**BYLAWS**

**of**

**THE ZONE 5 RINGETTE ASSOCIATION**

**November 1, 2020**

**Bylaws of the Zone 5 Ringette Association**

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Bylaws of the Zone 5 Ringette Association

# 1 – SOCIETY NAME

## 100. Society Name

The name of the Association, an incorporated Association of various Community Ringette Associations recognized by Ringette Alberta, shall be **Zone 5 Ringette Association**.

The Association shall operate as **Black Gold League**  **(*see also 216).***

# 2 – DEFINITIONS AND INTERPRETATION

## 200. Association

***Association*** shall mean the Zone 5 Ringette Association.

## 201. Associate

***Associate*** shall mean a Community Ringette Association that is recognized by Ringette Alberta and accepted with the Association (***see also 301***).

## 202. Member

***Member*** shall mean a person that is accepted with the Association (***see also 300***).

## 203. The Executive

***The Executive*** shall mean all Members (***see also 300***), elected or appointed to Executive positions, taken as a whole.

## 204. The Directors

***The Directors*** shall mean the Executive and Members (***see also 300***) who are Representatives of Associates taken as a whole.

## 205. Player

***Player*** shall mean each individual who plays Ringette and has been registered with Ringette Alberta and is permitted to play on a Team according to the rules of Ringette Alberta..

## 206. Team

***Team*** shall mean a Ringette Team that has been registered with Ringette Alberta and has been

accepted into the Black Gold League.

## 207. Official

***Official*** shall mean each individual who referees Ringette games and has been registered with Ringette Alberta and who’s purpose is to enforce the rules of the game. ***Official*** and ***Referee*** will be used interchangeably throughout this text.

## 208. Annual General Meeting

***Annual General Meeting*** refers to the Annual General Meeting of the Directors (***see also 600***).

## 209. Executive Meeting

***Executive Meeting*** shall mean a meeting of the Executive **(*see also 7,8,9***).

## 210. Committee

***Committee*** shall mean the Members who have been assigned special duties by the Executive (***see also 10***).

## 211. Committee Meeting

***Committee Meeting*** shall mean a meeting of a Committee (***see also 11***).

## 212. General Meeting

***General Meeting*** shall mean a Meeting of the Directors that is not the Annual General Meeting, an Executive Meeting or a Committee Meeting (***see also 4***).

## 213. Resolution

***Resolution*** shall mean a motion that was moved and seconded.

## 214. Special Resolution

***Special Resolution*** shall mean:

1. a resolution passed
   1. at a general or special meeting of which not less than 21 days due notice specifying the intention to propose the resolution has been duly given, and
   2. by the vote of not less than 75% of those members who, if entitled to do so, vote in person or by proxy,
2. a resolution proposed and passed as a special resolution at a general or special meeting of which less than 21 days due notice has been given, if ALL the members entitled to attend and vote at the general or special meeting so agree, or
3. a resolution consented to in writing by all members who would have been entitled at a general or special meeting to vote on the resolution in person or, where proxies are permitted, by proxy.

## 215. Due Notice

***Due Notice*** means that sufficient information about the item or event has been given through at least one of the following media:

1. Email to appropriate individuals;
2. The Association Website;
3. Written letter to appropriate individuals.

Email shall be the preferred method.

## 216. In Writing

***In Writing*** shall mean electronic or hardcopy, hand written or typewritten.

## 217. Black Gold League

***Black Gold League*** refers to the Ringette League operated by the Association according to the Black Gold League Operations Manual.

## 218. Affairs Categorization

There are two types of affairs managed by the Association:

*Black Gold League Affairs*

These are affairs pertinent to the operation of the Black Gold League.

*Zone 5 Affairs*

These are affairs pertinent to the operation of the Association as an entity recognized by Ringette

Alberta (e.g., Alberta Winter Games, etc.).

## 219. Member Data

***Member Data*** shall mean information about a Member required, or deemed necessary or beneficial to the Association for management of the affairs of the Association.

## 220. Player Data

***Player Data*** shall mean information about a Player required, or deemed necessary or beneficial to the Association for management of the affairs of the Association.

## 221. Arrears

***Arrears*** shall mean 10% or greater of an amount due to the Association has not been paid by the date specified.

# 3 – MEMBERSHIP

## 300. Member

A Member is a person:

1. Who is a Representative of an Associate; or Elected to an Executive position; or
2. Selected or appointed by the Executive to fulfill an administrative or operational role for the

Association or the Black Gold League.

## 301. Associate

An Associate is a Community Ringette Association (incorporated or unincorporated) that:

1. Is located within the geographic boundary of Zone 5 of the Province of Alberta, as designated or defined by the Alberta Sport, Recreation, Parks, and Wildlife Foundation (Alberta Sports) or its successors. Such an Associate is called a **Resident Associate**. Representatives from Resident Associates are normally allowed to vote on both Zone 5 Affairs and Black Gold League Affairs; or
2. Is not located within the geographic boundary of Zone 5 of the Province of Alberta, as designated or defined by the Alberta Sport, Recreation, Parks, and Wildlife Foundation (Alberta Sports) or its successors. Such an Association is called a **Non-Resident Associate**. Representatives from Non-Resident Associates are normally allowed to vote on Black Gold League Affairs only.

and is recognized as a Ringette Association by Ringette Alberta.

## 302. Representatives

Each Associate shall have the right to appoint 2 (two) Representatives and 1 (one) alternate

Representative, all of which have their identity and authority presented to the Executive in writing.

## 303. Membership Fee

The Membership Fee, if any, in the Association shall be determined, from time to time, by the Directors at a Meeting or the Annual General Meeting. The fee may be described by one or more component fees or by a combination of fees (e.g., Performance Bond, League Fee etc).

## 304. Paid in Full

***Paid in Full*** means that full payment has been made or an acceptably post-dated cheque has been written for the Membership Fee payable by the date determined by the Association.

## 305. Withdrawal

Any Member wishing to withdraw from Membership may do so upon notice in writing to the Executive. Members who withdraw forfeit their membership privileges and powers in the Association.

## 306. Suspension on Financial Grounds

If any Member is in arrears for fees or assessments for any Fiscal Year, the Member shall be automatically suspended and shall thereafter be entitled to no membership privileges or powers in the Association. The suspension ends when the arrears have been paid to the Association.

## 307. Suspension of Membership

The membership of any Member may, at the discretion of the Executive, be suspended with or without conditions, for any cause that the Executive deems reasonable. The duration of a suspension shall be at the discretion of the majority of the Executive.

## 308. Cancellation of Membership

The membership of any Associate or Member may be cancelled only through the Special Resolution process (***see 213***). The Associate or Member cannot be present at the meeting. The Executive will inform the Member of the results of the vote in writing within 48 hours of adjournment of the meeting.

## 309. Rights and Responsibilities of Members

Member representatives have the right and obligation to attend all meetings of the Association. They are responsible for behaving in accordance with the Bylaws and Operations of the Society.

# 4 – GENERAL MEETINGS

## 400. Notice

General Meetings shall be held regularly throughout the year, as required to carry on the business of the Association. Notice of Meetings will be made with no less than 14 days due notice via the Black Gold League website, and confirmed via email to registered members.

## 401. Business

The business the Association shall conduct at its General Meetings includes, but is not

necessarily limited to:

1. Planning and management of the Black Gold League ringette season
2. Selection of Alberta Winter Games coaches for Zone 5, as required

c. Enhancement or modification of the Black Gold League Operations Manual.

## 402. Quorum

No business shall be transacted at any General Meeting unless at least three of the Executive (***see also 7***), one of which must be the Association President or the Association Vice President are present and there is at least 50% + 1 of the Associates represented by one or both of their Representatives when the Annual General Meeting begins. Members may attend in person, or via telephone/virtual meeting platform.

If within 30 (thirty) minutes from the time appointed for the meeting a quorum is not present the Directors present shall be a quorum.

## 403. Chair

The Chair of the Annual General Meeting shall be the Association President.

If the Association President is not present, the Association Vice-President shall be the Chair.

If there is no Association President or Association Vice-President, or if the Association President or Association Vice-President is not present within 15 (fifteen) minutes after the time specified for the start of the Annual General Meeting or is unwilling to act as Chair, the Directors present shall choose a Chair from amongst themselves.

## 404. Voting Process

At a General Meeting, a resolution for which a vote is called shall be decided by a show of hands, unless a vote by anonymous written ballot is demanded by at least one Director entitled to a vote before the call for a show of hands. If a member is in attendance via telephone/virtual meeting platform, their vote shall be counted verbally.

If a vote by ballot has been demanded, that process will be carried out immediately as directed by the Chair and duly counted.

Regardless of the voting method, the Chair shall state that the resolution has been carried, carried unanimously, carried by a particular majority, or lost.

In the case of an equality of votes, the Chair shall be entitled to a second or deciding vote.

A resolution shall be carried in the event of a simple majority of votes unless the resolution is a Special Resolution (***see 213***).

## 405. Right to Vote

Every Director present at the Annual General Meeting shall be entitled to one vote on issues regarding the Black Gold League for which a vote is called, up to a maximum of two (2) per Associate.

For issues that pertain to solely to Zone 5 affairs, only persons that are part of the Executive or are Representatives from Resident Associates may vote. Each such person is entitled to one vote, up to maximum of two(2) per Associate.

## 406. Proxies

A proxy may not vote.

# 5 – SPECIAL MEETINGS

## 500. Notice

Special Meetings shall be held as necessary as required to carry on the business of the Association. Notice of Meetings will be made with no less than 21 days notice via the Black Gold League website and/or via email to registered members.

## 501. Quorum

No business shall be transacted at any Special Meeting unless at least three of the Executive (***see also 7***), one of which must be the Association President or the Association Vice President. At the time appointed for the meeting, the Directors present shall be a quorum. Members may attend in person or via telephone/virtual meeting platform.

## 502. Chair

The Chair of the Special Meeting shall be the Association President.

If the Association President is not present, the Association Vice-President shall be the Chair.

If there is no Association President or Association Vice-President, or if the Association President or Association Vice-President is not present within 15 (fifteen) minutes after the time specified for the start of the Annual General Meeting or is unwilling to act as Chair, the Directors present shall choose a Chair from amongst themselves.

## 503. Voting Process

At a Special Meeting, a resolution for which a vote is called shall be decided by a show of hands, unless a vote by anonymous written ballot is demanded by at least one Director entitled to a vote before the call for a show of hands. If a member is in attendance via telephone/virtual meeting platform, their vote shall be counted verbally.

If a vote by ballot has been demanded, that process will be carried out immediately as directed by the Chair and duly counted.

Regardless of the voting method, the Chair shall state that the resolution has been carried, carried unanimously, carried by a particular majority, or lost.

In the case of an equality of votes, the Chair shall be entitled to a second or deciding vote.

A resolution shall be carried in the event of a simple majority of votes unless the resolution is a Special Resolution (***see 213***).

## 504. Right to Vote

Every Director present at the Annual General Meeting shall be entitled to one vote on issues regarding the Black Gold League for which a vote is called, up to a maximum of two (2) per Associate.

For issues that pertain to solely to Zone 5 affairs, only persons that are part of the Executive or are Representatives from Resident Associates may vote. Each such person is entitled to one vote, up to maximum of two(2) per Associate.

## 505. Proxies

A proxy may not vote.

# 6 – ANNUAL GENERAL MEETING

## 600. Notice

The Annual General Meeting shall be held prior to the 30th day of May in each and every calendar year, at such time and place as the Executive shall fix and for which at least 30 (thirty) days Due Notice (***see 214***) has been given. If the Annual General Meeting cannot be held prior to the 30th day of May, at least 30 (thirty) days Due Notice must be given before the 30th day of May for the date of the Annual General Meeting. A deferred Annual General Meeting shall be held before the 30th day of June of the same year.

## 601. Business

The business the Association shall conduct at its Annual General Meeting includes, but is not

necessarily limited to:

a. Presentation of the financial statements of the Association;

b. Presentation of the reports of the Executive;

c. Determination the person or persons who will perform the audit (***see 1300***) for the ensuing year;

d. Election of new Executive;

e. Appointment persons to roles deemed necessary for the operation of the Association and Black Gold League (***see 700***);

f. Enhancement or modification of the Black Gold League Operations Manual.

## 602. Quorum

No business shall be transacted at any Annual General Meeting unless at least three of the Executive (***see 700***), one of which must be the Association President or the Association Vice President are present and there is at least 50% + 1 of the Associates represented by one or both of their Representatives when the Annual General Meeting begins. Members may attend in person or via telephone/virtual meeting platform.

If within 30 (thirty) minutes from the time appointed for the meeting a quorum is not present the Directors present shall be a quorum.

## 603. Chair

The Chair of the Annual General Meeting shall be the Association President.

If the Association President is not present, the Association Vice-President shall be the Chair.

If there is no Association President or Association Vice-President, or if the Association President or Association Vice-President is not present within 15 (fifteen) minutes after the time specified for the start of the Annual General Meeting or is unwilling to act as Chair, the Directors present shall choose a Chair from amongst themselves.

## 604. Voting Process

At the Annual General Meeting, a resolution for which a vote is called shall be decided by a show of hands, unless a vote by anonymous written ballot is demanded by at least one Director entitled to a vote before the call for a show of hands. If a member is in attendance via telephone/virtual meeting platform, their vote shall be counted verbally.

If a vote by ballot has been demanded, that process will be carried out immediately as directed by the Chair and duly counted.

Regardless of the voting method, the Chair shall state that the resolution has been carried, carried unanimously, carried by a particular majority, or lost.

In the case of an equality of votes, the Chair shall be entitled to a second or deciding vote.

A resolution shall be carried in the event of a simple majority of votes unless the resolution is a Special Resolution (***see 213***).

## 605. Right to Vote

Every Director present at the Annual General Meeting shall be entitled to one vote on issues regarding the Black Gold League for which a vote is called, up to a maximum of two (2) per Associate.

For issues that pertain to solely to Zone 5 affairs, only persons that are part of the Executive or are Representatives from Resident Associates may vote. Each such person is entitled to one vote, up to maximum of two (2) per Associate.

## 606. Proxies

A proxy may not vote.

# 7 – EXECUTIVE MEMBERS

## 700. Executive Members

The Executive of the Association shall be made up of:

a. The following elected officers, at least 3 (three) of which must be Representatives of Resident

Associates:

i. President;

ii. Vice President;

iii. Secretary;

iv. Treasurer;

v. Representative to Ringette Alberta;

vi. Black Gold League Referee-in-Chief.

b. Persons appointed to the following roles:

i. Black Gold League Statistician;

ii. Black Gold League Scheduler;

iii. Black Gold League Referee Assignor;

iv. Black Gold League Officials Development Liaison;

v. Black Gold League Referee Admin.

## 701. Election

The Executive will be established by election by the Directors at the Annual General Meeting.

## 702. Term

The term for the Executive shall be until the next Annual General Meeting.

## 703. Vacancies

Any Executive Member position vacant shall be filled by Executive appointment until the next Meeting where the office shall be filled by election for the balance of the term.

## 704. Removal from Office

An Executive Member may, upon the passage of a Special Resolution ***(see 213)*** , be removed from office for any cause that the Association may deem reasonable.

# 8 – POWERS AND DUTIES OF MEMBERS

## 800. General Duties

It is the duty of all Members to:

1. Carry out their responsibilities to the Association as interpreted by the individuals of the Executive;
2. Participate in the management of the Black Gold League;
3. Represent their home Associate, if applicable, and act in its best interest;
4. Represent the Players and Officials, and act in their best interest;
5. Perform any other duties for the betterment of the Association.

## 801. General Powers of Executive Members

The Executive shall, subject to the Bylaws or directions given it by a majority vote at any Meeting

properly called and constituted, have full control and management of Zone 5 Affairs (***see 217***). Also, the Executive may choose to appoint any person, regardless of whether that person is a Member, to fulfill roles that are the Executive deems appropriate for the management of the any type of affair of the Association. The Executive may, in a vote at an Executive Meeting, remove any appointment.

## 802. President

It is the additional duty of the ***President*** to:

1. Be the Executive Officer of the Association;
2. Preside as Chair at all Meetings;
3. Exercise general supervision over the affairs of the Association;
4. Ensure that all directives and resolutions resulting from Meetings are carried into effect;
5. Be an ex-officio of all committees;
6. Be a signing authority.

## 803. Vice President

It is the additional duty of the ***Vice President*** to:

1. In the absence of the President, perform the duties and exercise the powers of the President;
2. Carry out duties as requested by the President;
3. Act as interim President in should the President resign or be removed until the next Meeting called to elect or appoint a new President;
4. Be a signing authority;

## 804. Treasurer

It is the additional duty of the ***Treasurer*** to:

1. Receive all money paid to the Association and be responsible for the deposit of that money in whatever bank, trust company, credit union or treasury branch account the Executive may order;
2. Be a signing authority of the Association bank account together with the President;
3. Properly account for all funds of the Association and keep such books and records as may be directed;
4. Pay all legitimate bills received by the Association;
5. Prepare budgets yearly or as requested by the President;
6. Supply a report on the financial status of the Association at all Executive Meetings;
7. Make the books and financial records available at the Annual General Meeting or as directed by the President for any Member to view.

## 805. Secretary

It is the additional duty of the ***Secretary*** to:

1. Attend all Meetings, Executive Meetings, and the Annual General Meeting and record accurate
2. minutes of those Meetings;
3. Ensure that Due Notice is given for all Meetings, Executive Meetings, and the Annual General Meeting as required;
4. Maintain files and records appropriate for the operation of the Association.

## 806. Representative to Ringette Alberta

It is the additional duty of the ***Representative to Ringette Alberta*** to:

1. Liaise between and resolve issues brought forward from the Association to Ringette Alberta and brought forward from Ringette Alberta to the Association;
2. Attend the Board and Annual General Meetings of Ringette Alberta when practical.

## 807. Black Gold League Referee-In-Chief

It is the additional duty of the BGL Referee-In-Chief to:

1. Set officiating objectives for the season;
2. Mediate any disputes regarding Officiating;
3. Render decisions regarding inability of Home Teams to provide qualified Officials;
4. Be a member of Protests, Grievances, or Appeals Committee as required;
5. Ensure Officials know which League rules and policies they are required to know and administer;
6. Lead initiatives to develop Officials;

## 808. Neglect of Duty

Disciplinary actions, including but not limited removal ***(see 704)***, will be taken if it is determined that an Executive Member is not fulfilling the duties within the Association that they were entrusted with.

# 9 – EXECUTIVE MEETINGS

## 900. Number of Meetings

Executive Meetings shall be held as often as may be required to deal with Zone 5 or Black Gold League Affairs (***see 217***) and shall be called at the discretion of the President. An Executive Meeting will also be called by the President on receipt of a request from any two Executive Members provided the request is in writing and states the affairs to be dealt with.

## 901. Notice

At least 3 (three) days advance verbal or written (email) notice shall be given to each Executive Member for an Executive Meeting.

## 902. Waiver of Notice

An Executive Meeting may be held without notice if a quorum is achieved. Any business transactions at such meeting shall be null and void unless ratified at the next called Executive Meeting. That Executive Meeting, with proper Notice (***see 901***), must be called within seven days of the Executive Meeting held under waiver.

## 900. Quorum

No business shall be transacted at any Executive Meeting unless at least three Executive Members are present at the Meeting, one of which must be the President or Vice President.

## 901. Chair

The Chair of the Executive Meeting shall be the Association President.

If the Association President is not present, the Association Vice-President shall be the Chair.

If there is no Association President or Association Vice-President, or if the Association President or Association Vice-President is not present within 5 (five) minutes after the time specified for the start of the Meeting or is unwilling to act as Chair, the Executive Members present shall choose a Chair from amongst themselves.

## 902. Voting Process

At an Executive Meeting, a resolution (excluding Special Resolutions) for which a vote is called shall be decided by simple majority on a show of hands. In the case of an equality of votes, the Chair shall be entitled to a second or deciding vote.

The Executive may create a Special Resolution (***see 213***), but cannot vote on it – the Special Resolution must be brought forward to a Meeting or the Annual General Meeting.

## 903. Right to Vote

Every Executive Member present at an Executive Meeting shall be entitled to one vote.

## 904. Proxies

A proxy may not vote.

# 10 – COMMITTEES

## 1000. Establishment

The Directors may delegate any of their powers to Committees consisting of such Members of their body as they think fit.

## 1001. Powers

Committees must conform to any regulations that may be imposed on them by the Directors. All acts done by any meeting of the Committee will be as valid as if every such person had been duly appointed or elected a Director.

# 11 – COMMITTEE MEETINGS

## 1100. Number of Meetings

A Committee may meet and adjourn as the Members think appropriate. Questions arising at any

meeting shall be determined by a majority of votes of the Members present, and in case of an equality of votes the Chair shall have a second or casting vote.

## 1101. Notice

The Committee Members may decide amongst themselves the method and parameters for setting up a Committee Meeting.

## 1102. Quorum

The members present at a Committee Meeting shall be a quorum.

## 1103. Chair

A Committee may elect a Chair of their meetings. If no such Chair is elected, or if at any meeting the Chair is not present within 5 (five) minutes after the time specified for starting the meeting, the Members present shall choose a Chair from amongst themselves.

## 1104. Voting Process

Matters that may arise that require a vote shall be decided by simple majority on a show of hands. In the case of an equality of votes, the Chair shall be entitled to a second or deciding vote.

A Committee may create a Special Resolution (***see 213***), but cannot vote on it – the Special Resolution must be brought forward to a General Meeting or the Annual General Meeting.

## 1105. Right to Vote

Every Member present at a Committee Meeting shall be entitled to one vote.

## 1106. Proxies

A proxy may not vote.

# 12 – ACCOUNTS

## 1200. Record Keeping

The Directors shall cause true accounts to be kept:

1. Of all sums of money received and disbursed by the Association and the matters in respect of which such receipt and expenditure took place;
2. Of all sales and purchases of goods by the Association;
3. Of the assets and liabilities of the Association;
4. Of all other transactions affecting the financial position of the Association.

The books of account shall be kept in the possession of the Association Treasurer, or at such other place as the Directors determine by resolution, and shall always be open to inspection by the Directors.

## 1201. Signing Authority

Any 2 (two) of the Association President, Association Vice-President and the Association Treasurer, shall have the authority to and are hereby authorized to sign cheques, bills of exchange and promissory notes for and on behalf of the Association.

## 1202. Financial Statement

Once at least in every year the Association Treasurer shall lay before the Association at its Annual General Meeting a financial statement for the period since the preceding statement.

# 13 – AUDITING

## 1300. General

A duly qualified accountant or by two Members elected as auditors at a Meeting or the Annual General Meeting shall audit the books, accounts, and records of the Association at least once each year.

## 1301. Timing

A complete and proper statement of the standing of the books for the previous year shall be submitted to an Executive Meeting within six months of the Fiscal Year end and at the next following Annual General Meeting.

## 1302. Fiscal Year

The fiscal year of the Association in each year shall be May 1st to April 30th.

## 1303. Inspection

The books and records of the Association may be inspected by any Member at the Annual General Meeting or at any other time upon arranging a time satisfactory to the officer or officers having charge of such books and records. Each Executive Member shall at all times have access to such books and records.

# 14 – BORROWING POWERS

## 1400. Borrowing

The Association shall not borrow money.

# 15 – GENERAL

## 1500. Principal Office

The principal office for the transaction of business of the Association is as fixed and located by the Executive in the Province of Alberta. The Executive may at any time or from time to time change the location of the principal office from one location to another in the Province of Alberta.

## 1501. Amendment

These Bylaws may be rescinded, altered, amended or added to at the Annual General Meeting, by a Special Resolution or at any time to correct discrepancies with governing documents of Ringette Alberta or Ringette Canada.

## 1502. Seal

The Seal of the Association will be in the custody of the Treasurer and will be used as deemed

necessary. The signatures of the President and Treasurer must accompany the Seal.

## 1503. Liability

No Member shall, in their individual capacity, be liable for any debt of the Association.

## 1504. Remuneration

All Members and elected Executive Members are volunteers and as such ineligible for remuneration.

Appointed members including Statistician, Webmaster and Scheduler are eligible for remuneration as determined by the membership at any General or Annual General Meeting. Rates will be published on the Association Website under Appendix B, Fees and Fines.