



# **Red Deer Pond Hockey League Bylaws**

Revised August 2021

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# RDPH League Objectives

ALBERTA CONSUMER AND CORPORATE AFFAIRS

THE SOCIETIES ACT CORPORATE REGISTRY

WE, THE UNDERSIGNED, hereby declare that:

The name of the society is known as the **THE RED DEER POND HOCKEY LEAGUE**

(hereinafter referred to as “**RDPH**”)

The objectives of RDPH are:

- to provide the opportunity for young people in our community to play and enjoy the game of Canadian ice hockey in a safe, encouraging and structured environment. We strive to make the ice hockey experience fun and enjoyable for the player and the player's family.
- to provide an opportunity for every child in the Service Area, regardless of ability, to participate in ice hockey so as to encourage and promote character, sportsmanship, dedication, personal engagement and leadership qualities and through their participation in team sports, specifically youth ice hockey;
- to promote and encourage the growth of the sport in the Service Area and the local region;
- to foster a general community spirit amongst its members, supporters and teams;
- to exercise a general care, supervision and direction over the playing interests of its teams and players;
- to provide and maintain certain playing equipment and facilities for the program;
- to raise funds as deemed necessary for the operation of RDPH;
- to recruit, train, and reward the necessary volunteers, coaches, officials and other required to operate the RDPH and its activities;
- to establish, maintain and interpret rules and regulations and to decide all matters in dispute in relation thereto;
- to promote, supervise and administer the operation of youth ice hockey in the Service Area; specifically, the RDPH and league members.

# Mission

RDPH is a Family Oriented organization that believes all youth should have the opportunity to play no-hit hockey in a fun and supportive environment.

# Vision

RDPH is a gathering place for fun, positive and family oriented hockey experiences, inclusive of every child interested in the game of hockey.

# Values

- RDPH is a safe, respectful, considerate, welcoming and inclusive organization
- Honesty, fair play, integrity, discipline, supporting others in our group and community and high moral standards are required in RDPH
- RDPH believes all children should have the opportunity to play without barriers
- RDPH is passionate about teaching sportsmanship, hockey skills and teamwork
- Fun is the overriding objective in RDPH and includes players, coaches and parents
- Coaches and players are to be considerate when playing and make the game fair and as fun as possible for both teams
- Parent volunteers are necessary and drive the success of RDPH

# RED DEER POND HOCKEY BYLAWS

## Section 1 – Interpretation

### *1.01 Definitions*

In the Bylaws and Objectives of RDPH, the following words and phrases shall have the following meanings:

“Annual General Meeting” means the annual general meeting of the Members as provided for in Bylaw 4.02

“Appoint” includes “elect” and vice versa

“Bylaws” means this Bylaw and all other relevant bylaws agreed to by RDPH from time to time in force and effect

“Director,” “Directors” or “Board” means a Director, the Directors or the Board of Directors who are, or which is, from time to time in accordance with the terms of this agreement, duly elected or appointed as a Director, the Directors or as the Board of Directors of RDPH.

“Discipline” means correction, chastisement, punishment, penalty and without limiting the generality of the foregoing, shall include suspension, fine, expulsion and posting of a bond

“Expulsion” means a permanent or extensive (more than 5 years) debarring of a person from the privilege of participating or attending RDPH activities

“Financial Statement” means the financial statement of RDPH

“Hockey Alberta” means Hockey Alberta association who acts as an oversight agency for minor ice hockey in Alberta

“Members” shall mean:

- Directors;
- Volunteers on their acceptance by the Board as a contributor to the operation of RDPH
- Parent or legal guardians of players registered for the coming year. There shall only be one member per family and the Board shall have the sole discretion of determining what constitutes a family; and
- Life members as are awarded by the Board for outstanding service to RDPH. Nominations for Life Members must be forwarded to the Board on or before May 1st of any given year with the endorsement of at least four (4) members. Will be voted on at the next Annual General Meeting. Life members shall act in an advisory capacity and have all of the privileges of a Director but shall not be entitled to vote at any meetings of the Board.

- “Members” does not include a Team, Player, Coach, Manager, Equipment Personnel, Referee, Linesman or Official;

“Members at Large” are volunteer members that assist with operations of the Board of Directors as well as specific team/organizational duties without having specific duty tasks. Members at Large assist the Board with administration of the organization and are eligible to attend Board meetings and vote as Board members on motions not in conflict with their specific roles as Coaches, Managers, etc.

“Parent” means parent(s) or legal guardian(s) of players registered for the coming year.

“Parent Member” There shall only be one (1) voting member per family (i.e. 2 or more familial players only have one “Parent” member)

“President” means the President of RDPH

“Regulations,” “Rules,” and “Rules and Regulations” means those rules and regulations of RDPH for the administration and advancement of ice hockey

“Service Area” means within the corporate boundary of the City of Red Deer and any area in the surrounding area that is geographically closer to the corporate boundary of the City of Red Deer than to any other center offering a pond hockey ice hockey program at that division

“Suspension” means a temporary debarring of a person from the privilege of participating or attending RDPH activities. Suspension must stipulate a length of time and/or number of scheduled games.

“Vice-President” means that person elected or appointed as the vice-president of RDPH

### *1.02 Word Interpretations*

Words importing the singular number only shall include the plural and vice versa and words importing the masculine gender shall include the feminine and neuter genders and words importing a person or persons shall include an individual, body corporate, partnership, syndicate, trust, association, trustee, executor, administrator or legal representative and any number or aggregate thereof.

### *1.03 Affiliation with Hockey Alberta*

Pond Hockey programs that focus on participation in a less structured and flexible environment are recognized by and affiliated with Hockey Alberta. RDPH is sanctioned by Hockey Alberta, allowing all participants to access the Hockey Canada Insurance Program. All other registration fees are determined by RDPH as required.

RDPH is not governed by the same Rules and Regulations that govern Minor Hockey nor necessarily played under Hockey Canada Playing Rules. RDPH focuses on providing a fun, safe and non-competitive learning environment for all participants regardless of age or skill, and can modify the game in any way that supports skill development in this environment. RDPH remains a non-competitive alternative for all regional ice hockey players.

#### *1.04 Severability*

The provisions of these Bylaws shall be deemed independent and severable and the invalidity in whole or in part of any article, section, part or provision herein shall not affect the validity of the whole or remaining articles, parts, sections or provisions herein contained, which shall continue in full force and effect as if the invalid portion had never been included herein.

## Section 2 – Membership

### *2.01 Membership Eligibility*

Membership to RDPH is open to those persons defined in the Bylaw sect. 1.01

### *2.02 Preconditions of Membership*

Each prospective member, as a prerequisite condition to membership in RDPH shall agree that:

- all Members recognize RDPH as the authority concerning RDPH ice hockey in the Service Area subject only to the right of appeal in accordance with these bylaws;
- all Members shall unconditionally commit to obey and abide by the Objectives, Bylaws, Rules and Regulations of RDPH, and any amendments thereto, in accordance with its affiliation with Hockey Alberta;
- it is desirable that RDPH be a fully governing organization and that it is an express agreement that all Members and persons registering with RDPH agree to be bound by the Bylaws, Regulations and Rules of RDPH and that the Bylaws, Regulations and Rules are to be interpreted by the Board;
- in order for RDPH to function efficiently, properly and to the best advantage of all Members, the Board shall be the sole and final interpreter of the Bylaws, Regulations and Rules, and the application of the same, subject only to the rights of appeal as provided in accordance with these bylaws.

### *2.03 Application*

Membership may be acquired by an application to the Board on an annual basis.

Accompanying each annual application shall be the following:

- Registration fees as determined appropriate by the Board paid in full;
- Government issued proof of the player's age and date of birth (birth certificate, passport, Provincial Health Care Card);
- Liability waiver signed by the player's parent/guardian;



- Signed confirmation that player's parent has read, understand and agree to abide by the rules, regulations and policies of RDPH;
- Signed Code of Conduct for each player and parent;
- Payment of a volunteer bond in the amount as determined appropriate by the Board. Volunteering bond is only retained in the event the member does not complete volunteering obligation during season;
- Submission of an undated equipment bond cheque in the amount as determined appropriate by the Board. Equipment bond is only redeemed in the event member does not return RDPH equipment at conclusion of season;
- Submission of a fundraising bond cheque in the amount as determined appropriate by the Board. Fundraising bond is only redeemed in the event member does not participate in mandatory society fundraising activity during season (i.e. Skate-A-Rama);
- Other supporting documentation as deemed appropriate or required to substantiate the application.

#### *2.04 Acceptance or Refusal*

The Board shall have the sole and absolute right to accept or refuse an application for membership in RDPH.

#### *2.05 Effective Date*

Membership in the RDPH shall take effect upon the acceptance of the application(s) by the Board for the remainder of the current season.

#### *2.06 Resignation*

Any Member may resign from membership in RDPH by submitting its resignation in writing to the Board of Directors. Upon such resignation becoming effective, such member shall forfeit its rights and privileges in RDPH and the Board may consider applications to replace the Member so resigning.

#### *2.07 Expulsion*

- Any Member, who does not conduct himself in accordance with the objectives or Code of Conduct of RDPH or fails to comply with the Bylaws, Rules, Regulations or ruling of the Board, may be expelled from membership in RDPH by a resolution passed by two-thirds (2/3) of the Directors in a Board Meeting. No Member shall be expelled without being notified of the charge or complaint against them or without having first been given an opportunity to be heard by the Members at the aforesaid Board Meeting.
- The Board may, by a vote of two-third (2/3) of the Directors, expel or suspend any Member who has failed to pay RDPH membership dues in a timely manner.

## *2.08 Loss of Membership*

A Member shall cease to become a Member of RDPH by:

- Completion of an annual season without subsequent application for the following season;
- Departure from the Service Area for a Parent member of player; or
- Resignation, withdrawal or expulsion.

## Section 3 – Dues

### *3.01 Determination of Annual Dues*

The Annual Dues shall consist of Registration Fees (collected annually) and Bond Cheques/Payments required for Membership. RDPH dues shall be determined annually by the Board. The dues so determined shall be subject to ratification by a majority vote of the Directors at the Board Meeting and upon such ratification, the dues so determined shall become the Annual Membership Dues for Membership until the following season.

### *3.02 Failure to Ratify*

In the event that the Members refuse to ratify the Annual Membership Dues as determined by the Board, the Annual Membership Dues for the year immediately following the Annual Meeting shall be the same as those ratified at the previous Annual General Meeting.

### *3.03 Notification*

The Board shall notify the Members of the Annual Membership Dues as determined by the Board for the forthcoming year.

### *3.04 Due Date*

All Annual Membership dues as determined by the Board pursuant to Bylaw 3.01, shall be due and payable with the Membership registration. In the event that the Members fail to ratify the said Annual Membership Dues, RDPH will refund to the Members all amounts paid in excess of the previous year's Annual Membership Dues.

### *3.05 Good Standing*

A Member shall not be in good standing unless he has paid the Annual Membership Dues as determined by the Board pursuant to Bylaw 3.01.

### *3.06 Life Members*

Life Members shall not be required to pay Annual Membership Dues.

### *3.07 Limitations on Refunds of Membership Dues*

Upon payment of the Annual Membership Dues, a Member shall not be entitled to a refund, except in the following circumstances with approval of Board:

- A request for a refund has been submitted in writing/by email to the Board no later than 7 days prior to the first league game.
- In special circumstances, RDPH may waive any or all of the refund requirements. Such circumstances will be considered on a case by case basis by the Board. Any application for a special circumstance refund must be submitted in writing to the Board. There will be no appeal process should the request for refund be denied. The Board will have the option to deny the request for refund, issue a pro-rated refund or any other terms that the Executive deems suitable.

## Section 4 – Board of Directors

### *4.01 Conduct of Board Meetings*

The Board shall, subject to the bylaws or directions given by majority vote at any meeting properly called and constituted and have full control and management of the affairs of the society. The following are the types of meetings to be conducted for RDPH:

#### 4.01.01 Ordinary Board Meeting

- Shall be called by the President (or his representative in absence), shall be held as often as may be required, but at least once every three months.
- Any four (4) Board Members totaling at least five (5) voting members shall constitute a quorum.

#### 4.01.02 Annual Meeting

- Shall be called by the President (or his representative in absence) and must be held at least once annually. At the annual meeting, the Board will receive and approve the annual audit report into minutes with a majority vote of the Board.
- Any four (4) Board Members plus members totaling at least eleven (11) voting members shall constitute a quorum.

#### 4.01.03 Extraordinary Meeting

- An extraordinary meeting may be required to discuss an item of particular importance that may not delay until the next Ordinary Board Meeting.

- The meeting may be called on the instructions of any two Board members provided they request the President in writing to call such, and state the business to be brought before the meeting.
- Extraordinary meetings of the Board shall be called by ten (10) days' notice in writing mailed to each Board Member or by three (3) days' notice by email, fax or telephone.
- Any three Board members shall constitute a quorum, provided however, that any business transactions at such meeting shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null and void.

#### *4.02 Votes to Govern*

##### 4.02.01 Ordinary Board Meeting

Excepting the Chairman of the meeting (usually President), each Director present shall have one (1) vote. Unless provided in these Bylaws, at all meetings of the Board, every question/motion shall be decided by a majority of the votes cast on the question. In the case of an equality of votes, the Chairman of the meeting has the deciding vote.

##### 4.02.02 Annual General Meeting

The Annual General Meeting shall be utilized for specific purposes intended to represent the entirety of the League rather than ongoing operational issues.

1. Call to Order by President
2. Proof of Quorum
3. Approval of Agenda
4. Approval of Minutes from Previous AGM
5. Old Business
6. Reports of Directors
7. Approval of Financial Statements/Budgets/Appointment of Auditor
8. Reports of Committees (if any)
9. New Business
10. Notice of Motions
11. Elections of Directors
12. Adjournment

\*Other items to be included as needed:

- Long-term strategy updates requiring extraordinary financial commitments of the League, such as approval to construct a facility.
- Notification of abnormal incidents, such as RCMP reports of fraud.
- Significant changes to procedures, such as approvals of changes to bylaws.

For the purpose of the Annual General Meeting, Board Directors and Parent Members shall have one (1) vote per family, regardless of number of participants an organization is unable to proctor votes on behalf of a participant. For example, Alberta Health cannot vote whereas a foster parent serving as guardian can vote.

In order to vote at the Annual General Meeting, the member must be in good standing with the League; and

- a Family Member as reported by the Registrar must be in attendance at the Annual General Meeting; or
- absentee voting rights may be provided as Proxy to the Board in writing. All Proxy voting rights shall reside with the individually designated director.

#### 4.02.03 Extraordinary Board Meeting

At any Extraordinary Board Meeting, the number of attendees shall determine the voting precedence accordingly. In the event that:

- The number of Directors in attendance eligible to vote is an odd number (i.e. 3,5,7,etc), each Director present shall have one (1) vote. Unless provided in these Bylaws, at all meetings of the Board, every question/motion shall be decided by a majority of the votes cast on the question.
- The number of Directors in attendance eligible to vote is an even number (i.e. 4,6,8,etc), either the President or an alternate in his stead shall serve as the Chairman. Excepting the Chairman of the meeting (usually President), each Director present shall have one (1) vote. In the case of an equality of votes, the Chairman of the meeting has the deciding vote.

#### *4.03 Qualification, Nomination and Election of Directors*

##### 4.03.01 Qualification

Each prospective Director, as a condition precedent to nomination shall agree:

- to unconditionally commit to obey and abide by the Objectives, Bylaws, Rules and Regulations of RDPH, and any amendments thereto, in accordance with its affiliation with Hockey Alberta;
- that RDPH be a fully governing organization and that it is an express agreement that all Members agree to be bound by the Bylaws, Regulations and Rules of RDPH and that the Bylaws, Regulations and Rules are to be interpreted by the Board;
- to clearly identify, disclose, and refrain from engaging in activities that are (or could appear to be) in violation of the Conflict of Interest policy;
- that in order for RDPH Society to function efficiently, properly and to the best advantage of all Members, the director shall act in accordance with the RDPH Board Code of Conduct, professionalism, confidentiality and ethical obligations; and
- that at any time, should a Director believe they cannot comply in good conscience with the above precedent(s) and have maximized procedural options under the bylaws, the Director will resign their appointment.

- In addition to the above conditions, in order to be eligible to become a RDPH Director, the member shall:
  - be at least the age of majority in the Province of Alberta, currently eighteen (18) years of age;
  - be at the time of nomination; and remain throughout the period, a member of the league in good standing;
  - if required by position, be bondable in an amount of the Board's decision;
  - be the sole Family Member on the Board. To avoid potential conflicts of interest or block voting, only one (1) Family Member per family group is allowed to participate on the Board at any given time;
  - cannot be declared mentally incapable, be undischarged bankrupt or have committed certain crimes deemed by the Board as inadmissible within at least five (5) years.

#### 4.03.02 Nomination

The board shall appoint a Nominating Committee, under the direction of the Policy and Governance Director, whose function is to identify potential candidates for current or upcoming vacancies and to work diligently toward attracting and securing qualified and interested Board Directors. Their duties include identifying, recruiting, screening and interviewing candidates for board positions.

The Board will post notice of upcoming vacancies for Board Director positions at least 45 days prior to the Annual General Meeting, and will provide instruction for how interested individuals can put their name forward to the Nominating Committee for consideration. Submitting an individual's name for consideration is not a guarantee of acceptance into the position.

The committee will select the top candidates and recommend them to the board as official nominees. The board will post a proposed slate of Board Directors to the general membership 14 days prior to the scheduled AGM.

#### 4.03.03 Election

The election of Directors shall take place at the Annual General Meeting for a term of two (2) years expiring at the conclusion of the Annual Meeting convened in the second year following the year in which he was elected to the Board. At the end of their term, a Director shall retire but, if qualified, shall be eligible for re-election in the same or different position. The maximum number of consecutive terms that can be served is three (3).

To ensure consistency and proper ongoing management and oversight of the league, Board Directors position elections shall alternate in the following way:

- President, Registrar and Policy/Governance terms end in ODD years
- Vice President, Treasurer and Secretary terms end in EVEN years

During the Annual Meeting; and upon confirmation of the above, the Secretary shall announce the nominee(s) for each position in order. In the case of:

(a) Acclimation (One Candidate) - the members shall validate the Director with an acceptance motion, with 50% vote required to validate the Director.

(b) More Than One Candidate – the members shall validate the Director with ballot count, with the candidate receiving the majority will be validated as the Director.

A person appointed or elected a Director becomes a Director if they were present at the meeting when being appointed or elected, and did not refuse the appointment. They may also become a director if they were not present at the meeting but consented in writing to act as Director before the appointment or election, or within ten days after the appointment or election, or if they acted as a Director pursuant to the appointment or election.

#### *4.04 Board Composition*

The Board Executive shall consist of no fewer than five (5) Directors and no more than nine (9), with the positions identified below as mandatory.

##### 4.04.01 President

The President, subject to the overall management and supervision of the Board, shall be charged with the general management and supervision of the affairs and operations of RDPH including, without limiting the generality of the foregoing, the following:

- shall act as Chairperson at all meetings of RDPH;
- shall represent or appoint a representative of RDPH to attend external meetings on behalf of the League, such as Hockey Alberta committee meetings;
- shall be an ex-officio member of all Committees, as required;
- shall sign as one of three authorized signing authorities on behalf of RDPH;
- shall call all meetings of the Board at such time and place as may be required from time to time to transact the business of the League. ;
- shall have the power to discipline any Player, Coach, Manager or volunteer for unacceptable conduct on or off the ice or for any breach of the rules and regulations or breach of a decision or ruling of the Board, subject always to the right of Appeal as hereinafter provided;
- shall have the power to discipline any Member or Members for any reason which, in the sole discretion of the President, is sufficient, subject always to the right of Appeal as hereinafter provided.

##### 4.04.02 Vice President

The Vice President:

- shall in the absence or inability of the President, assume the duties of the President and shall, in that event, have all of the powers, authority and restrictions of the President.
- participate as a normal Board member.
- shall sign as one of three authorized signing authorities on behalf of RDPH.

#### 4.04.03 Treasurer

On behalf of RDPH and acting as a representative of the President, the Treasurer shall:

- ensure proper receipt of all monies paid to the society and be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order.
- issue payments for the Society as duly approved in regulations.
- properly account for the funds of the society and keep such books as may be directed.
- present a full detailed account of receipts and disbursements to the Board whenever requested
- assist with provision of information for the annual financial report.
- sign as one of three authorized signing authorities on behalf of RDPH.
- assist with the financial strategy for RDPH and develop annual financial forecasts and society cash flow projections for the upcoming year for approval at Board meeting.
- develop a 5-year capital replacement and procurement strategy for approval at Board meeting.
- in conjunction with strategy, develop recommendations for upcoming league fees each fiscal year, ensuring that the fees are reasonable within the context of the league's continued financial viability.
- shall prepare for submission to the Annual Meeting a statement duly audited of the financial position of the society and submit a copy of same to the Secretary for the records of the society.

\* The Offices of the Secretary and Treasurer may be filled by one person if any annual meeting for the election of officers shall so decide.

#### 4.04.04 Registrar

The League Registrar is responsible for the efficient operation of the registration of participants, collection of fees and coordination of schedules. The Registrar shall:

- Be responsible for the registration of players and ensuring the on-line registration system is kept up to date and fees are implemented as approved by the Board. Keep a record of all the members of the society and their addresses and collect & receive the annual dues levied by the society.
- Work with the Treasurer providing regular reconciliation of registration to ensure all registration receipts are properly recorded in the books.
- Assist the Treasurer in preparing adequate working papers for the auditors with respect to registration revenues.



- Track participants/members and report current registration numbers at applicable Board meetings.

With the assistance team coordinators, insure and roster all participants as per Hockey Alberta.

#### 4.04.05 Secretary

In addition to attending all meetings of the society and of the Board, and ensuring accurate minutes of the same, the Secretary shall:

- have charge of the Seal of the society which whenever used shall be authenticated by the signature of the Secretary and the President, or, in the case of the death or inability of either to act, by the Vice-President. In case of the absence of the Secretary, his/her duties shall be discharged by such officer as may be appointed by the Board.
- have charge of all the correspondence of the society and be under the direction of the President and the Board.
- Send all notices of the various meetings as required.
- Be responsible for the annual Society legislative filings and retention of said documents.

#### 4.04.06 Policy & Governance Director

The Policy & Governance Director shall:

- Ensure that RDPH adheres to all policy, procedures, guidelines and regulations as set out by federal, provincial, municipal and sanctioning bodies with respect to the operation and oversight of RDPH activities
- Investigate, develop, present for adoption and monitor adherence to all policies as directed by the RDPH board
- Retrieve, review and retain police information and vulnerable sector check reports for all volunteers.

#### *4.05 Board Compensation*

The Board Executive shall be composed of volunteers and receive no formal compensation for their duties. In recognition of their service, Board Directors shall receive:

- For each RDPH season completed as Director or Board Standing Committee Coordinator, RDPH shall refund up to two (2) league fees for family participants at the conclusion of the season. In order to qualify, both the Director and the participant must be in good standing with RDPH.
- Under no circumstances should Director or Board Committee members use their position in RDPH to enrich, enhance or otherwise financially benefit themselves or their immediate families; nor any business, organization or association to which either they or their immediate families are associated as owners, directors, or representatives.

## Section 5 – Committees

### *5.01 Authority to Establish*

The Board has the power to establish and create such standing committees and subcommittees as the Board in its sole discretion deems necessary to carry out the objects of RDPH and the duties and powers of the Directors and the Board. The Board may delegate to any of the Committees any or all of its powers and duties as it sees fit, specify the functions that the Committees are to perform and may at any time revoke that delegation. The Board may determine from time to time, the duties, procedure, responsibilities and numbers of persons of and in the Committees.

The following standing committees shall be in place each season, barring extraordinary circumstances:

- Communications
  - Social Media Coordinator
  - Website Administrator
- Equipment
- Discipline
- Hockey Operations
  - Ice Scheduler
  - Referee Coordinator
  - Coaches Liaison
- Division Coordinators
- Fundraising
  - Sponsorship Coordinator
  - Events Coordinator

### *5.02 Procedure for Committees*

Unless otherwise determined by the Board, each committee shall have the power to fix its own quorum, fix its number, and to regulate its procedure. In any event, the Chairman of each committee will be a Director, and the Chairman will ensure that regular updates are provided to the Board. The President shall serve as an Ex Officio member of all standing committees.

## Section 6 – Indemnification of Directors and Officers

The RDPH Board shall ensure the Board has sufficient insurance coverage to indemnify Directors and Officers in the normal course of their duties.

Except in respect of an action by or on behalf of RDPH to procure a judgment in its favor, RDPH shall indemnify a Director or Officer of RDPH, a former Director or Officer of RDPH or a person who acts or acted at RDPH's request as a Director or Officer, and his heirs and legal representatives, against all costs, charges, and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by him respect of any civil, criminal or administrative action or proceeding to which he is made a party by reasons of being or having been a Director or Officer of RDPH, if:

- he acted honestly and in good faith with a view to the best interests of RDPH;
- and, in the case of a criminal or administrative action or proceeding that is enforced by monetary penalty, he had reasonable grounds for believing that his conduct was lawful.

## Section 7 – General Provisions

### *7.01 Fiscal Year*

The fiscal year of RDPH shall commence on the 1st day of August of every year, and continue for a 12-month period ending on the 31st day of July of the following year.

### *7.02 Audit and Auditors*

The books and financial records of RDPH shall be audited annually by an auditor appointed by the Board ("Auditor"). The Auditor & Treasurer shall report to the Annual General Meeting regarding the Financial Statement of RDPH as will enable him to report to the Members as required to:

- report to the Members at the Annual General Meeting regarding the Financial Statement of RDPH and shall state in his report whether in his opinion the Financial Statements presents fairly the financial position of RDPH and results of its operations for the period under review, in accordance with generally accepted accounting principles.
- Identify exceptions that may impact his opinion, such as
  - the financial statement of RDPH is not in agreement with the accounting records;
  - he has not received all of the information and explanations that he required; or
  - proper accounting records have not been kept, in his opinion.

The Auditor shall have access at all times to all records, documents, books, accounts and vouchers of RDPH and is entitled to require from the Directors and Officers such information and explanations as may be necessary for the performance of his duties as Auditor.

### *7.03 Custody and Use of the Society Seal*

The Board shall adopt a seal which shall be the common seal of RDPH and which shall be under the control of the Board and the person(s) responsible for its custody and use from time to time shall be determined by the Secretary.

#### *7.04 Amendment to Bylaws*

Subject to compliance with requirements of the laws of the Province of Alberta, the Bylaws may be rescinded, altered or added to by a Special Resolution provided that notice of such resolution has been given to all the Members at least twenty-one (21) days prior to the meeting at which it is intended to present such resolution to the Members and such Special Resolution, if passed, shall not take effect until it registered in accordance with the laws of the Province of Alberta. Any amendment in the Bylaws which may have been adopted in the manner hereinbefore provided, shall not be negated by reason of any error or omission which may occur in the periodic printing of the Bylaws.

#### *7.05 Hockey Alberta Membership*

RDPH is a member of Hockey Alberta and thus subject to the Constitutions, Bylaws, Rules and Regulations of Hockey Alberta and Hockey Canada as laid forth for Pond Hockey Associations.

#### *7.06 Borrowing Powers*

For the purpose of carrying out its objects, 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, but 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 league.

#### *7.07 Dissolution Clause*

In the event that RDPH ceases active operation and dissolves as a league, the following activities will occur in order of priority:

- All league debts and obligations will be cleared to the fullest extent possible.
- Earmarked charitable, municipal or government funding (i.e. grants for specific activities) that has not been expended and/or committed to in contract shall be returned to the originating agency if possible.
- Capital assets that are still functionally usable; such as ice hockey equipment, will be donated to like-minded societies in the local region.
- All remaining assets liquidated into cash and donated to a local charitable organization that supports youth programs in Central Alberta.

Date Approved: \_\_\_\_\_

Authorizing Members

<b>Signature:</b>	<b>Address</b>	<b>City, Province</b>	<b>Postal Code</b>
<b>Print Name:</b>			
<b>Signature:</b>	<b>Address</b>	<b>City, Province</b>	<b>Postal Code</b>
<b>Print Name:</b>			

<b>Signature:</b>	<b>Address</b>	<b>City, Province</b>	<b>Postal Code</b>
<b>Print Name:</b>			
<b>Signature:</b>	<b>Address</b>	<b>City, Province</b>	<b>Postal Code</b>
<b>Print Name:</b>			
<b>Signature:</b>	<b>Address</b>	<b>City, Province</b>	<b>Postal Code</b>
<b>Print Name:</b>			

	<b>Address</b>	<b>City, Province</b>	<b>Postal Code</b>
<b>Signature:</b>			
<b>Print Name:</b>			