

# BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION

## Article 1 – Preamble

### 1.1 The Society

The name of the society is the High Prairie Minor Hockey Association, which may also be known or referred to as the HPMHA.

### 1.2 The Bylaws

The following articles set forth are the Bylaws of the HPMHA.

The Association shall abide by the rules and regulations set down by:

- 1) Local/league, regional, provincial and national governing bodies in which the Association operates, and shall ensure that it remains in good standing with them.
  - a. The rules and regulations of the Association shall be as set in these bylaws to govern the business of the Association.
  - b. The rules and regulations which govern the conduct of teams, players, coaches, referees, and others involved in HPMHA are outlined in HPMHA policy and procedure manual, including but not limited to the rules and regulations of governing bodies, regulatory bodies, legislation, and legal obligations and responsibilities.
    - i. HPMHA policies and procedures may be adopted, rescinded or amended in an ongoing manner at the discretion of the Board, as per resolution via meetings or electronic means.
    - ii. A written record of all current policies and guidelines is to be maintained by the Secretary of HPMHA.
    - iii. The secretary or designate will be responsible for updating the policies and procedures both in the manual and on the HPMHA website.
    - iv. HPMHA policies and procedures and bylaws shall be made available publicly to HPMHA members through digital means, such as on the website, and by request.
    - v. Printed copies can be requested from the Secretary in writing.

## Article 2 – Defining and Interpreting the Bylaws

2.1 Definitions: In these Bylaws, the following words have these meanings.

- a. Act means the *Societies Act* R.S.A. 2000, Chapter S-14 as amended, or any statute substituted for it.
- b. "Association" shall be defined as the High Prairie Minor Hockey Association.
- c. Bylaws means the Bylaws of HPMHA as amended through special resolution.
- d. Auditor means a person who examines an organisation's financial records and reports. If the person is a member of the organisation being audited, he or she is known as an internal auditor. If the auditor is not a member of the organisation, he or she is known as an external auditor;
- e. Board means the Board of Directors and Executive Officers of the HPMHA.
- f. Director means any person elected or appointed to the Board. This includes the President and the immediate Past President.
- g. "Executive" shall be defined as the annually elected Board Officers of the President, Vice-President, Secretary, Treasurer and Registrar.
- h. "Officer" shall mean the President, Vice-President, Treasurer, Registrar and Secretary.
- i. "Member" refers to any individual who is registered as a player, coach, volunteer, or

## **BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION**

parent/guardian of a player in the MHA. Membership and Member in Good Standing is as defined according to Article 4.

- j. Governing bodies shall be defined as "AAHA" also known as the Alberta Amateur Hockey Association, also known as Hockey Alberta; "CHA" shall be defined as the Canadian Hockey Association, also known as Hockey Canada
- k. Special Resolution is a resolution passed at a General Meeting of the membership of this Society. There must be twenty-one (21) days' notice for this meeting. The notice must state that proposed resolution. There must be approval by a vote.
- l. Register of Members

2.2 Interpretation: The following rules of interpretation must be applied in interpreting these Bylaws.

- a. Singular and Plural: words indicating the singular number also include the plural, and vice-versa.
- b. Corporation: words indicating persons also include corporations.
- c. Headings are for convenience only. They do not affect the interpretation of these Bylaws.
- d. Liberal Interpretation: these Bylaws must be interpreted broadly and generously.

### Article 3 – Objects of the Society

3.1 The objects of the Association are detailed in the Article of Incorporation

3.2 Annual report:

In this section, "anniversary month" means the month in each year that is the same as the month in which the certificate of incorporation of the society was issued.

- a. A society shall each year, on or before the last day of the month immediately following its anniversary month, make a return to the Registrar containing:
  - i. the address of the registered office of the society,
  - ii. the full name and street address or postal address of each officer and director of the society, and
  - iii. the audited financial statement presented at the last annual general meeting of the society.
- b. Notwithstanding anything in this section, where there is a change
  - i. in the membership of the officers or directors of a society, or
  - ii. in the name and street address or postal address of an officer or director of a society,

the society shall, within 30 days from the day that the change occurs, give notice to the Registrar in a form acceptable to the Registrar setting out the change.

3.3 Officers and directors:

**A society shall, on request of the Registrar, furnish the Registrar with particulars of its officers and directors.**

### Article 4 – Membership

4.1 Membership of the Association shall consist of:

- a. Any HPMHA registered player within the prescribed AAHA boundaries or any exception agreed to by the AAHA and the High Prairie Minor Hockey Association Board.

## **BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION**

- b. Any parent or legal guardian, eighteen (18) years of age or older, having a player properly registered with the Association as per Hockey Alberta regulations;
- c. Any person holding a position on the Board of Directors in the Association is automatically a Member of the Association for the current operating year;
- d. Any person acting in the capacity as a volunteer for any time during the current membership year.

### 4.2 Membership year:

The membership year begins upon registration into the Association and ends upon the date of the AGM.

### 4.3 Member in Good Standing

- a. The Member has paid membership fees or other required fees to the HPMHA;
- b. The Member has no outstanding complaints, warrants, unpaid fees or outstanding obligations towards the HPMHA;
- c. The Member is not accused or charged with participation in illegal activities involving drugs or minors,
- d. The Member is not under investigation for, or has demonstrated conduct that undermines the MHA's values, reputation, and integrity.
- e. The Member is a Director who is meeting and has met the conditions of due care, loyalty, and obligations as per The Societies Act.
- f. The Member is not suspended, expelled or withdrawn as a Member.

### 4.4 Members at Large

Any individual who is a resident of the area served by HMPHA and supports its mission and purpose is eligible for membership as a member at large.

- a. Members at large may be appointed by the board of directors, through a motion and resolution.
- b. Members at large must comply with all the requirements of HPMHA's constitution and bylaws.
- c. Members at large do not have voting rights at general meetings of the organisation.
- d. Membership as a member at large may be terminated by the board of directors of the organisation if the member at large violates the constitution, bylaws, or policies of the organisation.

#### Roles and Responsibilities:

- e. Members at large are responsible for providing input and feedback to the board of directors on issues related to the mission and purpose HPMHA.
- f. They serve on committees or task forces established by the board to address specific issues related to the organisation's operation.
- g. Members at large may also be asked to assist the organisation with fundraising and other activities.
- h. Members at large may not act on behalf of the organisation or make representations on behalf of the organisation without prior authorization from the board of directors.
- i. Members at large may attend general meetings of the organisation, but do not have voting rights.
- j. The organisation may hold special meetings for members at large to provide updates on the organisation's operations and to solicit feedback and input from

## BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION

members at large.

- k. Members at large must disclose any potential conflicts of interest that may arise in connection with their role as a member at large.
  - i. If a conflict of interest arises, the member at large must recuse themselves from any discussions or decisions related to the issue.

### 4.5 Rights and Privileges of Members

- a. Any Member in good standing is entitled to:
  - i. receive notice of meetings of the Association;
  - ii. attend any meeting of the Association;
  - iii. speak at any meeting of the Association; and
  - iv. exercise other rights and privileges given to Members in these bylaws, HPMHA policies and procedures, and the governing bodies.
- b. Voting rights are deemed for members who, at the time of the meeting for which voting will occur, are considered Members in Good Standing, as per Article 4.3.
  - i. A Director, whether elected, or appointed on an interim basis by the Board of Directors, has the right to vote at a Board meeting, provided they are a member in good standing as per Article 4.3.
- c. Votes by a member must be in person and cannot be by proxy. Voting by members on a special or extraordinary resolution may be by mail-in ballot or email.
- d. Votes shall be by a show of hands unless a majority of members request a secret ballot.

### 4.6 Violations of Bylaws, Policies, Rules and Regulations

The existing Board of Directors, shall have the power to suspend or discipline any coach, manager, player, parent or guardian, trainer, referee, or other official, Executive Officer, Board member of member at large as per:

- the guidelines and procedures laid out by governing bodies, HPMHA bylaws, HPMHA policies and procedures, and legal/legislative obligations and requirements.

### 4.7 Suspension of Membership

- a. The Board, at a Special Meeting called for that purpose, may suspend a Member's membership not more than three (3) months, for one or more of the following reasons:
  - i. if the Member has failed to abide by the Bylaws, Policies and/or Procedures of the Association and/or its governing bodies;
  - ii. if the Member has done or failed to do anything judged to be harmful to the Society.
- b. Notice to the Member:
  - i. The affected member will receive written notice of the Board's intention to suspend;
  - ii. The notice will be sent by single registered mail to the last known address of the Member shown in the records of the Society. The notice may also be delivered by a member of the Board.
  - iii. The notice will state the reasons why suspension is being considered.
  - iv. Decision of the Board
  - v. The Member will have an opportunity to appear before the Board to address the matter. The Board may allow another person to accompany the

## BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION

Member.

- vi. The Board will determine how the matter will be dealt with, and may limit the time given the Member to address the Board.
- vii. The Board may exclude the Member from its discussion of the matter, including the deciding vote.
- viii. The decision of the Board is final.

### 4.8 Termination of Membership

A membership is terminated when:

- a. the member dies or resigns;
- b. the member is expelled or their membership is otherwise terminated in accordance with the articles or by-laws;
- c. the member's term of membership expires; or
- d. the corporation is liquidated and dissolved under Part 14 of Not for Profit Corporations Act;
- e. the rights of a member, including any rights in the property of the corporation, cease to exist on termination of the membership.

#### 4.8.1 *Resignation*

- a. Any Member may resign from the Society by sending or delivering a written notice to the Secretary or President of the Association.
- b. Once the notice is received, the Member's name is removed from the Register of Members. The Member is considered to have ceased being a Member on the date his name is removed from the Register of Members.

#### 4.8.2 *Deemed Withdrawal*

- a. If a member has not paid the annual membership fees within three (3) months following the date the fees are due, the Member is considered to have submitted his resignation.
- b. In this case, the name of the Member is removed from the Register of Members. The Member is considered to have ceased being a Member on the date his name is removed from the Register of Members.
- c. A member may withdraw from membership in this Association by submitting his withdrawal in writing to the Registrar. Reimbursement is not mandatory but may be considered on an individual basis, based on the 'Registration Refund' policy,

#### 4.8.3 *Removal*

The Society may, by Special Resolution at a Special meeting called for such a purpose, expel any Member for any cause which is deemed sufficient in the interests of the Society.

- a. The Board may, by a written notice, terminate the membership for:
  - i. Contravening to the Rules and Regulations of the CHA, AAHA, HPMHA and the League in which the Association operates.
  - ii. Breach of contract that may include but is not limited to non-compliance with the HPMHA's policies, rules, and regulations,
  - iii. Participation that is deemed conduct that undermines the HPMHA's policy, procedures and/or legislative responsibilities.
  - iv. Conduct that undermines the MHA's values, reputation, and integrity.

## BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION

- b. The Board shall give to the individual a written explanation for the termination of membership.
- c. The individual shall have a one-time right of appeal to the Executive within two weeks of the date of the issuance of the letter of termination, by following the appeal process as set out in the HPMHA policies and procedures.
- d. The decision made by the board is final.

### 4.9 Transmission of Membership

No right or privilege of any Member is transferable to another person. All rights and privileges cease when the Member resigns, dies, or is expelled from the Society.

### 4.10 Continued Liability for Debts Due

Although a Member ceases to be a Member, by death, resignation or otherwise, he is liable for any debts owing to the Society at the date of ceasing to be a Member.

### 4.11 Limitation on the Liability of Members

No Member is, in his individual capacity, liable for any debt or liability of the Society, as per The Societies Act.

## Article 5 – Meetings of the Society

### 5.1 Parliamentary Authority:

The rules of order for meetings shall be based on the latest edition of Robert's Rules of Order, unless otherwise provided in this bylaw.

- 1. Agenda: The secretary shall prepare an agenda for each meeting, in consultation with the board, which shall include the order of business and any items to be discussed. The agenda shall be distributed to all members.
- 2. Minutes: The secretary or a designate will take minutes at all meetings, and,
  - a. Minutes of all meetings shall be kept by the secretary or other designated officer, according to legislation and bylaws noted herein;
  - b. The minutes shall include the date, time, place, and attendance of the meeting, the text of all motions and resolutions, and the results of all votes.
  - c. The minutes shall be approved by the President, and distributed to all members within thirty (30) days of the meeting.

#### 5.1.1 Procedures:

- d. General Meetings of the Society are open to the public. A majority of the Members present may ask any persons who are not Members to leave.
- e. The President cancels the General Meeting if a quorum is not present within one-half (1/2) hour after the set time. If cancelled, the meeting is rescheduled for one (1) week later at the same time and place. If a quorum is not present within one-half (1/2) hour after the set time of the second meeting, the meeting will proceed with the Members in attendance.
- f. The President chairs every General Meeting of the Society. The Vice-President chairs in the absence of the President.
- g. If neither the President nor the Vice-President is present within one-half (1/2) hour after the set time for the General meeting, the Members present choose one (1) of the Members to chair.
- h. The President may adjourn any General Meeting with the consent of the Members at the meeting. The adjourned General Meeting conducts only the unfinished business from the

## BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION

initial Meeting.

- i. No notice is necessary if the General Meeting is adjourned for less than thirty (30) days.
- j. The Society must give notice when a General meeting is adjourned for thirty (30) days or more. Notice must be the same as for any General meeting.
- k. No motion shall be received without the mover and seconder thereon and said motion shall not be open for discussion until so stated by the Presiding Chair. ~~Officer.~~
- l. All motions shall be decided by a majority vote. In case of a tie, the President shall cast a vote.
- m. A resolution in writing, voted on and signed by all currently acting Directors and placed within the minutes provided by the Secretary for the next Board meeting is valid, as per article 5.1.2

### 5.1.2 Quorum:

- a. A quorum for meetings shall be as follows:
  - i. AGM & any special Members' meetings: One-twentieth (or 5%) of the Association's members in good standing shall constitute a quorum at an Annual General Meeting
  - ii. Board of Directors' meetings: A majority of the currently serving active Directors.
  - iii. Committee meetings: A majority of the committee members.
    1. The President and Vice-President act as de facto members of all committees, and can be called upon to cast a deciding vote.
- b. Opening quorum sufficient  
If a quorum is present at the opening of a meeting of members, the members present may, unless the by-laws otherwise provide, proceed with the business of the meeting, even if a quorum is not present throughout the meeting.
- c. If a quorum is not present at the opening of a meeting of members, the members present may adjourn the meeting to a fixed time and place but may not transact any other business.
- d. Resolution in lieu of meeting must be in writing and signed by all the members entitled to vote on that resolution at a meeting of members, and will be accepted as as valid as if it had been passed at a meeting of the members; and
- e. A resolution in writing dealing with all matters required by this Act to be dealt with at a meeting of members, and signed by all the members entitled to vote at that meeting, satisfies all the requirements of this Act relating to meetings of members.

### 5.1.3 Participation in meeting by electronic means

- a. If the directors or members of HPMHA call a meeting of members those directors or members, as the case may be, may determine that the meeting shall be held, in accordance with the regulations, if any, entirely by means of a telephonic, an electronic or other communication facility that permits all participants to communicate adequately with each other during the meeting.
- b. Any person entitled to attend a meeting of members may participate in the meeting, in accordance with the regulations of the Societies Act, with prior request to the presiding Board, by means of a telephonic, an electronic or other communication facility that permits all participants to communicate adequately with each other during the meeting, if HPMHA is able to make available such a communication facility.
- c. A person participating in a meeting is deemed for the purposes of this Act to be present at the meeting.

### 5.1.4 Voting:

The following shall be eligible to vote at the Annual General Meeting and Special Meetings

## BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION

- a. Members in Good Standing.
- b. Directors elected and currently active on the Board of the membership year.
- c. There shall be no proxy votes.
- d. No person shall have more than one vote.

### 5.2 Board Meetings

- a. Executive meetings shall be held at least three times per year.
- b. Board meetings shall be held a minimum of once per month.
- c. The meetings will be held on dates designated by Board approval.
- d. There will be a minimum of 3 days notice provided in writing for Board meetings, with the exception of special meetings.
- e. Conflict of Interest: Any director or committee member who has a conflict of interest with respect to a matter before the meeting shall declare the conflict of interest and shall not vote on the matter.
- f. General Members are welcome to attend Board meetings.
  - i. General members who wish to address a specific issue or concern must contact the Secretary with a minimum of one week's notice to include said issue or concern on the agenda.
  - ii. The agenda will specify that the General Member will be there as a delegation only to present and discuss their topic.
- g. All meetings will follow Roberts Rules of Order or a simplified Robert's Rules as per the procedures outlined in the HPMHA bylaws.

### 5.3 The Annual General Meeting

- a. The Annual Meeting shall be held in-person; or blended in-person/remote, or remotely only as requested by Members in Good Standing and/or approved by the Board.
- b. The Annual General Meeting of the Association shall be held on or before the fiscal year end.
- c. The Board of Directors for the current membership year selects the time and place.
- d. Due notice of the Annual General Meeting will be advertised to all participating members and those interested in the hockey program, with a minimum of 21 days notice.
- e. The Secretary mails, e-mails or delivers a notice to each Member at least twenty-one (21) days before the Annual General Meeting. This notice states the place, date and time of the Annual General Meeting, and any business requiring a Special Resolution.
- f. One-twentieth (or 5%) of the Association's members in good standing shall constitute a quorum at an Annual General Meeting.

#### 5.3.1 *Agenda for the Annual General Meeting*

The order of business for the Annual General Meeting shall be as follows:

- a. Reading of minutes from the last Annual Meeting and the minutes from any special meeting held during the current playing year;
- b. Business arising from the minutes of the previous year's AGM.
- c. Year End President's report summarising the operations of the HPMHA for the prior membership year;
- d. Year End Treasurer's report : HPMHA shall hold an annual general meeting and shall present at that meeting a financial statement setting out its income,



## BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION

disbursements, assets and liabilities, audited and signed by the society's auditor. RSA 2000 cS-14 s25;2022 c14 s17 2021 c3 s6 (Societies Act of Alberta; Non Profit Corporation Act of Canada).

- e. Receiving and reading of reports from Directors;
- f. Receiving and reading of reports from any and all Committees;
- g. General business
- h. Election of Executive Officers and Directors, Directors at Large;
- i. Adjournment

### 5.4 Election and/or Appointment of Directors and Executive Officers

- a. Each member in good standing shall have the privilege of nominating a representative for each elective office of the Association subject to the following provisions:
- b. A nomination shall not be accepted for the Office of the President who has not served on the Board of Directors prior to his/her nomination.
- c. No person shall be nominated for any Executive Officer or Director position unless he/she is a member in good standing of the Association.
- d. Any member nominated for an Executive Officer or Director position, if unopposed by another nomination of a person in attendance, shall be considered elected by acclamation.
- e. A person cannot be nominated for an Executive Officer or Director position unless that person is in attendance or has signed a nomination acceptance.
- f. No household shall have more than one member on the Board of HPMHA.

### 5.5 Special Meetings

#### 5.5.1 *A Special Meeting may be called at any time:*

- a. By a resolution of the Board of Directors to that effect;
- b. One-twentieth (or 5%) of the Association's members in good standing shall constitute a quorum at a Special Meeting. (amended March 27, 2012)
- c. The Secretary mails, e-mails or delivers a notice to each member at least twenty-one (21) days before the Special Meeting. This notice states the place, date, time and purpose of the Special Meeting.
- d. Notice of a Special Meeting shall be publicly advertised 10 days in advance. The notice shall include time, place, and agenda of the meeting.

#### 5.5.2 *Agenda for Special Meeting*

- a. Only the matter(s) set out in the notice for the Special Meeting are considered at the Special Meeting.
- b. Procedure at the Special Meeting
  - i. Any Special Meeting has the same method of voting and the same quorum requirements as the Annual General Meeting.
  - ii. No subject shall be discussed or considered at any Special Meeting, except that specified in the notice.

#### 5.5.3 *Special meeting for Removal of an Executive Officer or Board Director:*

- a. The Members may, by resolution passed by a 50.1% majority of the votes cast at a Special Meeting of Members duly called for that purpose, remove any Executive member before the expiration of his/her term of office and may, by a 2/3 majority

## BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION

of votes cast at the meeting, elect a replacement member.

### 5.5.4 Requisition of meeting

- a. A Special meeting for the Executive Officers and/or the entire Board of Directors may be called through
  - i. The written request of at least three (3) Directors. The request must state the reason for the Special Meeting and the motions(s) intended to be submitted at this Special Meeting;
  - ii. Notice of the meeting must be provided to the Board in writing minimum 2 days prior.
- b. A Special meeting by HPMHA Members may be requisitioned to the directors to call a meeting of members for the purposes stated in the requisition.
  - i. The requisition, which may consist of several documents of similar form each signed by a minimum of 20% of the membership, shall state the business to be transacted at the meeting and shall be sent to each director and to the registered office of the corporation.
  - ii. On receiving the requisition, the directors shall call a meeting of members to transact the business stated in the requisition, unless
    1. a record date has been fixed;
    2. the directors have called a meeting of members and have given notice of the meeting;
    3. the business of the meeting as stated in the requisition includes matters described in the agenda of a Board meeting
  - iii. If the directors do not call a meeting within 21 days after receiving the requisition referred to in subsection 5.4.3b, any member who signed the requisition may call the meeting.
  - iv. Unless the members otherwise resolve at a meeting called under subsection 5.4.3b, the Association shall reimburse the members for the expenses reasonably incurred by them in requisitioning, calling and holding the meeting.

### 5.4.2 Disciplinary Meetings

Disciplinary meetings can be called by any HPMHA Director in response to concerns, complaints, or legislative matters for any Director, Officer or Association member. Requests for meetings outside of designated board meetings will follow the process as identified in the bylaws.

## Article 6 - The Board

The Board consists of the Executive and the Board of Directors. The Executive consists of the Officers. The Board of Directors consists of all Directors, Directors at Large, and Officers.

### 6.1 Requirements

The Executive is required to:

- a. Exercise at least the level of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.
- b. Act honestly, in good faith and in the best interests of the HPMHA, rather than in their own personal interest.
- c. Be responsible to the general membership and shall have control and management of all areas of operation of the Association within the bylaws, and appropriate acts

## BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION

and legislation.

- d. A director must be at least 18 years old, must consent to being a director, and be duly appointed through election or resolution by the Board in the case of a vacancy that is not filled at the AGM.

### 6.2 Disqualification

Directors can become disqualified. A director of a society cannot:

- A. be declared incapable by a court,
- B. be an undischarged bankrupt, or
- C. have been convicted of fraud or other criminal offences within the last five years (unless they received a pardon), or have been deemed unrelated to their duties in a minor hockey association.

These are ongoing requirements.

- If a director becomes disqualified, he or she must resign.
- It is an offence for a non-qualified person to act as director.

### 6.3 General Guidelines of the Executive Officers and Board Directors who:

- a. Shall be empowered to appoint a member of the Association to fill a position that is vacated during the membership year, for the balance of the term;
- b. Shall ensure that all funds belonging to the Association are deposited at an appropriate financial institution. No funds shall be withdrawn without the signature of two (2) designated members of the Executive;
- c. Shall attend all Board meetings with a prepared report for their particular position, committee, or other requested reports or information requested by the Board;
- d. Shall attend the Annual General Meeting and present a yearly report;
- e. Shall serve on one or more committees as assigned or voted on by the Board;
- f. Shall serve a two (2) year term, with additional terms allocated if provided by vote at the AGM.
- g. Staggered terms will be used if required to ensure continuity from year to year, as per Board recommendations prior to the AGM.

(An example is as follows: President, Secretary, Registrar on odd number years; VP, Treasurer on even numbered years.)

### 6.4 Non-compliance

Executive Officers and Board Directors Non-Compliance with Bylaws and legislation is a serious offence. Any member of the Board of Directors who fails to comply with the bylaws of the Society shall be subject to disciplinary action.

In the event that a Board member is found to have violated the bylaws:

- a. The Board member in question shall be given verbal and written notice of the bylaw(s), legislation and/or policies violated, and shall be given the opportunity to respond..
- b. The Board shall have the power to appoint an ad hoc committee to investigate any complaint against a Board member and to make recommendations to the Board regarding disciplinary action.
- c. Disciplinary Action may include any or all of the following:
  - i. Issue a written warning to the Board member, listing consequences for defying additional bylaws;
  - ii. Temporarily suspend the Board member from his/her position on the Board, subject to a maximum of 60 days to allow time for review and appeal.

## BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION

- iii. Recommend the removal of the Board member from his/her position on the Board at a Special Meeting of the Society called for that purpose.
- d. Disciplinary action against a Board member shall require a two-thirds (2/3) majority vote of the Board, provided that a quorum is present.
- e. Any Board member who is the subject of disciplinary action shall have the right to appeal the decision to a Special Meeting of the Society called for that purpose.
- f. Any Board member who is found to have violated the bylaws shall be liable for any damages or losses suffered by the Society as a result of his/her actions or inactions.

### 6.5 Removal

- a. Any elected or appointed board member who fails to attend board meetings on three (3) consecutive occasions, without just cause, which shall be determined by the board, on motion passed by majority of the board, may be removed as an Executive Officer/ Board Director.
  - i. Without Just Cause includes but is not limited to: not providing written notice of an absence, inability to attend due to other commitments, other reasons as determined by the board.
- b. Any elected Board member can be removed by vote at a Special Meeting by the Members, that is called for the purpose of removal.
- c. The Board may, by a two-thirds (2/3) vote, remove an Executive Officer or Board Director who, in the opinion of the Board in general has been or is being remiss or neglectful of duty, or whose actions, in the opinion of the Board, have been damaging to the Association, or by conduct tending to impair his usefulness and/or discretion as an Board member.
- d. The Board may, by two-thirds (2/3) vote; remove an Board member who has been found guilty of having failed to abide by the rules and regulations of the CHA, AAHA, the Association and the League in which the Association operates; the bylaws of HPMHA, the policies and procedures of the HPMHA, and any and all legislation pertaining the the operations of HPMHA.

### 6.6 Remuneration

Unless authorized by the Board, no officer, Director or member of the Association shall receive any remuneration for their services.

### 6.7 Board Authority

The Board of Directors:

- a. Shall have the authority to enforce the Bylaws, Policies and Procedures established by the Association;
- b. May delegate tasks to members in good standing.
- c. Perform duties as designated by the President
- d. No "one" individual, other than the President of the HPMHA or his/her delegate or the League Representative (Ice Director) may have any contact with the AAHA or any of the Zone representatives be it verbally or in writing, regarding any matter pertaining to the HPMHA, other than what is required by the HMPHA or AAHA. All concerns will be channelled through the proper authorities and dealt with in the proper manner. Any breach of this policy will be dealt with accordingly by the Board of the HPMHA.

## **BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION**

### 6.8 6.9 PAST PRESIDENT

The Past President shall be considered a member of the current membership year, and may act in an advisory capacity upon request by the Board.

### 6.10 OFFICER: PRESIDENT

The President, within the jurisdiction of the Association shall:

- a. Serve a two (2) year term.
- b. Attend all meetings of the Executive, and will give notice with just cause when unable to attend.
- c. Attend all meetings of the Board, and will give notice with just cause when unable to attend.
- d. Preside over Board meetings of HPMHA; ensure agendas are prepared and a proper record of proceedings is written and maintained;
- e. Preside over meetings of the Executive Officers of the HPMHA; ensure agendas are prepared and a proper record of proceedings is written and maintained;
- f. Shall not vote except to cast a deciding vote in the course of Board Meetings, Executive meetings and Special meetings of the Executive and/or Board.
- g. Preside over General Meetings of HPMHA; ensure agendas are prepared and proper records of proceeding are maintained;
- h. Has general knowledge of the affairs of HPMHA, including but not limited to the terms and provisions of governing bodies, legislation and legal requirements, the Constitution of HPMHA, Objects and Articles of Incorporation, Bylaws, and Policies of HPMHA,
- i. Orient new board members and committees to the bylaws, policies and procedures, and their respective responsibilities.
- j. Identify needed revision or changes to processes, procedures, policies, and advocate for change at higher levels in league and provincial minor hockey.
- k. Ensures that the business of HPMHA is conducted in a prudent, organised and efficient manner, by overseeing and facilitating processes and decisions with the Executive, the Board, and Committees.
- l. Ensure written reports are provided by all Executive members, Board of Director Members, Members and large, and follow the records retention policy as required by legislation and HPMHA bylaws, policies and procedures.
- m. Along with the Treasurer, act as a signing officer for the HPMHA's banking matters;
- n. Sit on all committees as an ex-officio member.
- o. Assist Division Directors when necessary to conduct division level parent meeting at the start of each season;
- p. Ensure that all Executive Officers, Board Directors, Directors at Large, members and large, and Association members are educated about their roles, responsibilities and code of conduct, and delegate onboarding as appropriate;
- q. Be notified of all complaints brought to HPMHA Board members and Executive Officers.
- r. Represent HPMHA as a League Director (I.E. All Peace League Director) or assign a designate;
- s. Represent HPMHA at AAHA Meetings, or assign a designate;

### 6.11 OFFICER: VICE-PRESIDENT

The Vice-President within the jurisdiction of the Association shall:

- a. Serve a two (2) year term.

## **BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION**

- b. In the absence of the President or in the event of his/her inability to act, shall have and exercise all the powers of the President
- c. At all times be an ex-officio member of all committees.
- d. Attend all meetings.
- e. Have the authority to enforce the Objectives, Bylaws, Rules and Regulations and policies established by the Association, appropriate legislation and governing bodies.
- f. Be notified of all complaints brought to the President by HPMHA Board members.

### **6.12 OFFICER: TREASURER**

The Treasurer shall perform all duties implied in the title, in addition shall:

- a. Serve a 2 year term.
- b. Attend all meetings.
- c. Be familiar with and abide by the legislation, including but not limited to the Societies Act of Alberta, Not for Profit Corporations Act of Canada, legislative requirements by governing bodies.
- d. Be one of the two designated officers empowered to sign cheques for the Association;
- e. Keep records of all monies received and disbursed, and shall deposit all monies in the bank account of the Association, and shall ensure all disbursements are made by cheque;
- f. Present at the Annual Meeting a report of the year's operations and shall present a duly audited financial statement of all accounts at the Annual General Meeting;
- g. Present at each Board meeting an up-to-date report of the financial records of the Association;
- h. Receive authority from the Equipment Director before paying invoices for equipment;
- i. Whenever required by the Board, submit or turn over to the Executive all monies, accounts, books, papers, vouchers and records, including bank and cheque books pertaining to his/her office and shall turn over same to his/her successor when elected or appointed;
- j. Complete any and all documentation or correspondence as required by Alberta Gaming Control Branch;
- k. Ensure that the fees for payment of referees coincide with AAHA rules and regulations and may not exceed the fees outlined in AAHA.

### **6.13 OFFICER: SECRETARY**

The secretary shall perform all the duties implied in the title and more practically shall:

- a. Serve a two (2) year term.
- b. Attend all meetings.
- c. Perform all general secretarial duties and attend all meetings.
- d. Notify the the Board and other hockey personnel deemed necessary of the time, location, and date of all meetings;
- e. Make arrangements for all meetings;
- f. In consultation with the President, prepare an agenda for each Board meeting, and ensure that all Executive Officers and Board members have a copy of the agenda and minutes at least one day prior to each meeting;
- g. Record the minutes of all Executive meetings and Board Meetings and prepare them for the records of the Association;

## BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION

- h. Record the minutes of the Annual meeting and prepare them for the records of the Association;
- i. Prepare all correspondence for the signature of Executive Officers and Board members;
- j. Shall obtain the necessary stationary, registration forms, etc. for the Association;
- k. Receive and process all incoming mail and distribute the mail to the proper Executive Officers and Board members;
- l. Maintain a record of the rules, regulations, guidelines and policies of HPMHA and forward the bylaws to the applicable regulatory bodies;
- m. Retrieve emails from the HPMHA website and reply or distribute accordingly; l) Shall maintain the HPMHA website;

### 6.14 OFFICER: REGISTRAR

The registrar shall perform all duties implied in the title and more practically, shall:

- a. Serve a 2 (two) year term.
- b. Attend all meetings;
- c. Advertise registration dates(s) as set by the the Board;
- d. Ensure that all players and coaching staff in the Association are registered with the AAHA in accordance with AAHA regulations;
- e. Set up a registration committee to assist with registration as required by the Board;
- f. Work with the Treasurer to ensure that registration fees for all players are paid;
- g. Shall notify the Treasurer of any player registration withdrawals;
- h. Supply the coach director with all coach certifications as recorded in the HCR and read-only access to the HCR.

### 6.15 League/Ice Director:

The League/Ice Director shall perform all the duties implied in the title and more practically shall:

- a. Serve a two (2) year term.
- b. Attend all meetings of the Board.
- c. Attend meeting(s) on ice allotment, which is held every year with all user groups;
- d. Book ice allotment for the HPMHA with the Recreation Director for the High Prairie & District Recreation Board, or other designated official or body.
- e. Recommend to the the Board practice times for all teams in the Association;
- f. Book any ice required by this Association for hockey clinics, referee clinics, Coaches' clinics, etc.;
- g. Act as a liaison between the Association and directors of all utilised ice facilities in reference to any problems encountered with respect to ice scheduling;
- h. Book ice time for all tournaments approved by the Board.
- i. Attend the League Kick Off Meeting. At this time provide the league with an approximation of the number of teams High Prairie will be placing in each division.
- j. Attend the League Annual General Meeting. At this meeting the League Coordinator.
- k. Discusses and votes on all new League business representing the interests of H.P.M.H.A.
- l. Places all High Prairie teams into the most appropriate tier and division for the scheduling meeting.
- m. Assure that each team has a representative at the scheduling meeting and discuss with each team their placement in the leagues tier system.
- n. Report to H.P.M.H. Board of Directors, as to team placement and discuss any team tier issues

## BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION

- o. Participate in the Coaches Meeting to inform all coaching staff as to league policies and expectations. Discuss coaches concerns to be relayed to the league President.
- p. Receive all suspension notice correspondence from the League Commissioners and the League President and relay this information to the appropriate coaching staff
- q. Attend League playoff meeting to discuss playoff format and the division splits for the League Playoff. On this day you will also confirm or remove all carded HPMH teams for Provincial Playdowns.
- r. Distribute playoff schedules to coaching staff and present banners to those teams in the final playoff round.
- s. Attend the League Windup Meeting.

### 6.16 EQUIPMENT DIRECTOR

The Equipment Director shall perform all the duties implied in the title and more practically shall:

- a. Serve a (2) two year term.
- b. Attend all meetings.
- c. Keep an inventory of the Association's equipment (i.e. pucks, goal equipment, sweaters, first-aid kits, sweater bags, etc.);
- d. Make requests to the the Board to replace old and worn out equipment; d) Shall distribute equipment;
- e. Check all equipment listed on inventory at the beginning and end of each year, and also, if there is a change of coach or manager during the year;
- f. Identify with markings all HPMHA equipment with the name of the Association. g) Shall solicit equipment (jersey) sponsorship

### 6.17 COACH DIRECTOR

The Coach Director shall perform all the duties implied in the title and more practically shall:

- a. Serve a 2 (two) year term.
- b. Attend all meetings.
- c. Act as a liaison between the Board and the coaches ?managers?
- d. In conjunction with the Registrar, maintain a directory of coaches, managers, and trainers for each team in each division.
- e. Hold a pre-season meeting with all coaches and managers?
- f. Have monthly check-in's with Directors and coaches to ensure the policies, procedures and health and safety of the participants.
- g. Arrange coaches' clinics if required.
- h. Advertise for and solicit coaches and managers prior to each season.
- i. Chair and organize the COACH SELECTION COMMITTEE.
- j. Will ensure the processes of the bylaws and policies for the coach selection committee are followed including but not limited to:
  - i. Retain all information related to coaches including but not limited to: past parent and player surveys, complaints and remediation, completed social media and/or website searches, past interviews.
  - ii. Review prior year's coaches with the appropriate Division Director before the end of the current season.
  - iii. Establish the Coach Selection Committee within one month after the AGM to review applicants and their prior records. This meeting will also update Coaches on the selection process, gather Coach's names for Player selection, and gather updates required for Coach and Manager Handbooks.



## **BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION**

- iv. Ensure and assist coaches with obtaining the certification required by HPMHA and its governing bodies prior to the start of season.
- v. Ensure that all coaches have obtained a current criminal background check prior to the start of the season, and check with Registrar for confirmation prior to tryouts/coaches being on ice.
- vi. Hold a mid-season meeting December/January to see how the Season is progressing and make adjustments to program evaluations with Coaches. This meeting can also be utilized to gather feedback to be reported to the Board
- vii. Hold a final meeting in March/April to review the year, make recommendations for next Season or as issues arise, review surveys and consult with the incoming Coach Director if needed.

### **6.18 TOURNAMENT DIRECTOR**

The Tournament Director shall perform all the duties implied in the title and more practically shall:

- a. Serve a 2 (two) year term.
- b. Attend all meetings.
- c. Act as a liaison with the Treasurer and Managers when requesting tournament entry fees;
- d. Ensure teams do not go over their limit of tournaments as set by the Association;
- e. Ensure that tournament committees follow all the Bylaws, Rules and Regulations of the Association;
- f. Oversee Minor Hockey Week as it pertains to the Association;
- g. Oversee Association fundraisers;
- h. Be responsible to apply for approval and issue all sanctions and travel permits;
- i. Ensure that each team submits a financial statement of income and disbursements, to the Treasurer, before March 31 of the current season.

### **6.19 CONDUCT DIRECTOR**

The Conduct Director shall perform all the duties implied in the title and more practically shall:

- a. Serve a 2 (two) year term
- b. Attend all meetings.
- c. Provide a written monthly report of complaint and conduct related statistics indicating the nature and number of complaints and conduct matters.
- d. Record and maintain accurate records of complaints, investigations and discussions as per bylaw record retention compliance and HPMHA's policy and procedure manual, guided by the conduct manual provided by the governing bodies. Written copies shall be provided to the Secretary for record retention.
- e. Sit on disciplinary and appeal committee's when tasked by the Board.

### **6.20 DIVISION DIRECTORS**

Shall have no children registered in the division for which they are directing.

#### **GENERAL DUTIES OF DIVISION DIRECTORS**

- a. Shall serve a 2 (two) year term.
- b. Shall attend all meetings.
- c. Shall serve as a liaison between the board, team officials and members of the teams for their division;

## BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION

- d. Shall ensure that teams are kept informed and are fulfilling any requirements of the Association, the AAHA, the CHA or the League in which the Association operates
- e. Shall make themselves available at least once each month to coaches/managers/parents by stopping in at minimum one practice during that month.
- f. Shall aid in team conflict resolution by receiving complaints, and by directing parties to the appropriate course of action.
- g. Shall be in attendance at registration to serve as a communicator of pertinent information and to answer questions.
- h. Shall hold divisional parents meeting prior to player evaluations;
- i. Shall aid in Coach recruitment in the event there are no Coaches available for a team;
- j. Division Directors are elected to be a representative for a specific division. Any the Board vote shall be in the best interest of the Association as a whole and not only for the interest of the division to which they represent;
- k. Shall attend the first parent meeting of the season.

The following Directors shall be responsible for the general duties for the following Divisions:

- 1) U7/U9 DIVISION DIRECTOR
- 2) U11 DIVISION DIRECTOR:
- 3) U13 DIVISION DIRECTOR:
- 4) U15 DIVISION DIRECTOR:
- 5) U18 DIVISION DIRECTOR:
- 6) FEMALE DIVISION DIRECTOR. In the case where there are no female teams, this position can be rescinded for the membership year and the Director reassigned to Director at Large duties.
- 7) POND HOCKEY DIRECTOR: Shall be responsible for all areas of pond hockey including:
  - a) liaison with Registrar and Treasurer and Ice Director,
  - b) fundraising and sponsorship,
  - c) equipment,
  - d) establishment of fees, start and end dates.

### 6.21 REFEREE-IN-CHIEF

The Referee In Chief is a non-voting position. This person shall perform all the duties implied in the title and more practically shall:

- a. Serve a two (2) year term
- b. Liaise with the HPMHA the Board as required.
- c. Attend meetings as required and requested by the Board.
- d. Provide a written monthly report prior to monthly board meetings to be included in the minutes.
- e. Book a referee clinic each year as required;
- f. Ensure that the scheduling of all certified referees available is fair and equal;
- g. Keep an inventory of referee sweaters and whistles;
- h. Recruit and promote referees for the Association;
- i. Be responsible for hearing complaints, resolving concerns, and be accountable to the the Board for any action taken;
- j. Be responsible to keep an up-to-date list of all available carded referees and their phone numbers;

## **BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION**

- k. Conduct a pre-season meeting with referees and other game officials;
- l. Approve all payment requests and forward same to the Treasurer for payment
- m. Ensure that all games are officiated by certified and carded referees;

### 6.22 DIRECTOR AT LARGE:

These directors serve as members of the board and are responsible for supporting the overall mission and goals of the association.

- a. Appointment: Directors-at-Large are appointed by the board of directors for a term of 1(one) year, and can be reappointed by acclamation. The board may appoint one or more Directors-at-Large as required to support the needs of the association.
- b. Responsibilities may include all or part of the following:
  - i. Attend and participate in all board meetings and provide input and feedback on issues discussed.
  - ii. Assist with the development and implementation of policies, procedures, and programs related to the overall management of the association.
  - iii. Serve on committees or task forces as requested by the board
  - iv. Represent the association in the community and promote its mission and goals.
  - v. Support fundraising and sponsorship efforts of the association.
  - vi. Assist with the recruitment and retention of players, coaches, officials, and volunteers.
  - vii. Maintain confidentiality with respect to all matters discussed by the board.
  - viii. Directors-at-Large may be removed from office by a vote of the board of directors if they fail to fulfil their responsibilities or if their actions are detrimental to the association.
  - ix. Directors-at-Large shall disclose any potential or actual conflict of interest in accordance with HPMHA's Conflict of Interest Policy. In the event of a conflict of interest, the Director-at-Large shall recuse themselves from any discussion or decision-making process related to the matter.

### Article 7.0: COMMITTEES:

Standing committees and ad hoc committees will be formed to conduct the business of HPMHA, to ensure compliance with provincial and federal acts, and for organisational, policy and procedural governance.

#### 7.1 Committee Governance

All committees will include be conducted according to the following:

- a. Consist of a chairperson, appointed by the board for each ad hoc and standing committee. The chairperson shall be responsible for calling and presiding over meetings of the committee, and for reporting the committee's recommendations to the Board of Directors.
- b. Minutes: Keep accurate minutes that will be submitted to the Secretary.
- c. Submit a monthly report to the Board of Directors.
- d. Meet a minimum of three (3) times during HPMHA's calendar year.
- e. Have the President and/or Vice-President as de facto committee members.
- f. Meetings: Meetings of standing committees shall be held at such times and places as the committee may determine.

## **BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION**

- g. A quorum for meetings shall be a majority of the members of the committee.
- h. Meetings may be held in person, by teleconference, or by any other means of communication that allows all members to communicate with each other at the same time.
- i. Reporting: committees shall report to the Board of Directors on their activities and recommendations on a regular basis, and shall make such reports available to members upon request and at monthly meetings.
- j. Directors and members at large may serve on more than one committee at the discretion of the Board.
- k. Termination: The Board of Directors may terminate a standing committee at any time by resolution passed by a majority of the Board of Directors.

### 7.2 Ad Hoc Committees

Ad Hoc Committees will be formed at the discretion of the board and may consist of members at large, and/or directors at large, and/or Directors, as it deems necessary and appropriate to carry out the purposes of the association.

#### General Governance:

- a. Members shall be appointed by the Board of Directors, with preference given to individuals with appropriate skill sets.
- b. Members shall be appointed for a term of one (1) year, and may be re-appointed for successive terms.
- c. Members shall serve without remuneration, but may be reimbursed for expenses incurred in the performance of their duties with the prior consent of the Board.

#### 7.2.1 Disciplinary Committee:

The purpose of this committee is to convene on an ad hoc basis to investigate and address any alleged violations of off-ice policies, rules, and regulations of HPMHA. This applies to all members of the HPMHA, including players, parents, coaches, officials, and volunteers.

- a. Shall be established by the Board, by resolution, upon notification including but not limited to: of an unresolved complaint, or of a complaint reported by a governing body as per the third party complaint system.
- b. Will follow the policies and procedures as outlined in HPMHA conduct and complaint sections.
- c. Shall have the President and/or Vice-President as de Facto members.
- d. Shall not include any members with a direct conflict of interest, including but not limited to: family members, active coaches hearing cases against other coaches, co-workers, parents from the same division.
- e. Shall use the guidelines and templates as provided in HPMHA conduct and complaint sections of the policy and procedures manual, and/or the provincial and national conduct manuals and complaint guidelines as provided herewith.
- f. The Disciplinary Committee shall have the power and duty to: Follow the process and policies as set out by HPMHA, its governing bodies, and legal, provincial and federal legislation; to Investigate, hold hearings, impose sanctions and/or disciplinary actions as provided in HPMHA policies, rules, and regulations.
  - a. Provide timely and confidential reporting to the Board, and where applicable: to governing bodies, law enforcement, and other authorities.
  - b. Defer remediation and decisions to the Board or an independent third party when necessary.
  - c. Disciplinary Committee Meetings are to be held separate from the HPMHA regular meetings.

# **BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION**

## 7.3 Standing Committees

The purpose of standing committees shall be to assist the Board of Directors in the management and operation of the association. The standing committees shall provide recommendations to the Board of Directors on matters within their respective areas of responsibility.

The following standing committees will be formed according to these bylaws on a yearly basis: Policy Committee; Governance & Bylaw Committee; Coach Selection Committee; Player Evaluation Committee.

- 1) COACH SELECTION COMMITTEE shall consist of:
  - a. The Coach- Director and a minimum two (2) Board members and/or members at large appointed by the Board, plus the President and/or Vice-President as de facto members.
  - b. Shall execute the Coach Selection Process;
  - c. Shall review the Coach Selection Process and bring forth amendments in writing.
- 2) PLAYER EVALUATION COMMITTEE shall consist of:
  - a. Three (3) Directors or Officers as appointed by the Board in addition to the President and/or Vice President as de facto members.
  - b. Shall execute the Player Selection Process;
  - c. Shall review the Player Selection Process and bring forth amendments in writing.
- 3) POLICY COMMITTEE: shall consist of a minimum of 2 (two) board members, who will review HPMHA and governing bodies' policies and procedures, and provide recommendations to the board for updates and amendments in response to legal, legislative, and ongoing evaluation of applicable policies.
- 4) GOVERNANCE COMMITTEE: shall consist of a minimum of 2 board members and 1 member at large where applicable with governance/board bylaw and policy understanding or experience.

## 7.4 Standing Committees on As-Needed Basis:

The following standing committees will be formed according to these bylaws, on an as-needed basis: Tournament committee(s); Registration Committee; Referee Committee; Disciplinary Committee, Fiduciary Committee.

- (1) Tournament Committee: formed under the discretion of the Tournament Director for the purpose of hosting a tournament.
- (2) Registration Committee: formed under the direction of the Registrar for the purpose of assisting with registration.
- (3) Referee Committee: formed under the direction of the Referee in Chief for the purpose of recruiting, organising and or investigating referee related violations or incidents.

## Article 8: Fiduciary Responsibilities

### 8.1 FISCAL YEAR

HPMHA's fiscal year shall commence on the 1<sup>st</sup> day of June and end on May 31<sup>st</sup> of the following year.

### 8.2 AUDIT AND AUDITORS

- a. The accounts and the financial records of the Association shall be audited once a year by an Auditor appointed by the the Board;

## **BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION**

- b. A report of the year's operations will be a duly audited financial statement of all accounts at the Annual General Meeting;

### **8.3 Financial Disclosure: Annual financial statements**

The directors shall place before the members at every annual meeting

- (a) prescribed comparative financial statements that conform to any prescribed requirements and relate separately to
  - (i) the period that began on the date the corporation came into existence and ended not more than six months before the annual meeting or, if the corporation has completed a financial year, the period that began immediately after the end of the last completed financial year and ended not more than six months before the annual meeting, and
  - (ii) the immediately preceding financial year;
- (b) the report of the public accountant, if any; and
- (c) any further information respecting the financial position of the corporation and the results of its operations required by the articles, the by-laws or any unanimous member agreement.
- c. The books and records of the Association may be inspected by any member of the Association at the Association's General Meeting each year provided for herein, or at any time satisfactory to the officer or office having charge of the same.
- d. Each member of the Board shall at all times have access to such books and records.

### **8.4 Approval of financial statements**

- e. The directors of a corporation shall approve the financial statements referred to in this section and the approval shall be evidenced by the manual signature of one or more directors or a facsimile of the signatures reproduced in the statements.
- f. A corporation shall not issue, publish or circulate copies of the financial statements referred to in this section unless the financial statements are
  - i. approved and signed in accordance with this section, and
  - ii. accompanied by the report of the public accountant of the corporation, if there is any.
- g. Members and their personal representatives may on request examine the statements during the corporation's usual business hours and make copies or take extracts free of charge.
- h. The Association may give members notice that the documents are available at the registered office of the corporation and that any member may, on request, obtain a copy free of charge at the office or by prepaid mail.

### **8.5 BORROWING POWERS**

For the purpose of carrying out its objectives, the Association may borrow, raise, or secure the payment of money in such manner as it deems fit. In no case shall debentures be issued without the sanction of a Special Resolution of the Association.

### **Article 9: Records**

HPMHA shall prepare and maintain, at its registered office or at any other place designated by the directors, including but not limited to records containing:

- a. Adequate accounting records.
- b. the articles and the by-laws, and amendments to them, and a copy of any unanimous member agreement;

## BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION

- c. the minutes of meetings of members and any committee of members;
- d. the resolutions of members and any committee of members;
- e. if any debt obligation is issued by the corporation, a debt obligations register compliant with legislation;
- f. a register of directors;
- g. a register of officers; and
- h. a register of members.

### 9.1 Retention of accounting records:

- a. Subject to any other Act of Parliament or of the legislature of a province that provides for a longer retention period, a corporation shall retain the accounting records referred to in subsection (3) for the prescribed period.

#### 8.1.1 Retention Timeframe Requirements

The Society shall retain its Records for the Retention Periods set out below, or as required by law:

- a. Minutes of meetings of the Society and its Board of Directors: permanently.
- b. Financial statements and supporting documents: 7 years.
- c. Bank statements, cheques, deposit slips, and related documents: 7 years.
- d. Payroll records and related documents: 7 years.
- e. Employment agreements and related documents: 7 years after termination.
- f. Correspondence: 3 years.
- g. Membership records: 2 years after termination.
- h. Contracts and agreements: 7 years after termination.
- i. Other Records not specifically listed: 3 years.

### 9.2 Record Destruction

At the end of the Retention Period, the Society may destroy the Records in accordance with its record destruction policy.

#### Exceptions

In exceptional circumstances, the Society may be required to retain Records for a longer period of time than the Retention Period specified in this bylaw. In such cases, the Society shall consult with legal counsel to determine the appropriate retention period.

### Article 10: Bylaws - General

35(1)) Sections 15, 16, 18 and 34 of the *Societies Act* state:

*“15(1) The bylaws of a society shall not be rescinded, altered or added to except by special resolution of the society.*

*16(1) A society may, by special resolution, alter its objects.*

*18(2) The power of a society under subsection (1) shall be exercised only under the authority of the by-laws of the society and in no case shall debentures be issued without the sanction of a special resolution of the society.*

#### 10.1 Amendments to the Bylaws

- a. The Bylaws may be rescinded, altered, or added to by a "Special Resolution" passed by the vote of not less than 75% of those members entitled to vote

## **BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION**

as are present in person, at a General meeting of which 21 days written notice specifying the intention to propose the resolution as a special resolution has been duly given.

- b. Any amendment in the Bylaws which may have been adopted in the manner provided for in the Bylaws shall not be negated by reason of error or omission which may occur from time to time.
- c. Unless the articles, the by-laws or a unanimous member agreement otherwise provides, the directors may, by resolution, make, amend or repeal any by-laws that regulate the activities or affairs of the corporation, except in respect of matters referred to in subsection 197(1) of the Non-Profit Corporations Act of Canada.
- d. Subject to subsection (5), the by-law, amendment or repeal is effective from the date of the resolution of the directors. If the by-law, amendment or repeal is confirmed, or confirmed as amended, by the members it remains effective in the form in which it was confirmed.
- e. A member entitled to vote at an annual meeting of members may, in accordance with section 163, make a proposal to make, amend or repeal a by-law.

### 10.2 Dissolution

- a. The property and assets of the Association shall belong to the Association as a corporate entity, shall not constitute the property of any individual member and no person shall have any claim upon the property and assets of the Association on ceasing to be a member or at any time thereafter.
- b. Upon dissolution of the Association, any assets including gaming proceeds remaining after all debts of the Association are paid shall be
  - i. Disbursed to eligible charitable or religious groups or purposes; or
  - ii. transferred in trust to a municipality until such time as the assets can be transferred from the municipality to a charitable or religious group or purpose approved by the Board.



# BYLAWS HIGH PRAIRIE MINOR HOCKEY ASSOCIATION

SIGNATURE PAGE:

We, the undersigned, declare that these are the current Bylaws of the High Prairie Minor Hockey Association:

President:	_____	_____
	Name (Print)	Name (Signature)
Vice- President:	_____	_____
	Name (Print)	Name (Signature)
Treasurer:	_____	_____
	Name (Print)	Name (Signature)
Secretary:	_____	_____
	Name (Print)	Name (Signature)
Registrar:	_____	_____
	Name (Print)	Name (Signature)
League/Ice Director:	_____	_____
	Name (Print)	Name (Signature)
Equipment Director:	_____	_____
	Name (Print)	Name (Signature)
Coach Director:	_____	_____
	Name (Print)	Name (Signature)
Conduct Director:	_____	_____
	Name (Print)	Name (Signature)
Tournament Director:	_____	_____
	Name (Print)	Name (Signature)
U7/U9 Director:	_____	_____
	Name (Print)	Name (Signature)
U11 Director:	_____	_____
	Name (Print)	Name (Signature)
U15 Director:	_____	_____
	Name (Print)	Name (Signature)
U18 Director:	_____	_____
	Name (Print)	Name (Signature)
Pond Hockey Director:	_____	_____
	Name (Print)	Name (Signature)
Female Director:	_____	_____
	Name (Print)	Name (Signature)
Other:	_____	_____
	Name (Print)	Name (Signature)
	_____	_____
	Name (Print)	Name (Signature)

Date this \_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

In the \_\_\_\_\_ of \_\_\_\_\_.