

BYLAWS UPDATED BY SPECIAL RESOLUTION – APRIL 19, 2023

LETHBRIDGE RINGETTE ASSOCIATION BY-LAWS



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LETHBRIDGE RINGETTE ASSOCIATION BYLAWS

ARTICLE 1 – PREAMBLE

- 1.1 The name of the society is the Lethbridge Ringette Association which may also be known or referred to as the LRA.
- 1.2 The following articles set forth the Bylaws of the Lethbridge Ringette Association.

ARTICLE 2 - DEFINITIONS AND INTERPRETATION

Definitions

- 2.1 In these Bylaws, the following words have these meanings:
 - 2.1.1 Act means the *Societies Act*, R.S.A. 2000, c. S-14, as amended, or any statute substituted for it.
 - 2.1.2 Annual General Meeting means the annual general meeting described in Article 5.1.
 - 2.1.3 Association means the Lethbridge Ringette Association.
 - 2.1.4 Board means the Board of Directors of this Association.
 - 2.1.5 Director means any person elected or appointed to the Board. This includes the President.
 - 2.1.6 General Meeting means a general meeting of the membership of the Association with the same procedures as an Annual General Meeting, including but not limited to notice, quorum and voting procedures.
 - 2.1.7 LRA means the Lethbridge Ringette Association.
 - 2.1.8 Member means a Member of the Association including Full Members, Associate Members and Interim Members.
 - 2.1.9 Officer means any Officer listed in Article 6.9.
 - 2.1.10 Special Meeting means the special meeting described in Article 5.2.
 - 2.1.11 Special Resolution means:
 - a. A resolution passed at a General Meeting of the membership of the Association. 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 of 75% of the voting Members who vote in person.
 - b. A resolution proposed and passed as a Special Resolution at a General Meeting with less than twenty-one days' notice. All the Members eligible to attend and vote at the General Meeting must agree; or
 - c. A resolution agreed to in writing by all the Members who are eligible to vote on the

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resolution in person at a General Meeting.

Interpretation

- 2.2 The following rules of interpretation must be applied in interpreting these Bylaws.
 - 2.2.1 Singular and Plural: words indicating the singular number also include the plural, and vice-versa.
 - 2.2.2 Corporation: words indicating persons also include corporations, where applicable.
 - 2.2.3 Headings are for convenience only. They do not affect the interpretation of these Bylaws.
 - 2.2.4 Liberal Interpretation: these Bylaws must be interpreted broadly and generously.

ARTICLE 3 – OBJECTS OF THE ASSOCIATION

- 3.1 The Objects of the Association are detailed in the Articles of Incorporation.

ARTICLE 4 - MEMBERSHIP

Classification of Members

- 4.1 The Association has the following Membership Categories:
 - 4.1.1 **Full Members:**
 - a. The Association accepts any player and/or their parents or guardians living within Lethbridge and area, on teams operated by the Association, for Membership.
 - b. Players from outside the LRA's boundaries shall be accepted if openings are available in the program according to the Ringette Alberta residency clause.
 - c. The Association accepts any individuals who are officials or volunteer their time on behalf of the LRA for Membership.
 - d. Such Members shall have paid the prescribed Membership fee by the required date where applicable.
 - e. Full members have voting privileges at General Meetings and Special Meetings.
 - 4.1.2 **Associate Members:**
 - a. Associate Membership may be granted to individuals who are officials or volunteer their time on behalf of the LRA and choose not to pay the prescribed membership fee.
 - b. Associate Members shall have the privileges of Full Membership, but they shall not

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vote at meetings of the Association.

4.1.3 Interim Members:

- a. Interim Membership is temporarily granted to any individual who volunteers for an Association Bingo or Casino. The membership shall be of the duration of the duties as required.
- b. Interim Members shall not pay a Membership Fee, and shall have no voting privileges.

Admission of Members

- 4.2 Any individual may become a Member in the appropriate category by meeting the requirements in Article 4.1. The individual will be entered as a Member under the appropriate category in the register maintained by the Association containing the names of the Members of the Association.

Membership Fees

- 4.3 The membership year is June 1 to May 31.
- 4.3.1 A motion passed at a Board of Directors meeting shall set membership fees from time to time.
- 4.3.2 Each Member shall pay fees based upon requirements as determined by the Board of Directors as noted on the yearly registration.
- 4.3.3 The membership fee for individuals who are officials or volunteer their time on behalf of the LRA shall not be so excessive so as to prohibit participation from members of the public.

Rights and Privileges of Members

- 4.4 Any Member in good standing is entitled to:
- a. Receive notice of meetings of the Association;
 - b. Attend any meeting of the Association;

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- c. Speak at any Annual General Meeting, General Meeting or Special Meeting of the Association; and
- d. Exercise the rights and privileges given to Members in these bylaws.

Responsibilities of Membership

- 4.5 All Members agree to abide by the bylaws, operating procedures and the rules and regulations of the Association as they exist from time to time and to conduct themselves in a manner that does not jeopardize the reputation of the Association. All Members agree to pay the prescribed fees by the required deadlines as set from time to time.

Member's Voting Powers

- 4.6 A voting Member, as provided by Article 4.1, is entitled to one (1) vote at a meeting of the Association.
- 4.7 Proxy voting is not permitted at general meetings of the Association.

Withdrawal of Membership

- 4.8 A Member may withdraw their Membership on written notice to the Board of Directors. Withdrawal of Membership shall not affect the right of the Association, at the discretion of the Board of Directors, to pursue payment of any monies owed to the Association by the Member.
- 4.8.1 If a Member has not paid the annual memberships when due and owing and does not comply with the terms of reinstatement provided in Article 4.9, then the Member is considered to have submitted their withdrawal.

Suspension of Membership on Financial Grounds

- 4.9 If Member(s) are in arrears of prescribed fees by the date noted on the registration form, their Membership shall be automatically suspended, and they shall cease to be a Member in good standing and shall forfeit all rights, privileges and powers, including immediate suspension of practice and game privileges. Re-instatement of the player will not be accepted until full cash payment is made to the Registrar for the arrears of prescribed fees and costs associated with said arrears.

Suspension or Cancellation of Membership

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- 4.10 The Membership of any Member may, upon a carried special resolution, be suspended or cancelled, in either case with or without conditions, for any cause which may be deemed reasonable, including any continuing breach of the Bylaws of the Association, the Operating Policies of the Association or the Rules and Regulations of the Association, or for conduct which jeopardizes the safety or reputation of the Association or any of its Members.

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- 4.10.1 The affected Member will receive written notice of the Board's intention to deal with whether that Member should be suspended or not. The Member will receive at least two (2) weeks' notice before the Special Meeting.
- 4.10.2 The notice will be sent by email or mail to the last known address of the Member shown in the records of the Association. The notice may also be delivered by an Officer or Director of the Association.
- 4.10.3 The notice will state the reasons why suspension is being considered.
- 4.10.4 The Member will have an opportunity to appear before the Board to address the matter. The Board may allow another person to accompany the Member.
- 4.10.5 The Board will determine how the matter will be dealt with, and may limit the time given to the Member to address the Board.
- 4.10.6 The Board may exclude the Member from its discussion of the matter, including the deciding vote.
- 4.10.7 The decision of the Board is final.

Transmission of Membership

- 4.11 No right or privilege of any Member is transferrable to another person. All rights and privileges cease when the Member ceases to be a Member.

Continued Liability for Debts Due

- 4.12 Although a Member ceases to be a Member, she is liable for any debts owing to the Association at the date of ceasing to be a Member.

ARTICLE 5 - MEETINGS

Annual General Meeting

- 5.1 The Association shall hold an Annual General Meeting once in every year at such time and place as may be prescribed by the Directors provided that such an Annual General Meeting shall not be held later than May 31st.
- 5.1.1 Notice of the Annual General Meeting shall be mailed, delivered, emailed or delivered by other electronic means to each Member at least twenty-one (21) days before the Annual General Meeting. This notice states the place, date, time of the Annual General Meeting

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and any business requiring a Special Resolution.

5.1.2 The non-receipt of the notice by any Members shall not invalidate the proceedings at any meeting.

Agenda for the Annual General Meeting

5.1.3 An Annual General Meeting deals with the following matters:

- a. adopting the agenda;
- b. adopting the minutes of the last Annual General Meeting and General Meetings held since the previous Annual General Meeting;
- c. considering the President's report;
- d. reviewing the financial statements setting out the Association's income, disbursements, assets and liabilities, and the auditor's report;
- e. appointing the auditors;
- f. electing the President and Officers;
- g. electing the Members of the Board;
- h. considering matters specified in the meeting notice; and
- i. other specific motions that any members have given notice of before the meeting is called.

Quorum at Annual General Meeting

5.1.4 Attendance by 20 Members at the Annual General Meeting is a quorum.

Special Meetings

5.2 A Special Meeting may be called at any time:

- a. by a resolution of the Board of Directors to that effect; or
- b. on the written request of at least five (5) Directors. The request must state the reason for the Special Meeting and the motion(s) intended to be submitted at this Special Meeting; or
- c. on the written request of at least one-third (1/3) of the Members eligible to vote. The request must state the reason for the Special Meeting and the motion(s) intended to be submitted at such Special Meeting.

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- 5.2.1 Notice of the Special Meeting shall be mailed, delivered, emailed or delivered by other electronic means 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.
- 5.2.2 The non-receipt of the notice by any Members shall not invalidate the proceedings at any meeting.

Agenda for the Special Meeting

- 5.3 Only the matter(s) set out in the notice for the Special Meeting are considered at the Special Meeting.

Procedure at the Special Meeting

- 5.4 Any Special Meeting has the same method of voting and the same quorum requirements as the Annual General Meeting. (refer to 5.6 and 5.1.4)

Failure to Reach Quorum at Annual General Meeting or Special Meeting

- 5.5 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 or such other date and time resolved by the Board of Directors. 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.

Presiding Officer at Annual General Meeting or Special Meeting

- 5.6 The President chairs every General Meeting of the Association. The Vice-President chairs in the absence of the President.
- 5.6.1 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.

Adjournment

- 5.7 The President may adjourn any General Meeting or Special Meeting with the consent of the Members at the meeting. The adjourned General Meeting conducts only the unfinished business from the initial Meeting.

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- 5.7.1 No notice is necessary if the General Meeting is adjourned for less than thirty (30) days.
- 5.7.2 The Association 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.

Voting

- 5.8 A show of hands decides every vote at every General Meeting.
- 5.8.1 A ballot is used if at least five (5) voting Members request it. In such case, the President or the presiding Officer may set the time, place and method for a ballot vote. The result of the ballot is the resolution of the General Meeting. Members may withdraw their request for a ballot.
- 5.8.2 A majority of the votes of the voting Members present decides each issue and resolution, unless the issue needs to be decided by a Special Resolution.
- 5.8.3 The President declares a resolution carried or lost. This statement is final, and does not have to include the number of votes for and against the resolution.
- 5.8.4 The President does not vote except in the event of a tie and in the case of a tie the President casts the deciding vote. The President makes the deciding vote in good faith and the decision is final.

Failure to Give Notice of Meeting

- 5.9 No action taken at a General Meeting is invalid due to:
 - a. Accidental omission to give any notice to any Member;
 - b. Any Member not receiving any notice; or
 - c. Any error in any notice that does not affect the meaning.

Written Resolution of All the Voting Members

- 5.10 All voting Members may agree to and sign a resolution. This resolution is as valid as one passed at a General Meeting. It is not necessary to give notice or to call a General Meeting. The date on the resolution is the date it is passed.

ARTICLE 6 – GOVERNANCE OF THE ASSOCIATION

The Board of Directors

- 6.1 The Board governs and manages the affairs of the Association.
- 6.1.1 The Board has the powers of the Association, except as stated in the Act. The powers and duties of the Board include:
- a. Promoting the objects of the Association;
 - b. Promoting membership in the Association;
 - c. Maintaining and protecting the Association's assets and property;
 - d. Approving an annual budget for the Association;
 - e. Paying all expenses for operating and managing the Association;
 - f. Paying persons for services and protecting persons from debts of the Association;
 - g. Investing any extra monies;
 - h. Financing the operations of the Association, and borrowing or raising monies;
 - i. Making policies for managing and operating the Association;
 - j. Approving all contracts for the Association;
 - k. Maintaining all accounts and financial records of the Association;
 - l. Appointing all contracts for the Association;
 - m. Making policies, rules and regulations for operating the Associating and using its facilities and assets;
 - n. Selling, disposing of, or mortgaging any or all of the property of the Association;
 - o. Without limiting the general responsibility of the Board, delegating its powers and duties to the Executive Committee; and
 - p. The approval of Associate and Interim members.

Composition of the Board

- 6.2 The Board consists of:
- a. the President;
 - b. the Vice President;
 - c. the Secretary;
 - d. the Treasurer;

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- e. the immediate Past President; and
- f. up to 15 additional Directors as may be provided by the operating policies of the Association.

- 6.2.1 The Board of Directors may designate other Directorships from time to time.
- 6.2.2 The Directors shall be responsible for their area, reporting to the President.
- 6.2.3 The duties of each Directorship shall be set out in the operating policies of the Association.
- 6.2.4 The Directors may appoint committee or project chairpersons to assist in the completion of their responsibilities as required.
- 6.2.5 A Director shall be a Full Member of the Association and eighteen years or more of age.

Remuneration

- 6.3 No Member of the Board of Directors shall receive remuneration for serving on the Board or on any committee established by the Board.

Election and Term of Office of Directors

- 6.4 All Directors shall be elected at the Annual General Meeting of the Association.
- 6.4.1 The term of office of Directors shall be two years – with each year being from Annual General Meeting to Annual General Meeting.
- 6.4.2 A Director may serve a maximum of 2 terms. If after serving 2 consecutive terms, there are no candidates to fill the Director's position, the Director may choose to serve one more additional 2-year term (collectively 6 consecutive years) after which the Director may remain in their position until the Director resigns, is dismissed or a new Director is elected.

Vacancies of Directors

- 6.5 Where a Director position is vacant or the minimum number of Directors are not elected at the Annual General Meeting, the remaining Board Members shall attempt to fill, by appointment, a Member in good standing to fill that vacancy for the remainder of the term as quickly as possible.

Failure of Directors to Perform Duties

- 6.6 Where a Director, including the President and immediate Past President, fail to complete the duties of their position, or fail to attend meetings of the Association, the Board of

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Directors may elect to dismiss the Director from that position and may appoint a new individual to serve in that position.

- 6.6.1 The President of the Association shall provide written notice of the intent to dismiss the individual from the Board of Directors to the Director in question:
 - a. After the Director fails to attend, or fails to submit a written report in lieu of attendance, to 2 consecutive meetings; OR
 - b. After failing to complete the required duties of the position; OR
 - c. After the Director fails to attend, or fails to submit a written report in lieu of attendance, to 4 meetings of the Association (from one Annual General Meeting to the next Annual General Meeting).
- 6.6.2 Should the individual wish to continue their duties, they may indicate such by attending the next meeting of the Board of Directors. The Board of Directors from time to time, may choose to introduce probationary conditions on that individual (for example, if the individual misses one more meeting without submitting a report, they will automatically be dismissed from the position).
- 6.6.3 The Board of Directors shall render a decision of which must be carried by a majority of 2/3 of those present and eligible to vote. The President shall send notification to the individual indicating that they have been dismissed as a Director of the Association and that all privileges of Directorship have been terminated.

Resignation of a Director

- 6.7 In the event that a Director, including the President and immediate Past President, cannot fulfil their duties, they must submit a letter of resignation to the President of the Association. The letter shall be presented at the next meeting of the Board of Directors.

Meetings of the Board

- 6.8 The Board holds at least nine (9) meetings each year.
- 6.8.1 The President calls the meetings. The President also calls a meeting if any two (2) Directors make a request in writing and state the business of the meeting.
- 6.8.2 Seven (7) days' notice for Board meetings is mailed, delivered, emailed or delivered by

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other electronic means to each Board member. Board Members may waive notice.

6.8.3 A majority of the Directors present at any Board meeting is a quorum.

6.8.4 If there is no quorum, the President adjourns the meeting to the same time, place and day of the following week. At least five (5) Directors present at this later meeting is a quorum.

6.8.5 Each Director has one (1) vote.

6.8.6 The President only votes in the case of a tie.

6.8.7 Meetings of the Board are open to members of the Association but only Directors may vote. Members are only permitted to participate in a discussion when invited to do so by the Board. A majority of the Directors present may ask any other Members, or other persons present, to leave.

6.8.8 All Directors may agree to and sign a resolution. This resolution is as valid as one passed at any Board meeting. It is not necessary to give notice or to call a Board meeting. The date on the resolution is the date it is passed.

6.8.9 A meeting of the Board may be held by a conference call. Directors who participate in this call are considered present for the meeting.

6.8.10 Irregularities or errors done in good faith do not invalidate acts done by any meeting of the Board.

6.8.11 A Director may waive formal notice of a meeting.

Executive Officers

6.9 The Officers of the Association are the President, Vice-President, Secretary and Treasurer.

6.9.1 Officers shall be a Full Member of the Association and 18 years of age or older.

6.9.2 Duties of the Officers of the Association:

6.9.2.1 The President:

- Supervises the affairs of the Board;
- Shall ensure that all officers and directors perform their duties;
- Shall attend Board meetings;

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- When present, chairs all meetings of the Association, the Board and the Executive Committee;
- Is an ex officio member of all Committees, except the Nominating Committee;
- Acts as the spokesperson for the Association;
- Chairs the Executive Committee;
- Shall exercise the power and authority of the LRA Board of Directors in cases of emergency but subject to ratification by the entire Board at the next meeting;
- Shall be charged with the general management and supervision of the affairs and operations of the LRA;
- Shall co-sign cheques signed by the Treasurer and Secretary;
- Shall not vote except in the case of a tie where they shall cast the deciding vote;
- Shall be the official liaison between the Provincial Ringette Association, and the LRA, ensuring that all correspondence is brought before the LRA Board of Directors; and
- Carries out other duties as assigned by the Board and as set out in the operating policies of the Association.

6.9.2.2 The Vice President:

- Shall attend Board meetings.
- Presides at meetings in the President's absence. If the Vice-President is absent, Directors elect a Chairperson for the meeting;
- Replaces the President at various functions when asked to do so by the President or the Board;
- Shall perform the duties of the president in their absence or at their request and shall then have all the powers and rights of the president;
- Shall assist the President in performing his duties and may hold the position of Chairperson of any ad-hoc or any standing committee;
- Is a member of the Executive Committee;
- Shall assume the role of President if this post is vacated prior to the end of the President's term, or at the end of the President's term;
- When acting as President shall not have the right to vote except in the case of a tie;
- Shall be responsible to work with and support all LRA fundraising; and

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- Carries out other duties as assigned by the Board and as set out in the operating policies of the Association.

6.9.2.3 The Secretary:

- Shall attend Board and Executive Committee meetings;
- Shall issue notice of all meetings;
- Keeps accurate minutes of those meetings;
- Record attendance at all meetings.
- Shall ensure that all correspondence is attended to and brought before the Board of Directors.
- Keep an accurate record of all business transactions of the Board of Directors;
- Shall have custody of all documents and records, except financial, pertaining to the affairs of the LRA;
- In the absence of the President may co-sign cheques signed by the Treasurer;
- Be responsible for distribution of minutes of all Association meetings to Board of Directors one (1) week prior to meeting date. Once approved, will post minutes to LRA website for all members to inspect and/or review;
- Prepare agenda and distribute to Board of Directors prior to meeting date;
- Arrange for a replacement in their absence;
- Shall provide to new members the LRA Bylaws, LRA Policy and Procedures, Zone 1 Policy and Procedures and Alberta Rules and Operating Procedures; and
- Carries out other duties as assigned by the Board and as set out in the operating policies of the Association.

6.9.3.4 The Treasurer:

- Shall keep complete and accurate records of accounts in which shall be recorded all receipts and disbursements of the LRA and report same at all regular and annual meetings;
- Makes sure a detailed account of revenues and expenditures is presented to the Board as requested;
- Shall prepare and present the financial statement at the annual general meeting and have books available for an audit by two members-at-large at year-end;

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- Shall chair the Budget Committee in preparing budget recommendations for next year;
- Shall oversee financial dealings with all subcommittees;
- Shall agree to review the association's financial books and records within one week of a request from any member, in the presence of another officer of the Board;
- In conjunction with the Director of Fundraising and Director of Tournaments, shall ensure all fundraising activities within the LRA comply with Alberta Gaming and Liquor Commission requirements; and
- Carries out other duties as assigned by the Board and as set out in the operating policies of the Association.

6.9.2.5 The Past President:

- Shall attend board meetings;
- Shall act as advisor to the Board of Directors;
- Shall be the designated Representative for the LRA with the Zone 1-2 league and Calgary Ringette League, or designated to another Board member
- Shall be Chairperson of the nominating committee for election of the Board of Directors;
- Shall be a full voting member of the Board of Directors. shall be set out in the operating policies of the Association; and
- Carries out other duties as assigned by the Board and as set out in the operating policies of the Association.

Election and Term of Office of Executive Officers

6.10 All Executive Officers shall be elected at the Annual General Meeting of the Association.

6.10.1 The term of office of Executive Officers shall be two years – with each year being from Annual General Meeting to Annual General Meeting.

6.10.2 An Executive Officer may serve a maximum of 2 terms. If after serving 2 consecutive terms, there are no candidates to fill the Executive Officer's position, the Executive Officer may choose to serve one more additional 2-year term (collectively 6 consecutive years) after which the Executive Officer may remain in their position until the Executive Officer resigns, is dismissed or a new Executive Officer is elected.

Powers and Duties of the Executive

- 6.11 The Executive shall be responsible for the daily operations of the Association as regulated by a Board of Directors approved operating plan and budget.
- 6.11.1 The Executive shall be responsible to oversee the operations of the Association office.
- 6.11.2 The Executive shall be responsible for reviewing, revising and developing the operating policies, Rules, Regulations and Bylaws of the Association.
- 6.11.3 The duties of each Executive position shall be set out in the Bylaws and operating policies of the Association.

Vacancies of Executive Officers

- 6.12 Where an Executive position is or becomes vacant, or the minimum Executive Officers are not elected at the Annual General Meeting, the remaining Board Members shall attempt to fill, by appointment, those vacant positions as quickly as possible. The appointment shall be for the balance of the term of office.

Failure of Executive Officers to Perform Duties

- 6.13 Where an Officer fails to complete the duties of their position, or fails to attend meetings of the Association, the Board of Directors may elect to dismiss the Officer from that position and may appoint a new individual to serve in that position.
- 6.13.1 The President of the Association shall provide written notice of the intent to dismiss the individual from the Board of Directors to the Officer in question:
- a. After the Officer fails to attend, or fails to submit a written report in lieu of attendance, to 2 consecutive meetings; OR
 - b. After failing to complete the required duties of the position; OR
 - c. After the Officer fails to attend, or fails to submit a written report in lieu of attendance, to 4 meetings of the Association (from one Annual General Meeting to the next Annual General Meeting).
- 6.13.2 Should the individual wish to continue their duties, they may indicate such by attending

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the next meeting of the Board of Directors. The Board of Directors from time to time, may choose to introduce probationary conditions on that individual (for example, if the individual misses one more meeting without submitting a report, they will automatically be dismissed from the position).

- 6.13.3 The Board of Directors shall render a decision of which must be carried by a majority of 75% of those present and eligible to vote. The President shall send notification to the individual indicating that they have been dismissed as an Officer of the Association and that all privileges of being an Officer have been terminated.

Resignation of an Executive Officer

- 6.14 In the event that an Officer cannot fulfil their duties, they must submit a letter of resignation to the President of the Association. The letter shall be presented at the next meeting of the Board of Directors.

Removal of Executive Officers and Directors from Office

- 6.15 Executive Officers and Directors may be suspended or removed from office, in either case, with or without conditions, for any cause which may be deemed reasonable, including any continuing breach of the bylaws and operating policies of the Association or for conduct which jeopardizes the reputation of the Association.
- 6.15.1 Upon receipt of a written request from a Member of the Association, requesting the suspension of an Officer or Director or removal of an Officer or Director from office, a Special Meeting of the Board of Directors shall be called within 10 days. The written request shall include the reasons for request and any background materials relevant. The Officer or Director and the Member registering the request shall be invited to attend the meeting to speak to the request. A quorum for this special meeting shall be 75% of the filled Board positions. They shall render a decision of which must be carried by a majority of 75% of those present and eligible to vote, and notify in writing, the Officer or Director and the Member registering the request.

Appeal Procedure for Executive Officers and Directors

- 6.16 Upon receipt of the request to appeal, the President (unless the President is the Officer appealing, then the vice-president) will form and chair an appeal committee comprised of

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two other Executive Officers and two Association Directors.

6.16.1 The committee will meet in person within 10 days of the appeal being received and shall render a decision within 5 days of the meeting.

6.16.2 The vote must be carried by a majority of 3 of the 4 voting persons on the appeal committee.

6.16.3 The committee will immediately inform the Board of Directors and the appellant of the decision.

6.16.4 A successful appeal shall result in the automatic reinstatement of the Officer or Director.

Resignation/Removal of the President

6.17 In the event the President of the Association cannot fulfil their duties, the Vice-President will take over the presidency with all the powers of that office.

Board Committees

6.18 The Board may appoint committees to advise the Board.

6.18.1 A Board Member chairs each committee created by the Board.

6.18.2 The Chairperson calls committee meetings. Each committee records minutes of its meetings; distributes those minutes to the committee members and to the Chairpersons of all other committee; and provides reports to each Board meeting at the Board's request.

6.18.3 A majority of the committee members present at a meeting is a quorum.

6.18.4 Each member of the committee, including the Chairperson, has one (1) vote at the committee meeting. The Chairperson does not have a casting vote in case of a tie.

Standing Committees

6.19 The Board establishes these standing committees:

a. Executive Committee:

- Consists of the President, Past President, Vice-President, Secretary and Treasurer;
- Is responsible for planning agendas for Board meetings, carrying out emergency and unusual business between Board meetings, reporting to the Board on actions

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taken between Board meetings, and carrying out other duties as assigned by the Board.

- The meetings are called by the President or on the request of any two (2) other Officers. They must request the President in writing to call a meeting and state the business of the meeting.
- All Officers may agree to and sign a resolution. This resolution is as valid as one passed at an Executive Committee meeting. It is not necessary to give notice or to call a meeting of the Executive Committee. The date on the resolution is the date it is passed.
- A meeting of the Executive Committee may be held by a conference call. Officers who participate in this call are considered present for the meeting.
- Irregularities or errors done in good faith do not invalidate acts done by any meeting of the Executive Committee.
- An Officer may waive formal notice of a meeting.
- Carrying out additional duties set out in the operating policies of the Association or assigned by the Board.

b. Appeals Committee:

- Consists of Referee-in-Chief, Vice-President and an appointed Board member.
- Is responsible for dealing with any concerns or disputes in regards to the bylaws or policies shall be directed to this committee who will bring recommendations to the Board
- Carrying out additional duties set out in the operating policies of the Association or assigned by the Board.

c. Tournament Committee:

- Consists of Director of Tournaments, Vice-President, and 1 or 2 volunteer member co-directors. The Committee shall also require 2 representatives from each team as appointed by the Director of Tournaments.
- Is responsible for the organization of Association tournaments.
- Carrying out additional duties set out in the operating policies of the Association or assigned by the Board.

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d. Budget Committee:

- Consists of the Treasurer, the President, and other appointed Board Members to recommend the budget for the Board of Directors.
- Is responsible for recommending budget policies to the Board, investigating and making recommendations to the Board for acquiring funds and property, recommending policies on disbursing and investment funds to the Board, establishing policies for Board and committee expenditures, arranging the annual audit of the books, reporting on the year's activities at the Annual General Meeting,.
- Carrying out additional duties set out in the operating policies of the Association or assigned by the Board.

e. Team Selection and Player Evaluation Committee:

- Consists of the Director of Player Development and two other qualified Board or LRA Members as appointed by the Board.
- Any Team Selection and Player Evaluation Committee member with a conflict of interest in the issue at hand will be temporarily replaced by a Board member that has no conflict of interest in that issue.
- Is responsible for the selection of teams and evaluation of players.
- Carrying out additional duties set out in the operating policies of the Association or assigned by the Board.

f. Promotions Committee:

- Consists of the Director of Promotions and a minimum of 2 other members.
- Is responsible for recommending promotions to the Board.
- Carrying out additional duties set out in the operating policies of the Association or assigned by the Board.

g. Nomination Committee:

- Consists of the immediate Past President, who chairs the committee, and two (2) other Members appointed by the Board.
- Is responsible for preparing a slate of nominees of the President's position, preparing a slate of nominees for each vacant Director position, orienting new

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board members, and presenting its recommendations to the Annual General Meeting.

6.19.1 All members of standing committees shall be approved by the Board of Directors by majority vote.

6.19.2 Standing committees have no authority other than to make recommendations to the Board of Directors for approval.

6.19.3 Further details of the composition and responsibilities of each committee shall be set out in the operating policies of the Association.

ARTICLE 7 – FINANCE AND OTHER MANAGEMENT MATTERS

Registered Office

7.1 The Registered Office of the Lethbridge Ringette Association is located in Lethbridge, Alberta.

Society Seal

7.2 The Association has not adopted a seal.

Signing Officers

7.3 The signing officers of the Association shall be any 2 of the President, Secretary, or Treasurer. All disbursements shall be made by cheque and all cheques shall require 2 signatures.

Financial Records

7.4 All financial records, banking documents and accounting data shall be filed and kept at the place of business of the Association. The Treasurer shall be responsible to make certain that the accounting records and actions are accurate.

7.4.1 The books, accounts, and records of the Treasurer shall be audited at least once year by a duly qualified accountant or two board members of the LRA, appointed for that purpose. The auditor(s) at the Annual General Meeting shall submit a complete and proper statement of the standings of the books for the previous year.

Sponsorship and Fundraising

7.5 All sponsorship money and donations made shall be made payable to the LRA and it will be up to the Board of Directors to distribute money according to the sponsors' wishes and

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the needs of the LRA and its teams.

- 7.5.1 All funds raised by a specific team for their own need stay with that team to be spent during the playing year.

Meeting Minutes

- 7.6 The minutes of the Association meetings shall be recorded, printed and distributed by the Secretary or their delegate.
- 7.6.1 A meeting minute book shall be maintained as the official record of the Association meetings and proceedings.
- 7.6.2 The minute book and files of all Association correspondence and contracts shall be kept at the place of business of the Association and shall be maintained by the Secretary or their delegate.
- 7.6.3 The Secretary shall also be responsible for the minutes of the Director meetings.

Inspection

- 7.7 The Board of Directors shall allow any Full Member of the Association to inspect the books, records and accounts of the Association, within two weeks of the Member submitting a written request to the President.
- 7.7.1 The inspection of the aforementioned documents shall take place in the presence of the President, the Vice President, the Secretary or the Treasurer at the place of business of the Association.

Sealed Correspondence

- 7.8 The Board of Directors may elect to withhold or seal from the general membership, documentation which could result in legal action being brought against the Association. For example, but not limited to, material regarding complaints of harassment or inappropriate conduct, whether the individual is found to be guilty or innocent of such actions.

Borrowing Power

- 7.9 For purposes of carrying out the Association objectives, the Board of Directors, by way of

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a Director resolution, may cause the Association to raise or secure payment of money in any manner they think fit, except that in no case shall debentures be issued without sanction of a special resolution.

Remuneration

7.10 Unless notice has been given and the same is authorized at the Annual General Meeting no Member, Director or Officer of the Association receives any payment for his services as a Member, Director or Officer.

7.10.1 Reasonable expenses incurred while carrying out duties of the Association may be reimbursed upon Board approval.

ARTICLE 8 – AMENDING THE BYLAWS

8.1 Subject to the Act, the Bylaws of the Association shall not be altered, amended, added to or rescinded except by Special Resolution.

8.1.1 The amended bylaws take effect after approval of the Special Resolution at the Annual General Meeting or Special Meeting and accepted by the Corporate Registry of Alberta.

ARTICLE 9 – DISTRIBUTING ASSETS AND DISSOLUTION

9.1 The Association does not pay any dividends or distribute its property among its Members.

9.1.1 If the Lethbridge Ringette Association is dissolved, its property and assets and monies derived from gaming that remain after paying debts and liabilities shall be given to another non-profit organization having like or reasonably similar objects to those of the Association.

9.1.2 Members are to select the organization to receive the assets by special resolution. In no event do any Members receive any assets of the Association.