

**CONSTITUTION AND BY-LAWS CHILLIWACK MINOR
HOCKEY ASSOCIATION**

CONSTITUTION

1. The name of the Society is "Chilliwack Minor Hockey Association".
2. The purpose of the Society shall be:
 - a) To encourage and foster amongst its members and all citizens in general, sportsmanship and good citizenship.
 - b) To promote and encourage an interest in amateur hockey.
 - c) To control and operate minor hockey within the limits of the City of Chilliwack.
 - d) To encourage and promote competition for its members in a safe, enjoyable and challenging environment.
3. This Association shall be affiliated with the British Columbia Amateur Hockey Association, Pacific Coast Amateur Hockey Association and with Hockey Canada.
4. The Society shall be carried on without purpose of gain for its members and any profits or other accretions to the Society shall be used for promoting its purposes. No Director of the Society shall be paid any remuneration for services rendered to the Society, but may be reimbursed for reasonable expenses incurred in acting as a Director.
5. Upon winding-up or dissolution of the Society, the assets remaining after the payment of all costs, charges and expenses properly incurred in the winding-up, including the remuneration of a liquidator and after payment to the employees of the Society of any arrears of salaries or wages and after the payment of any other debts of the Society, shall be distributed to a charitable organization (or organizations) in Canada, registered under the provisions of the Income Tax Act, which shall be designated by the Board of Directors.
6. Clauses 4 and 5 of this Constitution, including this clause, are unalterable.

BY-LAWS

PART 1 - Interpretation

1.1 In these By-Laws, unless the context otherwise requires:

- a) "Board" means the Elected Board of the Directors of the Society;
- b) "Directors" means the Elected Directors of the Society for the time being;
- c) "Society Act" means the Society Act of the Province of British Columbia from time to time in force and all amendments to it;
- d) The definitions in the Society Act on the date these By-Laws become effective apply to these By-Laws.

1.2 Words importing the singular include the plural and vice versa, and words importing a male person include a female person and a corporation.

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PART 2 - Membership

2.1 The members of the Society are those persons who become members in accordance with these By-Laws and have not ceased to be members.

2.2 The following persons shall be Members:

- a) A parent or legal guardian of a child or playing adult:
 - i) who applies for and who has been granted playing privileges in the Society's hockey programs prior to May 1st of the current year and whose membership has not at any time ceased; or
 - ii) whose application for playing privileges is accepted by the Board at any time after April 30th of the current year and whose membership has not at any time ceased;

provided that such membership shall be limited to two parents/legal guardians per child, it being understood that a member having more than one child registered in the Society's hockey programs shall have no greater rights as a member in the Society than a member having only one child so registered;

- b) any person over the age of nineteen (19) years who does not otherwise qualify for membership and who, in the twelve (12) month period preceding May 1st in any year, has performed any volunteer services in furtherance of the purposes of the Society subject to Board approval. Membership under this provision shall be based upon information compiled and verified by the current Registrar of the Society.

2.3 Membership shall not be transferable.

2.4 A Member ceases to be a member:

- a) on June 30th in each year unless an application for playing privileges for a member's child or an adult member has been made to the Society for the next playing season.
- b) by delivering his/her resignation in writing to the Secretary of the Society;
- c) where the member no longer has a child participating in the Society's hockey programs as a result of the child being released in accordance with the rules and regulations of the Hockey Canada ("HC"), British Columbia Hockey ("BCH"), Pacific Coast Amateur Hockey Association ("PCAHA") and/or such other association of which the Society is a member or with which it is affiliated;
- d) on being expelled.

2.5 A member may be expelled by resolution of the Board where the Board has received a recommendation from the Discipline Committee to expel the member, provided that the member who is the subject of the proposed expulsion is given an opportunity to be heard at the meeting of the Board prior to the resolution to expel being voted upon.

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- 2.6 The Board shall have the power, by a vote of three quarters (3/4) of those present at a duly convened meeting, to suspend a member's membership in the Society for such length of time and upon such terms as the Board may determine when such member's conduct shall have been determined by the Board to be improper, unbecoming or likely to endanger the interest or reputation of the Society, or if such member willfully commits a breach of the Constitution or By-Laws of the Society or any rules or policies established by the Board from time to time, provided that the member who is the subject of the proposed suspension shall have been given an opportunity to be heard at the meeting of the Board prior to the resolution to suspend being voted upon.
- 2.7 A member being expelled or suspended by a resolution of the Board pursuant to Article 2.5 or 2.6 has the right to requisition a general meeting of the Society for the purpose of reviewing the expulsion or suspension, such meeting to be held at such place as the Board shall determine, within 28 days of the member's compliance with Article 2.8.
- 2.8 A member requisitioning a general meeting under Article 2.6 shall:
- a) give written notice to the Secretary, within 14 days of the expulsion or suspension;
 - b) prepay the reasonable cost of giving notice to the membership and of holding the general meeting; and
 - c) shall be given the opportunity to be heard at the general meeting prior to the expulsion or suspension being voted upon.
- 2.9 If the Board resolution expelling or suspending the member is ratified by an ordinary resolution of the membership at a duly convened extra-ordinary general meeting, the monies paid by the member pursuant to Article 2.8(b) shall be forfeited, and if the said expulsion or suspension resolution is not ratified, such monies shall be refunded to the member.
- 2.10 All members are in good standing except a member who has been suspended, has a debt owing to the Society, or who is wrongfully in possession of Society property.
- 2.11 A member not in good standing forfeits all rights, privileges, claims and interests accorded a member of the Society.

PART 3 - Directors

- 3.1 The Directors shall be solely responsible for managing and supervising the affairs of the Society.
- 3.2 The Directors may exercise all the powers and do all the acts and things that the Society may exercise and do, and which are not by these By-Laws or by statute or otherwise lawfully directed or required to be exercised or done by the Society in extraordinary general meetings, but subject, nevertheless to:
- a) all laws affecting the Society;
 - b) these By-Laws; and
 - c) rules, not being inconsistent with these By-Laws, which are made from time to time by the Society in a general meeting.

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- 3.3 No rule, made by the Society in an extraordinary general meeting, invalidates a prior act of the Directors that would have been valid if that rule had not been made.
- 3.4 No Director shall be remunerated for being or acting as a Director but a Director may be reimbursed for reasonable expenses incurred in acting as a Director.
- 3.5 In accordance with the Society Act, each Director of the Society shall assume office on the express understanding and condition that the Society shall indemnify him and his heirs and personal representatives from time to time and at all times against all costs, charges, expenses, and damages whatsoever which such Director sustains or incurs in or as a result of any civil, criminal or administrative action, suit, or proceeding by reason of him being or having been a Director, including an action brought against the Society, if the individual acted honestly and in good faith with a view to the best interests of the Society and in the case of a criminal or administrative action or proceeding, if he had reasonable grounds for believing his conduct was lawful, and the Board shall have the power and authority to purchase and maintain such insurance coverage as may be reasonably necessary to assure to each Director such indemnity.
- 3.6 The Society shall have a maximum of fifteen (15) voting Directors, consisting of: President, First Vice President, Second Vice President, Treasurer, Secretary, Hockey 1 and 2 Director, Hockey 3 and 4 Director, Atom Director, Pee Wee Director, Bantam Director, Midget/Juvenile Director, Female Director, Player/Coach Development Director, Public Relations Director, and Director at Large.
- 3.7 The President shall by January 1 each year, form a nominating committee for the purpose of receiving, recruiting and advertising for candidates to fill Board positions for the next year. In addition to any candidates nominated by the nominating committee, the candidates for election to the Board may be nominated by any member provided such nomination is seconded by two other members of the Society and is received by the nominating committee not less than 30 days prior to the Annual General Meeting. Any nominations must be approved by the nominating committee before being allowed to stand for election.
- 3.8 Separate elections shall be held for the positions of each Director position to be filled.
- 3.9 An election may be by acclamation otherwise it shall be by ballot.
- 3.10 No person shall be eligible for election as a Director unless the individual is a member of the Society in good standing and he meets the requirements to be a director as set out in the Society Act.
- 3.11 Director is eligible for re-election.
- 3.12 The Directors shall serve for a period of two (2) years or until the election of a successor. The President, 2nd Vice President, Treasurer, Public Relations Director, Atom Director, Midget/Juvenile Director, Coach/Player Development Director shall be elected in odd years. First Vice President, Secretary, Hockey 1 and 2 Director, Hockey 3 and 4 Director, Pee Wee Director, Bantam Director, Female Director, and Director at Large shall be elected in even years.
- 3.13 Any casual vacancy occurring on the Board may be filled by the Directors from the members of the Society who are in good standing, but any member so chosen shall retain office only until the conclusion of the next annual general meeting of the Society, but is

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eligible for election at the annual general meeting.

- 3.14 The members may by special resolution remove a Director from their office or position prior to the expiration of their term, and may elect another Director to serve during the balance of the term.
- 3.15 A director ceases to be a director upon missing three (3) consecutive board meetings without notice.
- 3.16 The Directors may delegate any of their powers to committees consisting of such member or members of the Society as they think fit. Any committee so formed shall in the exercise of the power so delegated, conform to any terms of reference or regulations as may be imposed on them by the Board. The chairman of each committee so appointed shall be required to attend Board meetings upon request and to report plans and budgets which must be approved by the Board.
- 3.17 The Directors may delegate roles/positions within the Society that they deem necessary to the successful operation of the Society.
- 3.18 A quorum of any Board meeting shall consist of at least seven (7) Directors of the Board holding office at the time of the meeting. A resolution of the Board shall be passed by a simple majority of votes and the chairman of the meeting may move or propose a resolution but shall not have a second or casting vote.
- 3.19 A Director shall at all times:
- a) act honestly and in good faith and in the best interests of the Society; and
 - b) exercise the care, diligence and skill of a reasonably prudent person;
 - c) in exercising the powers and performing the functions as a Director.

PART 4 - Duties of Directors and Other Appointees

4.1 The President:

- a) shall preside at all meetings of the Society and of the Board;
- b) shall act as the official representative of the Society and shall act as liaison Director between the City of Chilliwack Recreation Department, Hockey Canada, BCH and PCAHA;
- c) shall supervise the other Directors and in the execution of their duties;
- d) In consultation with the Board, the President shall have the power to immediately suspend any member, player, team official, game official or any other person associated with the Society from participation or association with any on ice or off ice hockey activities of the Society for any conduct which the President in their sole and unfettered discretion believes has been or may be injurious to a member, player or game official and likely will continue, or which has significantly hindered the Society in the pursuit of any of its purposes, provided however that such suspension shall be effective only until the next duly convened meeting of the Board; and
- e) shall appoint a nominating committee as described in Article 3.7.

4.2 The First Vice-President:

- a) shall be Chairman of the Discipline Committee;
- b) shall assist the President in the performance of the President's duties;
- c) shall carry out the duties of the President in their absence; and
- d) shall perform any other duties to be assigned by the President.

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4.3 The Second Vice-President:

- a) shall be Chairperson of the Appeals Committee;
- b) shall review and monitor fundraising efforts of individual teams;
- c) shall oversee the scholarship application and selection process;
- d) shall, in the absence of the President and First Vice-President, assume their duties; and
- e) shall perform any other duties to be assigned by the President.

4.4 The Secretary:

- a) shall be responsible for giving notification of meetings of the Society and Board;
- b) shall prepare and retain custody of minutes or proceedings of the annual general meetings, extraordinary general meetings, Board meetings, and any other meetings of the Society;
- c) shall be responsible for all correspondence of the Society and any other related duties;
- d) shall file such reports, resolutions and other documents as may be required by the Society Act; and
- e) shall perform any other duties to be assigned by the President.

4.5 The Treasurer:

- a) shall be responsible for keeping the financial records, including books of account, necessary to comply with the Society Act;
- b) shall render financial statements to the Board, members and others as required;
- c) shall present an interim financial report representative of the accounts of the Society as at April 30th in each year;
- d) shall deposit all monies to the credit of the Society in a chartered bank, credit union or trust company; and
- e) shall perform any other duties to be assigned by the President.

4.6 The Divisional Directors:

- a) shall, in conjunction with the Coaching Coordinator, recommend coaches and team officials for all "C" teams;
- b) shall oversee all teams within their respective divisions and have general responsibility for the organization of teams, coordination and allocation of players among teams in their division;
- c) shall ensure that each coach and/or manager of teams within their division are aware of the By-Laws, Rules and Regulations, Policies and Procedures of the Society and to ensure that such By-Laws, Rules and Regulations, Policies and Procedures are enforced;
- d) shall perform any other duties to be assigned by the President.

4.7 The Director-at-Large:

- a) shall perform any other duties to be assigned by the President.

4.8 Female Director:

- a) shall promote female hockey and act as liaison for registered females
- b) shall oversee all teams within their respective division and have general responsibility for the organization of team(s), coordination and allocation of players among teams in their division
- c) shall perform any duties to be assigned by the President.

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4.9 The Public Relations Director:

- a) shall organize fundraising programs and develop and maintain fundraising processes from the team level to the association level;
- b) shall act as a liaison with the local media;
- c) shall Chair the Sponsorship and Fundraising Committee;
- d) shall Chair the Media and Public Relations Committee;
- e) shall oversee the Website Coordinator and be responsible for the overall communication strategy of CMHA;
- f) shall participate in the coordination of special events;
- g) shall keep the trophy case up to date and display all Society trophies; and
- h) shall perform any other duties to be assigned by the President.

4.10 The Player and Coach Development Director

- a) Assemble and chair the CMHA Player and Coach Development Committee.
- b) Create, organize, implement, evaluate and modify coaching programs within the Association.
- c) Create, implement, evaluate and modify a player development strategy for the Association.
- d) Create, organize, implement, evaluate and modify training programs for team officials.
- e) Perform any other duties assigned by the President.

4.11 The Board will appoint a Coaching Coordinator for the Society who may be either a Director, a member or employee whose responsibilities will be as follows:

- a) shall recommend to the Board Committee the appointment of all team coaches and all team officials as recommended by the Selection Committee which they shall assemble and chair;
- b) shall maintain an effective line of communication between the coaches and the Society;
- c) shall coordinate training programs for all coaches and team officials; and
- d) shall perform any other duties to be assigned by the President.

4.12 The Board will appoint a Referee-in-Chief for the Society who may be either a Director or a member whose responsibilities will be as follows:

- a) shall maintain an effective line of communication between the referees and the Society;
- b) shall coordinate training programs for all referees;
- c) shall appoint assignors to assign referees for all games assigned by the Society;
- d) shall ensure that a reasonable standard of officiating is maintained at all times;
- e) shall ensure that all game officials are registered and are members in good standing with the BCH; and
- f) shall perform any other duties to be assigned by the President.

PART 5 - Meetings

5.1 The annual general meeting of the Society shall be held on or before June 30th in each year and shall be by written notice and publicly announced not less than 30 days prior to the date of the meeting.

5.2 Extraordinary General meetings of the Society shall be held at the time and place, in accordance with the Society Act, that the Board decides.

5.3 A quorum for all general meetings shall be a minimum of fifteen (15) members, including the Board. Unless a quorum is present at an extraordinary general meeting, no business other than the adjournment or termination of the meeting shall be conducted.

5.4 Every member in good standing present at a extraordinary general meeting is entitled to one vote.

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5.5 Voting by proxy shall not be allowed.

5.6 Voting shall be by a show of hands unless the membership requires a poll. Upon a show of hands, every member shall have one vote and, unless a poll is required, a declaration by the President that a resolution has been carried or not carried and an entry to that effect in the minutes of the Society shall be sufficient evidence of the facts without proof of the number or proportion of the votes accorded in favour of or against such resolution. If a poll is required, the resolution shall be decided by a majority of the votes of the members (with the exception of special resolutions which shall require 75% majority of the members in attendance) and such poll shall be taken in such manner as the President shall direct and the result of such poll shall be considered the decision of the Society in general meeting upon the matter in question. The President shall not have a vote, whether upon a show of hands or on a poll, except in the event of a tie, the President shall have a casting vote, being the only vote he is entitled to.

5.7 Board meetings shall be held as required, with a minimum of eight (8) per year. The Board may meet together at the places they think fit to dispatch business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.

PART 5 – Banking, Finances and Execution of Documents

5.1 Accounts shall be kept in the name of the Society at a chartered bank, credit union or trust company selected by the Board.

5.2 All Society cheques shall be signed by two signing Directors who shall be any two of the President, 1st Vice-President, 2nd Vice President, Secretary, or Treasurer of the Society unless otherwise determined by the Board.

5.3 The financial year of the Society shall be from May 1st to April 30th.

5.4 The funds required by the Society shall be obtained by whatever means the Board shall see fit and shall be at their discretion.

5.5 The Board may purchase, lease or otherwise acquire for the purposes of the Society, any real or personal property, particularly equipment and supplies for the members of the Society and others and, so far as may be legal, from time to time, sell, demise, let, mortgage or dispose of the same.

5.6 In order to carry out the purposes of the Society, the Directors may, on behalf of and in the name of the Society, raise or secure the payment or repayment of money in the manner they decide, and, in particular but without limiting the foregoing, by the issue of debentures.

5.7 No debenture shall be issued without the sanction of a special resolution.

5.8 The members may by special resolution restrict the borrowing powers of the Directors, but a restriction imposed expires at the next annual general meeting.

5.9 Execution of any documents on behalf of the Society will be valid, whether executed under seal or otherwise, if executed by the following:

- a) any two of the President, 1st Vice President, 2nd Vice President, Secretary or Treasurer of the Society; or
- b) any two Directors of the Society duly authorized by authority of a resolution of the Directors.

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PART 6 - Auditor

6.1 At each annual general meeting, the Society shall appoint an auditor to hold office until the individual is re-elected or their successor is elected at the next annual general meeting.

6.2 An auditor may be removed by ordinary resolution.

6.3 An auditor shall be promptly informed in writing of appointment or removal.

6.4 No Director of the Society shall be the auditor.

6.5 The auditor may attend extraordinary general meetings.

PART 7 - Discipline Committee

7.1 The Discipline Committee shall consist of the 1st Vice-President of the Society who shall be the Chairman, and at least two other committee members appointed by the Board. One of the other two committee members shall not be Directors of the Board.

7.2 The duties of the Discipline Committee shall be:

- a) to review all major penalties assessed (5 and 10-minute major, game gross, and match) against players or team officials of the Society and to suspend and/or take disciplinary action that may be deemed necessary against such individuals; and
- b) to consider any other disciplinary matters as the committee, in its sole discretion considers necessary.

PART 8 - Appeals

8.1 The Appeals Committee shall consist of the 2nd Vice-President of the Society who shall be the Chairman, and two other Directors of the Society.

8.2 The duty of the Appeals Committee shall be to hear appeals from decisions made by the Discipline Committee as made under Article 7.

8.3 The Appeals Committee may re-admit any team, player, team official or referee or uphold or modify any decision made by the Discipline Committee under Article 7, with consultation of the Board.

8.4 Any team, player, team official or referee may appeal any decision of the Discipline Committee.

8.5 Any appeal to the Appeals Committee by the aggrieved party shall be in writing outlining all particulars pertaining to the case and shall be delivered to the Secretary of the Society within seven (7) days of being notified of the decision of the Discipline Committee.

8.6 Any appeal under Article 8.5 herein shall be dealt with by the Appeals Committee within seven (7) days of receiving the written appeal.

PART 9 - General

9.1 The Society shall maintain affiliation with the HC, BCH and PCAHA as the Board deems it expedient or appropriate, and shall observe all laws, rules and regulations by which such associations are governed and where possible shall have representation at their annual meetings.

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9.2 These By-Laws shall not be altered or added to except by special resolution.

9.3 A member in good standing shall be entitled to propose a special resolution for consideration at a general meeting provided that the proposed special resolution has the approval of at least 15 members in good standing (as indicated by their signatures on the proposed special resolution) and provided further that the proposed special resolution must be received by the Secretary of the Society at least four weeks prior to the general meeting in which the proposed special resolution is to be voted upon.

9.4 A notice may be given to a member by email, fax, personal delivery, or by mailing to the address shown on the player application form and if mailed shall be deemed to have been received on the second day following the day of mailing.

9.5 The Board shall have the right to establish such rules and policies from time to time it deems appropriate and are not inconsistent with this Constitution and By-Laws.

9.6 The Board may establish, amend or terminate a separate reserve funds for the Society at the Boards sole discretion, unless such reserve fund is established by special resolution of the members of the Society, in which case the reserve fund so established may only be amended or terminated by special resolution.

9.7 Any rules and regulations not covered by this Constitution and By-Laws shall be governed by Roberts Rules of Order.

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