



Bylaws

BEAUMONT RINGETTE ASSOCIATION

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ARTICLE 1 - GENERAL

1.1 Purpose

These Bylaws relate to the general conduct of the affairs of Beaumont Ringette Association, a society incorporated in the Province of Alberta and referred to as the “BRA” in these Bylaws. The following bylaws are subordinate and complementary where applicable to the Bylaws and Policies as set out by Ringette Canada, Ringette Alberta, and the Zone of the current season of play.

1.2 Definitions

The following terms have these meanings in these Bylaws:

- a) Board – the Board of Directors of BRA.
- b) BRA – Beaumont Ringette Association
- c) Director – an individual elected or appointed to serve on the Board pursuant to these Bylaws.
- d) Executives – all elected Directors.
- e) Officer – an individual elected or appointed to serve as an Officer of the BRA pursuant to these Bylaws.
- f) Member – Any person who meets at least one of the following criteria:
 - Player Member - a ringette players whose annual registration fees are paid,
 - Parent/Guardian Member - a parent or legal guardian of a player member,
 - Director Member - a currently serving member of the BRA Board,
 - Team Staff Member - Coaches, Managers, or other team staff listed on the Ringette Alberta Team Registration Form (TRF) for a BRA team in the current season, or most recent season,
 - Community Member - Any adult who applies for a membership shall be entitled to membership for the current ringette season, subject to approval of the Board.
- g) Player – refers to any individual who is registered and participates on a BRA Ringette team.
- h) Ordinary Resolution – a resolution passed by a majority of votes cast at a meeting of Members for which proper notice has been given.
- i) Special Resolution – a resolution passed by Quorum of the votes cast at a meeting of Members for which proper notice has been given.
- j) Mailing Address – the most recent address of record for the BRA.

1.3 Mailing Address

The mailing address of the BRA will be as follows and may be changed by resolution of Directors.

Box 10
4901 55 Avenue
Beaumont, Alberta
T4X 1M9

1.4 No Gain for Members

BRA will be carried on without the purpose of gain for its Members and any profits or other accretions to BRA will be used in promoting its objectives.

1.5 No Remuneration of Directors

The Directors, Officers and Members will serve without any remuneration, and no Director, Officer or Member will directly or indirectly receive any profit from his or her position; provided that a Director, Officer or Member may be paid reasonable expenses incurred by him or her in the performance of his or her duties in accordance with BRA's policies relating to expenses.

1.6 Dissolution

Upon the dissolution of BRA and after the payment of all debts and liabilities, its remaining funds and assets will be donated to charitable organizations within the community of Beaumont, Alberta.

1.7 Ruling on Bylaws

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 goals and objectives of BRA.

ARTICLE 2 - MEMBERSHIP

2.1 Register

BRA will keep a list of its Members and Directors together with address, date admitted to membership and date of termination of membership.

2.2 Terms of Membership

Any Member who is accepted as membership in BRA will be deemed to have undertaken to abide by the Bylaws, policies and operating procedures of BRA and all decisions of the Board of Directors of BRA.

2.3 Releases

All player releases *to* BRA shall be majority approved by the Board of Directors of BRA. All player releases *from* BRA shall be majority approved by the Board of Directors of BRA, unless Ringette Alberta policy would deny BRA the option of refusing the release, in which case the release shall be granted without delay.

2.4 Age Level

Each player member shall register in the appropriate age level, based on the player's age at December 31 of the current year. Any deviations will be in accordance to BRA's "Player Movement Policy".

2.5 Duration

Membership is on an annual basis, and all Members will re-apply for Membership each year.

2.6 Failure to be admitted

Where a Member is not admitted to Membership, written reasons will be provided.

2.7 Year

Unless otherwise determined by the Board, the Membership year of BRA is August 15 to August 14.

2.8 Fees

Fees for all Members will be as determined by the Membership at the Annual General Meeting.

2.9 Deadline

The Board will determine the deadline date by which fees must be paid and any applicable penalties upon late payment.

2.10 Resignation

To resign from BRA, a Member will give written notice of said resignation to the Registrar. The resignation will come into effect immediately upon receipt of the written notice. Where a Member who is subject to a disciplinary investigation or action of BRA resigns, that Member will nonetheless be subject to any sanctions or consequences resulting from the disciplinary investigation or action.

2.11 Termination

Membership in BRA will terminate upon:

- a) Membership may be terminated as a sanction resulting from BRA's Discipline and Complaints Policy.
- b) Dissolution of the BRA.
- c) Failing to pay Membership fees or monies owed to the BRA by the deadline dates prescribed by the BRA.
- d) For failing to pay Membership fees by the prescribed deadline date. Should fees remain unpaid for an additional ninety (90) days from the prescribed deadline date, the Member may be suspended from BRA. Suspension does not affect the right of the BRA to pursue payment of monies owed.

2.12 Discipline

In addition to suspension for failure to pay fees, a Member may have other Membership restrictions or sanctions imposed, in accordance with the BRA's policies and procedures relating to discipline and conduct of Members.

2.13 Good Standing

A Member of BRA will be in good standing provided that the Member:

- a) Owes no outstanding Membership fees, participant fees or other debts to BRA;
- b) Has not ceased to be a Member;
- c) Has not been suspended from Membership, or had other Membership restrictions or sanctions imposed;
- d) Has complied with the Bylaws, policies and procedures of BRA; and
- e) Is not subject to a disciplinary action by BRA, or if subject to disciplinary action previously, has fulfilled all terms and conditions of such disciplinary action to the satisfaction of BRA.

2.14 Cease to be in Good Standing

Members who cease to be in good standing will not be entitled to vote at meetings of Members, or be entitled to the benefits and privileges of Membership until such time as the Board is satisfied that the Member has met the definition of good standing as set out above.

2.15 Volunteer Duties

Each Member shall contribute time and or fees deemed as fundraising to minimum monetary requirements as determined on an annual basis by the Board of Directors.

ARTICLE 3 - BOARD OF DIRECTORS

3.1 Composition of the Board

The Board of Directors of BRA will consist of the following (see Detailed Position Descriptions under Policies):

- a) President;
- b) Vice President;
- c) Treasurer;
- d) Secretary;
- e) Director of Registrar;
- f) Director of Player Development ;
- g) Director of Coach Development ;
- h) Divisional Director – U10 to U12;
- i) Divisional Director – U14 to U19;
- j) Director of Evaluations
- k) Director-at-Large

3.2 Officers

The Officers of BRA are the President, Vice-President, Treasurer and Secretary.

- a) The President will be responsible for the general supervision of the affairs of BRA, will chair

meetings of Members and the Board, and will perform other duties as may from time to time be established by the Board.

- b) The Vice-President will support and assist the President in all duties, will chair meetings of Members and the Board in the absence of the President, and will perform other duties as may from time to time be established by the Board.
- c) The Treasurer will keep proper accounting records as required by Generally Accepted Accounting Standards, will deposit all monies received by BRA into the BRA's bank accounts, as directed by the Board will supervise the management and disbursement of funds of BRA, when requested will provide the Board with an account of the financial transactions and the financial position of BRA, will present the prior year's financial statements to the Members at the Annual General Meeting and current financial statements at all regular meetings, and will perform other duties as may from time to be established by the Board.
- d) The Secretary will attend all meetings of the Members and the Board, will keep proper minutes of the meetings of Members and the Board, will issue written notices of all meetings of the Members and of the Board, will ensure that all official documents and records of BRA are properly kept, will support the Board in carrying out its duties, and will have overall management responsibility for Bylaws, policies and procedures of the BRA.

Duties and Powers of the Board

3.3 Powers of the Association

Except as otherwise provided in these Bylaws, the Board has the powers of BRA and may delegate any of its powers, duties and functions.

3.4 Managing the Affairs of the Association

The Board will make and amend policies and procedures for managing the affairs of BRA in accordance with these Bylaws; will ensure members adhere to these Bylaws, policies and procedures, and will ensure directions from General Meetings are carried out.

3.5 Discipline

The Board may make policies and procedures relating to the discipline of Members in BRA's programs, and will have the authority to discipline Members in accordance with such policies and procedures.

3.6 Dispute Resolution

The Board may make policies and procedures relating to disputes within BRA and all disputes will be dealt with in accordance with such policies and procedures.

3.7 Decisions of Members

The Board will comply with all resolutions of the Members made at the Regular and Special meetings.

3.8 Borrowing Powers

For the purpose of carrying out its objectives, the BRA may borrow money upon the credit of the BRA as it deems necessary.

Election of Directors and Appointment of Directors

3.9 Eligibility

Any individual may be nominated for election as a Director who is eighteen (18) years of age or older and is a Member of BRA.

3.10 Eligibility of President

Any individual who is a current member and has served as an elected Director for one full year prior to nomination, may be nominated for election as President.

3.11 Nomination

Any nomination of an individual for election as a Director will:

- a) Include the written consent of the nominee;
- b) Be submitted to the Nominating Committee at least seven (7) days prior to the Annual General Meeting; and
- c) Individuals currently a Director wishing to run for re-election, the Director will indicate this intention in writing not less than ten (10) days prior to the Annual General Meeting.
- d) Nominations from the floor will not be accepted at the Annual General Meeting.

3.12 Nominations Committee

At least sixty (60) days prior to the Annual General Meeting, the BRA Board of Directors will appoint a Nominating Committee of three who shall be responsible for putting forth a slate of names willing to run for each position that is vacant.

3.13 Decision

Elections will be decided by majority vote of the Members in accordance with the following:

- a) One Valid Nomination – Winner declared by acclamation.
- b) Two or More Valid Nominations – Winner is the nominee receiving the greatest number of votes. In the case of a tie, the winner will be decided by the Board of Directors by resolution.

3.14 Terms

The term for elected Directors is two years, except, Director-at-Large, which shall be one year. The Directors will hold office until their successors have been duly elected in accordance with these Bylaws, or unless they resign, are removed from, or vacate their position in a manner prescribed in these bylaws. Elected Directors will be eligible for re-election, except that a Director-at-Large that was elected to the position is not eligible for re-election as Director-at-Large in the year immediately following their term. If a Director assumes a position due to vacancy, that term will be the remainder of the term for election as stated in these Bylaws.

3.15 Staggered Terms

The terms of elected Directors will be staggered by electing half of the Directors at each Annual General Meeting as follows:

EVEN NUMBER YEARS

- a) Vice President
- b) Secretary
- c) Director of Coach Development
- d) Divisional Director – U10 to U12
- e) Director of Evaluations
- f) Director-at-Large

ODD NUMBER YEARS

- a) President
- b) Treasurer
- c) Director of Registrar
- d) Director of Player Development
- e) Divisional Director – U14 to U19
- f) Director-at-Large

3.16 Vacancy

Where the position of a Director becomes vacant for whatever reason, the Board may appoint a qualified individual to fill the vacancy until such time as a Director is elected or appointed in accordance with these Bylaws.

Resignation and Removal of Directors

3.17 Resignation

A Director may resign from the Board at any time by presenting a written notice of resignation to the Board. This resignation will become effective on the date the Board accepts the request. Where a Director who is subject to a disciplinary investigation or action of BRA resigns, that Director will nonetheless be subject to any sanctions or consequences resulting from the disciplinary investigation or action.

3.18 Vacate Position

The position of any Director will be vacated automatically if the director:

- a) Is found by a court to be of unsound mind; or
- b) Upon the Director's death.

3.19 Removal

A Director may be removed from their position by a majority vote of the Board of Directors if:

- a) they fail to attend three (3) consecutive meetings of the board; or
- b) the result of a disciplinary committee recommendation.

The Director will be given notice of, and have the opportunity to be present and to be heard at, the meetings where such is put to a vote.

Committees

3.20 Committees

The Board may appoint such committees as it deems necessary for managing the affairs of BRA and may appoint members of committees or provide for the election of members of committees, may prescribe the duties of committees, and may delegate to any committee any of its powers, duties, and functions except where prohibited by these Bylaws.

3.21 Committee Chair

The Board of Directors will appoint the Committee Chair.

3.22 President Ex-officio

The President will be an ex-officio (non-voting) member of all Committees of the BRA.

3.23 Removal

The Board may remove any member it has appointed to any Committee.

Conflict of Interest

3.24 Conflict of Interest

All Directors, other Members, and Committee Members who have an interest, or who may be perceived as having an interest, in a proposed contract or transaction with BRA will disclose fully and promptly the nature and extent of such interest to the Board, or Committee, as the case may be; will refrain from voting or speaking in debate on such contract or transaction; will refrain from influencing the decision on such contract or transaction; will otherwise comply with the requirements of the Bylaw's regarding conflict of interest and will adhere to any additional requirements as set out in BRA's policies for dealing with conflict of interest.

ARTICLE 4 - FINANCE AND MANAGEMENT

4.1 Fiscal Year

The fiscal year of BRA will be May 1st to April 30th, or such other period as the Board may from time to time determine.

4.2 Review of Books

At each Annual General Meeting the Members will appoint a duly qualified accountant or two Members of the BRA to audit the books, accounts and records. The person or persons that audit the books will sign and date them stating that they have been reviewed by them and a comment on the results of the audit. The signed and dated statements will be presented at the next monthly meeting to the Board and the next Annual General Meeting to the Members.

4.3 Financial Records

The necessary financial records of BRA required by these Bylaws or by applicable law will be properly kept by the Treasurer. The financial records of the BRA may be inspected by any member at the Annual General Meeting, or at any other time upon giving reasonable notice and arranging a time satisfactory to the Treasurer and President.

4.4 Signing Authority

Two Board of Directors of the BRA are required to sign all contracts, cheques and other documents in the name of the BRA unless specifically authorized by the board of directors to sign as a single signing authority. The Board shall not recognize other contracts unless the transaction is ratified by the BRA. No two members of the Board of Directors who are related or live at the same address may act as the two signing authorities.

4.5 Financial Institutions

The banking business of BRA, or any part thereof, will be transacted with such banks, trust companies or other financial institutions as the Board may designate, appoint or authorize from time to time and all such banking business, or any part thereof, will be transacted on the BRA's behalf by two or more officers and/or other persons as the Board may designate, direct or authorize from time to time.

ARTICLE 5 - MEETINGS OF MEMBERS

5.1 Types of Meetings

Meetings of Members will include Annual General Meetings, Regular Monthly Meetings and Special Meetings of the BRA.

5.2 Location and Date

The BRA will hold meetings of Members at such date, time and place as determined by the Board. The Annual General Meeting which shall be held at such place on such date and at such an hour as the BRA Board of Directors shall determine each year, providing that such Annual General Meeting shall be held not later than the 31st of May.

5.3 Number of Meetings

The Board will hold a meeting at least every two months during the Ringette season.

5.4 Notice

Written notice of Board meetings will be given to all Directors and members in good standing at least seven (7) days prior to the scheduled meeting. The board may meet on shorter notice under the following circumstances:

- a) written approval of at least 80% of the Board, and,
- b) emailed notification is provided to all Members at least 24 hours prior to the meeting, indicating the time and place of the meeting.

5.5 Call of Meeting

The meetings of the Board can be called for the following reasons:

- a) Board and Committee Special Meetings – may be called at any time by the Secretary upon instructions of the President or Board of Directors by notice in writing eight days prior to the date of such meeting.
- b) Special Meetings – shall be called by the President or Secretary upon receipt by him/her of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting, which shall be by letter or email sent to each member, eight (8) days prior to the meeting.

5.6 Business

The BRA will conduct the following business at its Annual General Meeting:

- a) Call to Order;
- b) Adoption of Minutes from the prior year Annual General Meeting;
- c) Business arising from Minutes of the prior year Annual General Meeting;

- d) Presidents Report;
- e) Treasurers Report;
- f) Present Financial Statements for the previous year;
- g) Balance of Board of Directors and Committee Reports;
- h) Bylaw Amendments and Motions;
- i) New Business;
- j) Election of new Directors;
- k) Appoint auditors for current year financial statements;
- l) Adjournment.

5.7 New Business

Any Member who wishes to have new business placed on the agenda of a meeting will give written notice to BRA at least seven (7) days prior to the meeting date.

5.8 Quorum

At any meeting of the Board of Directors, quorum will consist of more than fifty percent (50%) of the Executives. At the Annual General Meeting or any Special General Meeting, quorum will consist of Eleven (11) voting members in good standing plus more than fifty percent (50%) of the Executives.

5.9 Open Meetings

Meetings of the Board will be open to Members and the public except where the Board determines that a closed meeting is required.

Voting at Meetings of Members

5.10 Voting Privileges

Any individual who is 18 years of age or older and is a current member in good standing, may have voting rights as follows:

- a) Board of Directors will have one vote at any board meeting.
- b) At Annual General Meetings or Special General Meetings all Members in good standing shall have one vote.
- c) The Chair of the meeting does not vote. In the event of a tie, the Chair will cast a deciding vote.
- d) Voting will be by a show of hands unless a Director present requests a secret ballot.
- e) No proxy vote shall be recognized.

5.11 Minutes

The Secretary or designate, will prepare and keep the minutes of BRA meetings and the minutes of all Board meetings. Minutes shall be public record.

ARTICLE 6 - NOTICE

6.1 Written Notice

In these Bylaws, written notice will mean notice that is e-mailed, or provided by mail or courier to the Registered Address of BRA, Director, or Member, as the case may be.

6.2 Date of Notice

Date of notice will be the date on which receipt of the notice is confirmed.

ARTICLE 7 - AMENDMENT OF BYLAWS

7.1 Special Resolution

The Bylaws of BRA may only be amended, revised, repealed, or added to by a Special Resolution at the Annual General Meeting or a Special General Meeting, for which proper notice has been given.

7.2 Notice of Amendment

Thirty (30) days' notice of the meeting of Members must include details of the proposed resolution to change the Bylaws.

ARTICLE 8 - ADOPTION OF THESE BYLAWS

8.1 Adoption by Board

These Bylaws are adopted by the Board of Directors of BRA at a meeting of the Board duly called and held on 10 January 2024.

8.2 Ratification

These Bylaws are ratified by Special Resolution at the Special General Meeting duly called and held on XXXX.

8.3 Repeal of Prior Bylaws

In ratifying these Bylaws, the Members of BRA repeal the prior Bylaws of BRA provided that such repeal does not impair the validity of any action done pursuant to the repealed Bylaws.