispose of, mortgage or charge the entire undertaking and property of BAHA or any part thereof, for such consideration as they may think fit.
- f) The Board Members may engage all such agents and servants as they consider necessary and shall regulate their duties and fix their compensation.

8.4 Indemnity of Board Members

- a) Each and every Board Member shall be deemed to have assumed office on the express condition that the Board Member, his/her heirs, executors, administrators and estate and effects respectively shall at times be indemnified and saved harmless out of the funds of BAHA against all costs, charges and expenses whatsoever, such Board Member sustains or incurs in any actions or proceeding which is brought or prosecuted against him/her in respect of any act or matter done or permitted by him/her in the execution of the duties of his/her office and also costs, charges and expenses which he/she may sustain or incur in relation to the affairs of BAHA except such costs, charges and expenses as are occasioned by his/her own fraud, dishonesty, willful neglect or default.
- b) No Board Member of BAHA shall be liable for the acts, receipts, neglects or defaults of any other Board Member or Employee or for joining in any receipt or act for conformity or for any loss, damage or expense happening to BAHA through the insufficiency or deficiency of title to any property acquired by order of the Board Members for or on behalf of BAHA for the insufficiency or deficiency of any security in or upon which any of the moneys of or belonging to BAHA shall be placed out or invested or for any loss or damage arising from bankruptcy, insolvency or wrongful act of any person, firm or corporation with whom any moneys, securities or effects shall be lodged or deposited or for any loss occasioned by an oversight or error in the judgment on his/her part or for any other loss, damage or misfortune which may happen in the exercise of his/her respective duties or trust or in relation thereto unless the same shall happen by his/her own or through his/her own willful act or default.
- c) Board Members may rely upon the accuracy of any statement or report prepared by BAHA's auditors and shall not be responsible or held liable for any loss or damage resulting from acting upon such statement or report.

8.5 Qualifications

- a) Board Members must be 18 years of age or older at the time that the Board Member is elected to the Board and a member in good standing.
- b) Unless authorized at an Annual General Meeting of the Association and after notice for the same shall have been given, no Board Member shall receive any remuneration for his/her services.

8.6 Elections

- a) The Board will be determined by election at the Annual General Meeting based on the Board Member terms that expire in the Fiscal Year.
- b) All positions on the Board are an elected position for a period of two (2) years with the following exceptions:
 - The Past President who will serve up to one (1) year.
- c) Each year, before the Annual General Meeting, the Nomination Committee shall be formed to obtain the names of all interested persons wishing to run for election for open vacancies on the Board.
- d) The Nomination Committee shall establish a list of all persons wishing to run for election, complete with contact information. One (1) week prior to the Annual General Meeting. All persons on the list must be notified of the meeting to ensure attendance.
- e) At the Annual General Meeting, at the request of the President, the list shall be distributed to all Members in attendance to be used as an election ballot.
- f) A person who has been nominated to a vacant position may refuse the nomination prior to the election.
- g) If more than one nomination is made for any vacant position, an election by secret ballot will be held by all Members attending. The nominee with

the most votes for each vacant position shall be elected to the Board in that position for a two year term.

- h) If a position remains vacant after the Annual General Meeting, new Board Members may be appointed to the Board by the current Board to fill the position for the remainder of the term for that position.
- i) After the Annual General Meeting, the responsibility for the efficient change of Board Members shall be placed upon the President.

8.7 Board Make-Up

The Board Shall at a maximum consist of the following:

- Past President
- President – elected in even numbered years
- Secretary – holds and has charge of the Seal of the Association, elected in odd numbered years.
- Vice-President of On Ice Hockey Operations – elected in odd numbered years
- Vice-President of Off Ice Hockey Operations – elected in even numbered years
- Treasurer – elected in even numbered years
- U7 Director – elected in odd numbered years
- U9 Director – elected in even numbered years
- U11 Director – elected in odd numbered years
- U13 Director – elected in even numbered years
- U15 Director – elected in odd numbered years
- U18 Director – elected in even numbered years
- Equipment Director – elected in odd numbered years
- Referee in Chief – elected in even numbered years
- Fundraising Director – elected in odd numbered years
- Tournament Director – elected in even numbered years
- Female Director – elected in odd numbered years

8.8 Board Meetings

- a) BAHA shall hold a Board Meeting at least once a month at regularly determined dates during the hockey season as determined by the Board. Minutes will be recorded by the Secretary and kept in the BAHA main office.
- b) A quorum shall be present before a vote is valid. A quorum shall be 50 percent or more Board Members.
- c) Each Board Member at the meeting shall have one vote except the Past President who shall be non-voting at all Board Meetings.

8.9 Executive Meetings

- a) BAHA shall hold an Executive Meeting as determined necessary by the President.
- b) A quorum for Executive Meetings shall consist of majority of Executive Committee Members.
- c) Each Executive Committee Member present at the meeting shall have one vote.

8.10 Resignations

- a) A Board Member may resign from office upon giving notice thereof in writing to the Board.
- b) The resignation of a Board Member shall be effective upon acceptance by the Board.

8.11 Removal

- a) Any member of the Board may be removed from his/her position for just cause by a two-thirds majority decision of the Board. In addition, any Director or Officer, upon a majority vote of all members in good standing, may be removed from office for just cause, which the Association deems reasonable.
- b) The Board may, by a two-thirds vote, remove a Board Member who, in the opinion of the Board has been or is being remiss or neglectful of duty or by conduct tending to impair his/her usefulness and/or discretion as a Board Member.
- c) Any Board Member who fails to attend Board Meetings on three (3) consecutive occasions, without just cause (which shall be determined by the Board), may be removed as a Board Member upon a motion to that effect passed by a majority of the Board Members.

8.12 Disclosures

Board Members must disclose any possible conflict of interest with an issue under motion prior to the commencement of the vote of the motion.

8.13 Code of Conduct

In accepting a position of the Board, members must agree to:

- Understand and demonstrate a commitment to BAHA's mission and programs.
- Keep up to date with the issues and trends that affect BAHA
- Prepare for meetings by submitting monthly reports to the Secretary forty-eight hours prior to the meeting. Preparation also includes reading other Director's reports and minutes prior to the meeting.
- Attend the monthly Board Meetings.
- Actively participate in meetings, on committees on BAHA run events.
- Maintain confidentiality

9.0 Committees

9.1 Executive Committee

- a) The Executive Committee shall be comprised of Board Members holding the following positions:
- President (chairperson)
 - Past President
 - Secretary
 - Vice-President of On Ice Hockey Operations
 - Vice-President of Off Ice Hockey Operations
 - Treasurer
- b) The duties of the Executive Committee shall include but are not limited to:
- Performing the day to day operations on the limits established by the Board.
 - Establishing the agendas for the Board Meetings.
 - Performing other duties as considered necessary by the Board from time to time.

9.2 Finance Committee

- a) The Finance Committee shall be comprised of Board Members holding the following positions:
- Vice-President of Off Ice Hockey Operations (chairperson)
 - President
 - Past President
 - Secretary
 - Vice-President of On Ice Hockey Operations
 - Treasurer

- b) The Duties of the Finance Committee shall include but are not limited to:
- Preparing the budget for the upcoming year.
 - Making recommendations for registration, tryouts, level adjustment and any other fees.
 - Performing other duties relating to financial matters as considered necessary by the Board from time to time.

9.3 Nominations Committee

- a) The Nominations Committee shall be comprised of three Board Members
- b) The duties of the Nominations Committee shall include but are not limited to:
- Soliciting nominations for Board positions from membership in February of each year.
 - Preparing ballots to be used in elections at Annual General Meeting.
 - Performing other duties relating to the nomination process as considered necessary by the Board from time to time.

9.4 Operations Committee

- a) The Operations Committee shall be comprised of the following Board Members:
- Vice-President of Off Ice Hockey Operations (chairperson)
 - President
 - U18 Director
 - U15 Director
 - U13 Director
 - U11 Director
 - U9 Director
 - U7 Director
 - Female Director

- b) The duties of the Operations Committee shall include, but not be limited to:
- Coach Selection
 - League and Tier Placement for all BAHA teams
 - The coordination and operation of any camps or clinics such as “skill development”.

10.0 Amendments

10.1 Amendments to Bylaws & Rules and Regulations

- a) The Executive Committee may make changes from time to time to the Rules and Regulations for the betterment of amateur hockey in the City of Beaumont.
- b) Changes to the Rules and Regulations must be approved by a majority of the Board Members at the next Board Meeting.
- c) The Bylaws of a society shall not be rescinded, altered or added to except by special resolution of the society.

11.0 Financial

11.1 Fiscal Year

The Fiscal year of the Beaumont Amateur Hockey Association shall be from May 1st to April 30th.

11.2 Audits

- a) The Treasurer is responsible for keeping all financial records. The books, accounts and records of the Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Association elected for that purpose at the Annual General Meeting. A complete and properly audited statement of the standing of the books for the previous year shall be submitted by the Treasurer at the Annual

General Meeting of the Association. The fiscal year of the Association each year shall be May 1 to April 30.

- b) The books and records of the Association may be inspected by any member of the Association at any time upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.
- c) For the purpose of carrying out its objectives, the society may borrow or raise, or secure the payment of money in such a manner as it sees 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 the sanction of a special resolution of the society.

12.0 Freedom of Information and Protection of Privacy Act

BAHA will follow the guidelines of the Freedom of Information and Protection of Privacy Act (“FOIP”) as provided by Hockey Alberta.

13.0 Dissolution Clause

In the event that Beaumont Amateur Hockey Association dissolves, after paying all debts and liabilities, any assets remaining will be donated to another charitable organization.

APPENDIX – Special Resolution Bylaw Amendment Form

I hereby certify that the following special resolutions were passed at a General Meeting of the members of:

Beaumont Amateur Hockey Association on _____(date).

The bylaws were changed as follows:

- The existing bylaws are repealed.
- They are replaced by the attached bylaws.

Date: _____

Name: _____

Signature: _____

Title: President – Beaumont Amateur Hockey Association

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