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**I. BY-LAW 1 – NAME OF ASSOCIATION & JURISDICTION**

- A. The name of this Association is the COCHRANE RECREATION HOCKEY LEAGUE (the “League”).
- B. The League is the governing body for recreation youth hockey in the Jurisdiction dictated by the Hockey Alberta boundary map. The League’s Objectives, these By-Laws and the Regulations and Operating Policy document as may be amended, from time to time, are for the specific purposes of governing youth recreation hockey within the Jurisdiction as well as all Members under the Jurisdiction, and all interpretations of same, together with all questions or disputes thereof, shall be referred to the Board of Directors.

**II. BY-LAW 2 – INTERPRETATION**

- A. In these Bylaws, unless the context otherwise requires, words in the singular may mean the plural and the masculine gender shall also mean feminine gender, and vice versa, and references to persons may include firms and corporations.
- B. These Bylaws shall conform and comply with the Bylaws, Rules and Regulations as set forth by Hockey Alberta (HA) and Hockey Canada (HC).
- C. These Bylaws must be interpreted broadly and generously.
- D. The term “past-President” refers to the President who has served and no longer serves as president.

**III. BY-LAW 3 – MEMBERSHIP**

- A. Membership (The “Member”, “Members”, or “Membership”) of the League shall be determined by the following:
  - i. Any parent or legal guardian of a minor child, which minor child resides and participates in youth hockey within the Jurisdiction, who has paid the necessary registration fees as determined by the Board of Directors;
  - ii. Any youth hockey player residing within the Jurisdiction, sixteen (16) years or older, who is not responsible to a parent or legal guardian and who has paid the necessary registration fees as determined, from time to time, by the Board of Directors;
- B. Any Member wishing to voluntarily withdraw from the Membership may do so upon written notice to the Board of Directors provided, however, that any refund of registration fees, if applicable, upon such withdrawal, shall be paid by the League in accordance with the Regulations and Operating Policy (as hereinafter defined), as the case may be.
- C. If any Member is in arrears for registration fees for any year, such Member or the minor child of such Member, as the case may be, shall be prohibited from participating in League hockey at the onset of the following season, and such minor child and/or Member shall, thereafter, not be entitled to any membership privileges or powers in the League until reinstated by a favorable majority vote passed by the Board of Directors.

- D. All Members are subject to the League's Objectives, these By-Laws, the Regulations and Operating Policy as the case may be, and the operating rules, regulations, and policies of Hockey Alberta all as amended, from time to time; any Member who fails to conduct himself in accordance therewith or who does not otherwise remain in good standing may be expelled or suspended by the Board of Directors at any time during the minor hockey season and shall, thereafter, not be entitled to any membership privileges or powers in the League until reinstated by a favorable majority vote passed by the Board of Directors.
- E. The Board of Directors or the Membership has the right to designate any individual membership within the League in recognition of a particular or special contribution he can or has offered the League to better carry out its ideals and objectives. The Board of Directors can set a term limit to this recognition.
- F. The Board of Directors has the right to ban any resigned, suspended or terminated Member from any League functions, including meetings, games, practices or associated gatherings.
- G. A Member can be suspended or terminated for any time period deemed appropriate by the Board of Directors. The Board of Directors will set the annual membership fees and dues as determined on an annual basis and may amend, from time to time, as deemed necessary.
- H. Membership is not transferable.

#### **IV. BY-LAW 4 – LEAGUE POSITIONS AND ELECTION OF POSITIONS**

- A. The Board of Directors (The "Board") consists of the following positions:
  - i. President
  - ii. Secretary
  - iii. Treasurer
  - iv. Vice President
- B. League Manager and Coordinator position (the "Coordinator") will be decided by the Board, based on the needs of the League and availability.
  - i. The Coordinator may be an employee or contract employee of the League whose role and responsibilities, as well as compensation and terms of employment will be determined and reviewed annually by the Board of Directors. The Coordinator will report to the Board of Directors through the President.
  - ii. The Coordinator will attend all Board meetings and provide advice to the Board on the strategic direction of the League;
  - iii. The Coordinator may be granted signing authority on expenditures of the League.
  - iv. Volunteer positions will report to the Coordinator.
- C. The Board of Directors of the League shall have full control and management of the affairs of the League within the confines of the League's Objectives and these By-Laws and in accordance with any directions given to it by majority vote at any meeting of the Membership of the League property called and constituted.
- D. Each member of the Board shall be elected or appointed (as defined below) to hold office for two (2) years. At that time, the incumbent may be nominated, and be elected to hold office for another term. The President of the Board is responsible for scheduling and conducting orderly meetings (as set by the Board) and organizing and conducting the Annual General Meeting (the "AGM"). The past President will Chair the AGM. In the instance

where there is no past-President, the President will Chair the AGM. If no Chair is available for the AGM, the Board may appoint any person, including a non-member, to serve as Chair.

- E. Any Member elected/appointed a Director becomes a Director if he were present at the meeting when being elected/appointed and if he did not refuse such election/appointment; provided, however, that such Member may also become a Director if he were not present at the meeting but consented, in writing, prior to the election/appointment to act as a Director. Should any vacancy occur on the Board of Directors during the year, the Board of Directors shall be empowered to appoint a Member to fill the position for the balance of the term. A vacancy shall occur upon:
  - i. Written notification of resignation by a Director;
  - ii. A Director's failure to attend three (3) consecutive meetings of the Board of Directors without due cause; or
  - iii. A favorable majority vote of all of the Directors to remove any Director from his duties as a Director for any cause which the Board of Directors may deem reasonable
- F. All Board of Directors are elected positions with full voting rights and expected to attend regular Board of Director meetings.
- G. All Directors must sign and present to The Secretary, on a yearly basis, a Criminal Record Check, a Code of Conduct form and a Conflict of Interest Disclosure form.
- H. Unless authorized by the Board of Directors and approved by the Membership at an AGM or SGM, no Director shall receive any remuneration for his services.
- I. Election for positions of President, Treasurer, Vice President, and Secretary will occur at each Annual General Meeting. Those Members who wish to stand for position will provide interest to the Chair fourteen (14) days prior to AGM and shared with Membership via the Chair.
  - i. Any Member in good standing may run for any position of the Board. Elections will occur via secret ballot. If a position is uncontested, it will be determined as elected via acclamation with simple yay or nay vote of the Membership to confirm.
  - ii. All Members running for a position will be allotted 2 minutes to state their reasons for running for positions at the AGM.
  - iii. Additional election rules, including timing during the meeting, will be determined by the Chair and outlined prior to the process beginning.
  - iv. Any Member may make a motion to change the election rules determined by the Chair (in this subsection) during the AGM. All motions to change rules must be approved via 75% vote of members in attendance and be determined before the process begins.

## **V. BYLAW 5 – DUTIES OF THE BOARD OF DIRECTORS**

The Board of Directors shall, be duly elected/appointed from the Membership at the AGM (as hereinafter defined) and shall have the following duties:

- A. Oversight of the affairs of the League.

- B. Acting by majority vote, has the power to fill by appointment, any vacancy which may occur on the Board of Directors. Such appointee will hold the position as if elected.
- C. Impose and enforce penalties for violation of these Bylaws.
- D. By majority vote, forthwith remove from office, any member of the Board of Directors for neglect of duty or for conduct unbecoming.
- E. Supervise the collection and authorize the expenditure of funds of the League, ensuring that funds coming into the League are allocated in accordance with the purpose intended.
- F. Adjudicate all disputes between Members which may arise.
- G. Be engaged and present with Members of the League.

## **VII. BYLAW 6 – KEY DUTIES**

- A. The PRESIDENT, without restricting the generality of the foregoing, shall:
  - i. Guide the strategic direction of the League.
  - ii. Act as a mediator considering disputes regarding parties within the League and provides recommendations for mediation.
  - iii. Act in concert with the Board and on behalf of the League when dealing with outside agencies, Hockey Alberta, other leagues, and the news media.
  - iv. Have joint signing authority on the League financial documents.
  - v. Have the authority to suspend any team, player, team official, and member, for unbecoming conduct on or off the ice, abusive language to any of the officials, or for failure to comply with the League Constitution, By-Laws, and Regulations.
  - vi. Have the authority to prevent any spectator from viewing a game, other activity, or entering a facility to view a game or other activity that is being conducted by the League for conduct the President has deemed to be detrimental to the game. Further, the President shall have the authority to suspend the coach, player, team official, or the team to which the spectator is affiliated. Such action to be effective until dealt with by the Board of Directors.
  - vii. Not vote unless there is a tie amongst the Board.
  - viii. Notify the Board of the time and location of all meetings and ensure that the dates and times of the Annual General Meeting is adequately advertised for the benefit of the Membership.
  - ix. Provide meeting agendas.
  - x. Temporary fulfill the duties of any Director position if needed by the Board.
  - xi. Provide recommendations on necessary changes to bylaws, policies, or guidelines.
  - xii. Oversee the volunteer positions in the absence of a League Coordinator.
  - xiii. File the Annual Report including the financial return, with the Government of Alberta.
- B. The SECRETARY shall:
  - i. Ensure the maintenance of accurate records, prepare and circulate minutes of the Board of Directors & General meetings.
  - ii. Safeguard the files of the League.
  - iii. Upon request and when required present the minutes for all Board of Directors and General Meetings.
  - iv. Perform such other duties as the Board may direct.

C. The TREASURER shall:

- i. Ensure maintenance of a proper set of books and accounts which reflect all monies received and disbursed.
- ii. Recommend to the Board of Directors special measures, which may be required to correct unsatisfactory financial situations, which may arise in the operation of the League.
- iii. Maintain records and audit, as required, with the assistance of the Administrative Bookkeeper.
- iv. In collaboration with the relevant Board of Directors, prepare a budget on anticipated expenditures for the next playing year, and submit this budget to the League Board of Directors for approval at a time to be directed by the President.
- v. Present to the Annual General Meeting a written report and financial statement on the financial operations of the League for the last complete fiscal year and interim statements for the current season.
- vi. Have signing authority on the League bank accounts.
- vii. Perform such other duties as the Board may direct.

D. The VICE-PRESIDENT shall:

- i. Fulfill the duties of the President in the absence of the President.
- ii. Fulfill the duties of the Treasurer in the absence of the Treasurer
- iii. Fulfill the duties of the Secretary in the absence of the Secretary
- iv. Perform such other duties as the Board or membership shall direct.

**VII. BY-LAW 7 – MANAGEMENT VOLUNTEER POSITIONS**

Volunteering is integral to the success of the League. Volunteers shall be given as much support and assistance as possible from the members of the Board as well as the Coordinator. Volunteers will report to the Coordinator, however, if there is no Coordinator available, they will report to the Board through the President or the designated individual. All volunteers are encouraged to provide advice for decision making to the Board.

A. TEAM OPERATIONS VOLUNTEER shall:

- a. Oversee the coaching, equipment, and development of players of the League.

B. SCHEDULING VOLUNTEER shall:

- a. Coordinate, along with the team managers, scheduling for all teams in the CRHL.

C. TEAM MANAGER VOLUNTEER shall:

- a. Oversee the coordination of managers of each team.
- b. Ensure communication with parents occurs on a regular basis
- c. Coordinate volunteers for Jersey distribution

D. FUNDRAISING AND MERCHANDISE VOLUNTEER shall:

- a. Oversee and plan fundraising events, the number to be determined by the Board.
- b. Oversee the cougars “store” and sales.

**VIII. BY-LAW 8 – MEETINGS**

**(8.1) General Meetings:**

- A. The League shall hold an Annual General Meeting (the “AGM”) on or before the 31<sup>st</sup> day of May in each year, a minimum of twenty-one (21) days’ notice of which AGM **may** be published on the League website, sent to the Membership via email, posted on public notice boards, in local newspapers, or by other methods deemed appropriate by the Board of Directors. The Board so elected/appointed there at as per By-Law 4 shall form the Board of Directors and shall take office immediately upon such election/appointment. Any Member in good standing shall be eligible for any Board position.
- B. A General Meeting (the “General Meeting”) may be called at any time by the PRESIDENT upon the instructions of the Board of Directors, a minimum of ten (10) days’ notice of which General Meeting shall be published on the League website, sent to the Membership via email, posted on public notice boards, in local newspapers, or by other methods deemed appropriate by the Board of Directors.
- C. A special meeting (the “Special Meeting”) shall be called by the PRESIDENT or the Board of Directors upon receipt by either of a petition signed by twenty (20) or more Members in good standing, which petition shall set forth the reason(s) for calling such Special Meeting, a minimum of ten (10) days’ notice of which Special Meeting, together with a copy of the said petition, shall be published on the League website, sent to the Membership via email, posted on public notice boards, in local newspapers, or by other methods deemed appropriate by the Board of Directors.
- D. Ten (10) Members in good standing and 50% + 1 Directors, shall constitute a quorum at any General Meeting or any Special Meeting.

**(8.2) Board Meetings:**

- A. Board meetings are to occur at the call of the PRESIDENT or by a schedule outlined by the Board. A Board meeting can be cancelled by majority vote via email or text and recorded by the SECRETARY. It is recommended the Board schedules regular meetings throughout the hockey off-season in preparation for the season and periodic meetings during the hockey season as needed.
- B. Quorum for the transaction of business shall consist of 50% +1 Directors, present in person, and/or via conference call or virtual attendance, and eligible to vote.

**IX. BY-LAW 9 – VOTING**

- A. Any Member who:
  - i. Has not withdrawn from membership; or
  - ii. Has not been suspended or expelled as hereinbefore provided;

Shall have the right to vote at any General Meeting or any Special Meeting.

- B. Only Directors, as listed in section 5, shall have the right to vote at meetings of the Board of Directors.
- C. All such votes set forth in this By-Law shall be made in person by show of hands or by secret ballot as may be determined, from time to time, by the President of any given meeting of the League and not by proxy or otherwise; provided, however, that by a unanimous consent of the Board of Directors, votes in regard to issues to be decided by the Board of Directors may be cast by the Directors via e-mail or facsimile.

**X. BY-LAW 10– AUDITING / FINANCIAL**

- A. The financial books, accounts, and records of the League shall be subject to a minimum of a Financial Review each year for two years and a full audit every third year by a duly qualified accountant appointed by The Board for that purpose.
- B. The fiscal year end of the League shall be April 30. A complete and proper statement of the standing of the books for the previous year shall be submitted by the Treasurer at the AGM.
- C. All the financial books, accounts, and records of the League may be inspected by any Member at the AGM or at any time upon giving reasonable notice and arranging a time and place satisfactory to the Director(s) having charge of same. Each Director shall at all times have access to such books and records.
- D. The signing officers of the League for the purpose of drawing funds from the account or accounts of the League shall be the Treasurer along with any two (2) other signatories be it designated Board Members or the Coordinator. There must be a minimum of two signing officers.
- E. For the purpose of carrying out its objectives, the League may borrow or raise or secure the payment of money in such manner as it deems fit and, in particular, by the issue of debentures; provided, however, that this power shall be exercised only under the authority of the League, and in no case shall debentures be issued without the sanction of a special resolution of the Members.

**XI. BY-LAW 11 – BY-LAW AMENDMENTS**

- A. These By-Laws may be amended by a Special Resolution at any General Meeting by the affirmative vote of not less than sixty (60%) percent of those attending Members, if entitled to do so, who vote in person, and such Special Resolution shall become valid upon the approval of and registration by Alberta Registries, Corporate Registry. Notice of all proposed amendments to these By-Laws shall be signed by two (2) members of the Board of Directors if the amendment is proposed by the Board of Directors or by two (2) Members in good standing if proposed by the Members. The proposed amendments must be included in the notice of the General Meeting, of which not less than twenty-one (21) days' notice specifying the intention to propose the Special Resolution has been duly given, otherwise the said meeting shall have no power to deal with the same.

**XII. BY-LAW 12 – POLICY AND PROCEDURE**

- A. Policy and procedure documents can be set and approved by the Board of Directors as needed. Policy and procedure documents do not need approval at an AGM by the Membership; however, the Membership can amend any policy or procedure with proper notice (21 days prior to AGM).
- B. Policy and procedures may also be amended via SGM.
- C. Any Member in good standing can make recommendations to the Board of Directors for amendments to a policy or procedure to be dealt with at the next Board meeting.