



T.K. SPARKS

Bylaws of the Kelowna Ringette Association

Affiliations - KRA shall be affiliated and maintain good standing with the Thompson Okanagan Ringette Association, herein referred to as TORL, the BC Ringette Association, herein referred to as BCRA and Ringette Canada. KRA operates under and abides by the rules and regulations of TORL, BCRA and Ringette Canada.

Colours – the colours of KRA are set by BC Ringette.

Dissolution - upon the dissolution of KRA, the assets which remain after the payment of all costs, charges and expenses that incur through the act of dissolution shall be distributed to a registered charity or charities in the Province of British Columbia, as defined by the Income Tax Act (Canada) and as determined by the members in good standing of KRA at the time of dissolutions. ***This provision was previously unalterable.***

Membership

Classes of membership in the Association shall be as follows:

Player membership - consists of all registered players with the Association under the age of 18 years. This class of membership is not entitled to voting privileges. The dues of such membership shall be determined by the Executive of the Association from time to time.

Full Membership - the parents or legal guardians of any fully registered player(s) with KRA who are in good standing and whose dues have been paid for the ensuing year. This type of membership may also include any interested adult contributing to objectives of KRA, in the opinion of the Executive. Such individuals shall be entitled to one vote at any Annual General Meeting or Special General Meetings of KRA. Votes must be cast in person; proxy votes are not permitted.

At any time during the season, the Executive of the Association, after receiving the recommendations of the Disciplinary Committee may, by a majority vote of 50 per cent + 1, cancel or suspend membership in any of the above categories. Such cancellation or suspension of membership can occur when, in the Executive's majority opinion, a member may be guilty of conduct detrimental to the interests of the Association or to the sport of Ringette. A member, after cancellation or suspension, will be given an opportunity to appear before a meeting of the Executive within two weeks of such cancellation or suspension to discuss the accusations leading to the suspension and to request a review of the decision. The Board, at any time, may re-admit or cancel the suspension of a member by a majority vote of 50 per cent + 1.

Annual General Meeting

The Annual General Meeting of KRA shall be held between March 15 and June 30 of each calendar year and not more than 15 months after the preceding Annual General Meeting.

Notice of the Annual General Meeting or a Special General Meeting will be provided to each Full Member at least two weeks prior to the date of the meeting.

A quorum of the Annual General Meeting or a Special General Meeting is determined by a number equal to five per cent of registered players with the Kelowna Ringette Association. If, within one hour from the time appointed for the meeting, a quorum is not present, the meeting shall be adjourned to a future date. Notification of the new date will be provided to the membership no later than two weeks prior to revised date.

The purpose of AGM is to:

- Receive any required reports
- Elect members to the Executive
- Address any other matters on the approved agenda
- Vote on amendments to the Constitution, Bylaws or Policies

Business to be transacted at the Annual General Meeting:

- Call to Order by the President (or other appointed Chairperson)
- Review and adoption of the minutes of the previous Annual General Meeting and any subsequent Special General Meetings
- Declaration indicating notice of meeting has been provided
- Business arising out of the minutes
- Appointment of scrutineers for any election
- Report of the President
- Report of the Treasurer
- Report of the Registrar
- Any other officers' reports
- Committee Reports (if any)
- Constitution, Bylaws or Policy Amendments
- Election of Executive (President, Vice President, Treasurer, Secretary and Registrar)
- Election of additional Directors
- Appointment of auditors (if required in the opinion of the Executive)
- New Business (at the discretion of the President or other appointed Chairperson)
- Adjournment

Members in good standing are entitled to one vote per motion at the Annual General Meeting. Voting shall take place by secret ballot or an alternative method as determined by the President (or other appointed Chairperson). Proxy voting is not permitted. After voting is complete, all ballots will be destroyed following a motion carried by majority vote (50 per cent +1).

The non-receipt of a notice by any of the members entitled to vote at either an Annual General Meeting or a Special General Meeting will not invalidate the proceedings at that Meeting.

Special General Meeting

Aside from Annual General Meeting, a Special General Meeting may be called by:

- a. the President, or by
- b. three Executive members, or by
- c. the number of Full Members equal to the quorum (as outlined above) who submit a request for a Special General Meeting to Executive requesting the meeting and stating the purpose of the meeting. Upon the receipt of the request for a meeting as outlined above, the President will call a Special Meeting of the Association to be held within three weeks of receipt of the request.

Executive

The Kelowna Ringette Association shall be administered by an Executive consisting of the following: President, Past President, one or two Vice Presidents, Secretary, Registrar and any other Directors elected at any Annual or Special General meeting or appointed by a majority vote of the Executive during the year.

The Executive, by a majority vote, shall have the authority to fill, by appointment, any vacancy during the term.

For conduct detrimental to the interests of KRA, an Executive member may be suspended from his/her Executive role for a period of time, or indefinitely by a vote of 75 per cent of the Executive. Each member of the Executive shall have one vote.

Executive Meetings

The Executive shall meet monthly, or as required, to conduct the business of KRA. There must be at least four Executive Meetings per fiscal year. Quorum shall be 50 per cent +1 of the current Executive and shall include at least one of the President, First Vice President, or Second Vice President.

Executive meetings shall be at the call of the President. If, for any reason, the President has not called an Executive meeting within two weeks after being requested by five members of the Executive, a meeting may be called under the Chairpersonship of the First Vice President.

Each Member of the Executive shall have one vote including the President. In the event of a tie, the President will have an additional tie-breaking vote. Voting by proxy is not permitted.

In the event that a motion must be passed before the Executive can meet, or quorum is not achieved at the Executive meeting, voting via electronic means is permitted. Results of voting and members voting must be entered into record at the next Executive Meeting. This method of voting is for extraordinary circumstances and shall not replace meetings.

Notice of meetings shall be given by the Secretary prior to such meetings at least seven days in advance to:

- a. All Executive members
- b. The entire Membership

Voting on motions is done by a show of hands. Voting can occur by secret ballot if requested by an Executive Member.

Emergency meetings of the Executive may be held at any time providing that quorum of the Executive agree to such a meeting. If such a meeting is held, this meeting will become legal and constitutional. Quorum is defined as 50 per cent +1 of Executive members.

If an Executive member has a conflict of interest with an issue before the Executive, the member shall declare their conflict, withdraw from the discussion and not vote on the issue. Members must declare a conflict of interest if they have direct involvement in the issue at hand.

Minutes will be taken at all Executive meetings and will be distributed to all Executive Members prior to the next meeting for review.

An Executive Member shall ipso facto be vacated if:

- he/she is accused and/or convicted of a serious criminal offence or is found to be mentally incompetent or becomes of unsound mind
- he/she, by notice in writing to the Executive, resigns his/her role. This resignation is effective at the time it is received by the Executive or at a time specified in the notice
- he/she is removed by the Executive for conduct detrimental to the interests of KRA
- an Executive member passes away

No member of the Executive may hold more than one position at any one point in time, unless on an interim situation, with the exception of the Past-President who may hold that position and one more.

Terms of office for Executive Members are as follows:

- President, Vice-President (first and second), Treasurer, Registrar and Secretary – two year period beginning on the first Executive Meeting after the Annual General Meeting and ends of the same Executive Meeting of the year in which that position comes up for election. Re-election of these roles is permitted.
- Directors – one year period beginning on the first Executive Meeting after the Annual General Meeting and ends of the same Executive Meeting of the year in which that position comes up for election. Re-election of these roles is permitted.

If an Executive Member is absent from two consecutive Executive meetings, the position may be declared vacant by the Executive unless granted leave of absence with the approval of two-thirds of the remaining members of the Executive vote to support the request.

The Executive shall be responsible for the operation of KRA in the following ways:

- a) Shall be responsible for carrying out the aims and objectives of KRA.
- b) Shall deal with any matter concerning the operation of KRA.
- c) Shall be responsible for setting the rules and regulations for competition and play within levels of play. Shall establish and approve the placement of players on the appropriate teams and levels, the selection and approval of coaches and team representatives. The interpretation of the rules and regulations shall be final.

d) Shall control the finances and provide KRA business before a quorum of its members for review and approval.

e) Shall enforce adherence of KRA's Constitution, Bylaws and Policies.

f) Shall provide, through BCRA, adequate liability insurance for each Player, Coach, Manager, Trainer, Official and Executive member of the Association.

g) Shall appoint committees deemed necessary for the operation of KRA. Such committees shall be responsible to and subject to the direction of the Executive.

h) May suspend (for a determined period of time), expel or discipline an individual, team or any member thereof for:

1) Continued foul play, unfair or unsportsmanlike conduct, or for any conduct unbecoming a person or team representing KRA in any capacity whatsoever, or

2) Refusing to accept and obey a ruling (or spirit of the ruling) of the Executive.

The Executive may reinstate an individual, team or any member under suspension with conditions determined by the Executive or appointed Disciplinary Committee appointed by the Executive to act on its behalf.

i) May suspend (for a determined period of time) or discipline any coach, trainer, manager, referee or other official connected with any organization or association playing in or forming part of KRA for conduct which is unacceptable to the Executive, including, where applicable, such conduct as referred to in paragraph (h). The Executive may reinstate any coach, trainer, manager, referee or other official, an individual, team or any member under suspension with conditions determined by the Executive or appointed Disciplinary Committee appointed by the Executive to act on its behalf.

j) Shall establish procedures for the hearing of all protests and appeals and shall receive and determine appeals from decisions of any Committee established by it for such purpose.

k) Shall resolve such other problems that may arise in a manner which is considered to be in the best interests of KRA and its members.

l) Shall set annual Association registration fees for each player and/or team.

m) All Executive members shall keep an accurate record of all business within his or her charge and shall prepare a report for all Executive meetings as well as when requested to do so by the President.

Duties of the Executive

The duties of the Executive are as follows:

President:

- the President shall preside at all meetings of the Executive and at all Annual General and Special General Meetings. The President can appoint a Chairperson in their place.
- the President shall be an ex-officio member of every sub-committee formed by KRA
- the President shall see to the application of the Constitution, Bylaws and Policies and shall be responsible that the other officers and members of the Executive perform their designated tasks
- the President shall be responsible for directing the overall activities of KRA and establishing any Committees
- the President will be KRA's liaison with the BC Ringette Association. The President can delegate another member of the Executive to act as the liaison officer. They (or their delegate) will be the official spokesperson for KRA.

Past President:

- the Past President shall act as an adviser to the President and to the Executive and will assist the President in whatever duties requested by the President.
- the Past President will act as Chairperson of the Nominating Committee for purposes of filling the roles required to be elected at the Annual General Meeting. At the request of the Executive, the Past President will also be responsible for appointing members to the Executive to open positions outside of the Annual General Meeting.

Vice President (First and Second)

- the Vice-President shall have all the powers and shall execute the duties of the President in his/her absence. In the event that there are two Vice Presidents, the President shall designate at the commencement of each term, the Vice President who shall act as Chairperson of the Executive Meetings in the absence of the President.
- the Vice President is responsible for managing the Conflict Resolution Policy
- the Vice President shall also have the powers and responsibilities which may be assigned to him/her by the Executive Committee

Secretary

- the Secretary shall be responsible for keeping, in a proper and efficient manner, the correspondence of KRA. This includes recording the proceedings of all meetings and providing a summary of minutes to be published for general membership.

Treasurer

- the Treasurer shall be responsible for the financial operations of KRA and shall:
 - o pay all accounts and receive all monies on behalf of KRA
 - o keep accurate records of all monies received and disbursed
 - o report at each Executive and Annual General Meeting

Registrar

- the Registrar shall be responsible for the registration of all players, teams and organizations within KRA, TORL, BC Ringette Association and Ringette Canada, as necessary.

Directors

- Directors elected at the Annual General Meeting or otherwise appointed by the Executive will be responsible for the duties outlined to them by the President.

Committees

Committees may be established from time to time by the President or an Executive Member appointed by the President.

Committee Members will be appointed by the President. The Executive may move to reconstitute membership of any Committee at any time if deemed appropriate (i.e. conflict of interests with committee members.)

An Executive member will not be permitted to sit on a committee if that Executive member is in a conflict.

The Committee will select a chair from the committee members.

All meetings are at the call of the Chairperson of that Committee.

If the Chairperson of a Committee is not present at a Committee meeting, the members present shall elect a Chairperson for that meeting.

Minutes of proceedings shall be presented at the next regular meeting of the Executive for review and discussion.

Nominating Committee

- The Nominating Committee will be responsible at each Annual General Meeting for presenting a slate of candidates to hold the positions required on the Executive Committee for the upcoming fiscal year. The Nominating Committee shall put forth one name for each position required. Additional nominations may be accepted from the floor at each meeting. In addition, the Nominating Committee will present candidates for Executive positions at other times when required by the Executive.
- The Nominating Committee will consist of three members as follows:
 - a) The Past President of KRA who will act as Chairperson of the committee
 - b) Two other members of KRA, only one of which may be a current member of the Executive

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No party may use the KRA logo unless they have prior written express consent from KRA before using.

Finances

Each person who actively participates as a player shall pay Association Registration Fees that are due and payable in full at time of registration or through a payment plan as determined by the Executive to the Treasurer acting on behalf of KRA.

The fiscal year end of the Association shall be March 31.

The Executive shall cause true accounts to be kept:

- Of all sums of money received and disbursed by KRA and the matters in respect of which such receipt and expenditure took place;
- Of all sales and purchases of goods by KRA;
- Of the assets and liabilities of KRA;
- Of all other transactions affecting the financial position of KRA

A system of records adequate to preserve the details of the financial operation of KRA shall be established and maintained as recommended by the Treasurer.

The books of account shall be kept in the possession of the Treasurer, or at another such place as determined by a resolution of the Executive, and shall always be open to inspection by the Executive.

Every financial transaction involving KRA shall be carried out in the name of the Association and documents pertaining thereto shall be valid only when completed

over the signature of its properly authorized representatives. All monies belonging to KRA shall be deposited in the name of the Kelowna Ringette Association in a bank, trust company or other depository designated by the Executive. Deposits shall be made by the Treasurer or other signing authority.

Should monies accumulate beyond the requirements foreseen for reasonably immediate disbursements, excess amounts of such requirement may be made into fully registered securities which have a guaranteed parity feature, as well as a liquidity feature.

A director must not be remunerated for being or acting as a director, but may be reimbursed for all expenses reasonably and necessarily incurred while engaged in the affairs of the Society

Contracts, documents or any instruments in writing requiring the signature of KRA must be signed by any two of the designated signing authorities. All contracts, documents and instruments in writing so signed shall be binding upon KRA without any further authorization or formality.

The Executive shall have power from time to time by resolution to appoint any officer or officers or any person or persons on behalf of KRA to sign contracts, documents and instruments in writing generally or to sign specific contracts, documents or instruments in writing. All cheques and disbursements must be signed by Two of the President, Treasurer and another designated member by vote of the Executive.

All payments in excess of \$500 must be approved in advance by the Executive.

The financial records of KRA shall be under the scrutiny of the Treasurer. He/she shall prepare an operation statement, a balance sheet and such other reports as the Executive may direct monthly and annually. Such reports also shall be prepared and presented when the office of any of the signing officers is vacated.

A financial statement for the period since the preceding statement should be presented to the membership at its Annual General Meeting.

A duly qualified accountant or two Members elected as auditors at an Executive Meeting, Special Membership Meeting or the Annual General Meeting shall review the books, accounts and records of the Association at least once every two years or as outlined in the Audit Policy.

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

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

The Executive may borrow funds where deemed appropriate. Such borrowings shall not exceed, at any time and in the aggregate, a total of 200% of the registration fees received or receivable in that year.

Association Registration fees for players shall be established each year by the Executive. Any player registered whose dues or fees have not been paid, shall not be suspended from play until proper investigation and a full report has been presented to the Executive by the Treasurer and/or Registrar. At such time, the Executive Committee shall take into account any particular financial circumstances of the player, keeping in mind that KRA's goal is to have as many players playing as possible.

Protection and Limited Liability of Directors

(Waiting on wording from BCRA)

Amendments

Proposed amendments to the Constitution, Bylaws or Policies may be submitted to the membership at large by:

- a) the Executive, or
- b) by the membership at large, provided that at least ten members sign the request and submit such a request to the Executive Committee in writing

An amendment to this Constitution may be made at any Annual General or Special General Meeting of the Association where a quorum is present. Details of any proposed amendment(s) to the Constitution of the Kelowna Ringette Association must be submitted to the membership at large, along with a notice calling the meeting at least 2 weeks prior to said meeting. Approval of such amendment will require a majority vote of two thirds of the voting members present. Notice can be made by electronic means.

Any amendment to the Operating Policies of the KRA may be made by the Executive for ratification by a simple majority (50 per cent + 1) of the Full Members of the Association present at an Annual or Special General Meeting.

Operating Policies

Operating policies for KRA shall be established by the Executive from time to time and published to all members at the beginning of each season. During the season, the Executive may institute new Operating Policies and may amend existing

Operating Policies providing such new or amended policies are immediately published publicly for viewing by members. Operating Policies may be enacted at an Executive Meeting by a two-thirds majority vote of the Executive Members present.

Operating Policies that have been approved and adopted by the Executive shall be maintained in an Operating Policy Manual posted electronically.

These interim policies shall have the full force and effect of Operating Policies as approved by the membership but must be approved and adopted by a majority vote (50 per cent +1) by the Full Membership within one year at an Annual General Meeting or Special General Meeting.

Any member in good standing may propose suggestions to an Operating Policy at any time during the year, providing such a request is submitted in writing and signed by five Full Members in good standing. When such a request is received by the Executive, due consideration shall be given to the request and, if deemed advisable, such a request may be adopted. However, the Executive committee is under no obligation to adopt such a request if, in their majority view, such a request is impractical.