

## **BYLAWS**

Whereas, the name of the Society shall be the Maple Leaf Athletic Club of Edmonton (the “Society”). This document is the general bylaws of the Maple Leaf Athletic Club of Edmonton. These bylaws regulate the transaction of business and affairs of the Maple Leaf Athletic Club of Edmonton.

### **DEFINITIONS**

1. “Act” means the *Societies Act*, R.S.A. 2021, c. S-14, as amended;
2. “Society” means the Maple Leaf Athletic Club of Edmonton;
3. “Executive” means the Executive of the Maple Leaf Athletic Club of Edmonton;
4. “Member” means a Regular Member, Associate Member, Honorary Member, Life Member and Honorary Life Member;
5. “Voting-Member” means an Executive Member, Approved Regular Member and Life Member.

### **MEMBERSHIP**

6. The Society shall consist of five types of members:
  - a. Regular Member;
  - b. Associate Member;
  - c. Honorary Member;
  - d. Life Member; and
  - e. Honorary Life Member.
7. Regular Member: Every application to be a Regular Member shall be made in writing on a membership application form properly completed and signed by the applicant with the

appropriate application fee attached. Every application shall be submitted by the Secretary to the Executive, which shall accept or reject such applicant at a meeting of the Executive. Upon acceptance by the Executive, the candidate shall become a Regular Member of the Society and be entitled to all the rights and privileges of a Regular Member. The Secretary shall inform each applicant in writing of the decision of the Executive. Regular Members in good standing are eligible to vote at the Annual General Meetings. A Regular Member shall be in good standing upon payment of their annual membership fees when due. The rights and privileges of a Regular Member include:

- a. attendance at any General Meetings and Annual General Meetings of the Society;
  - b. voting at any Annual General Meetings of the Society;
  - c. serve on the Executive of the Society subject to nomination by the Nominating Committee; and
8. Associate Members: The parent(s) or legal guardian(s) of a player registered on one of the Society's hockey teams shall be an Associate Member. An Associate Member is entitled to all the rights of a Regular Member **except the right to vote at General Meetings and Annual General Meetings or elected to the Executive of the Society**. An Associate Member may apply to be a Regular Member of the Society provided he or she follows the required procedures.
9. Honorary Members: The Executive may, at any Executive meeting appoint an individual to be an Honorary Member of the Society. An Honorary Member is entitled to all the rights and privileges of a Regular Member **except the right to vote at General Meetings and Annual General Meetings or elected to the Executive of the Society**.
10. Life Member: The Executive shall appoint any Regular Member serving 20 years of continuous service to the Society to be a Life Member, provided that the said Regular Member has remained in good standing by having paid his or her annual membership fees in full for each and every consecutive year during that 20 year period. Upon being appointed a Life Member, no further membership fees are to be charged to that Member. A Life Member shall retain all the rights and privileges of a Regular Member.
11. Honorary Life Member: Honorary Life Membership may be conferred upon any individual, who has made continuous outstanding contributions to the Maple Leaf Athletic Club of Edmonton, determined by the Executive, to including privileges of an Associate Member.

12. All Members of the Society shall be subject to and adhere to the Society's policies and procedures as may be amended from time to time.
13. Any Member in good standing may withdraw from the Society by Letter of Resignation to the Executive, through the Secretary.
14. The Executive shall have the power to expel any Member for conduct detrimental to the aims and objects of the Society, including these By-Laws. The Executive shall vote, with two-thirds majority being required for the expulsion of the Member in question. The decision of the Executive shall be final.

### **DIRECTORS AND OFFICERS**

15. The Society shall be managed by the elected Executive, which shall consist of the following officers and directors:
  - a. President
  - b. 1<sup>st</sup> Vice-President
  - c. Secretary
  - d. Treasurer
  - e. Projects Chairperson
  - f. General Manager
  - g. Social Director
  - h. Registrar
  - i. Ice Allocator
  - j. Club Historian
  - k. Liaison Officer
  - l. Apparel Coordinator
  - m. Social Media Coordinator

16. Terms of Office:

- a. Terms of office will be three (3) years duration. Nominees for the position of President, must either come from the Executive in the current year of the election or have completed a minimum of a four (4) year consecutive term as a member of the Executive.
  - b. Elections for President, 1<sup>st</sup> Vice-President, 2<sup>nd</sup>, Social Director, Ice Allocator, Liaison Officer(s), Secretary, Projects Chairperson, Apparel Coordinator and Club Historian shall be held when the three (3) year term of the current Executive has expired or if the position become vacant.
  - c. Executive Members will/shall be removed from office by the following:
    - Loss of election
    - Resignation
    - Clause 17
17. Any Executive who is absent without cause from four consecutive Executive Meetings shall vacate his/her position.
18. The Executive may fill any vacancies, by appointing an individual for the remainder of the year. The incumbent may put their name forward at the next AGM to be voted on for the next term.
19. The Executive may make provisions for remunerations of any officer or director as it may direct from time to time.

**PRESIDENT**

20. The President shall preside at all meetings of the Executive and the Society, and generally perform the duties usual to the office of the President, and may instruct the Secretary to call a meeting of the Society, the Executive or any Committee, at his/her discretion.. In the President's absence, the 1<sup>st</sup> Vice-President shall chair at any such meetings.
21. No individual may hold the position of President of the Society who holds an elected or appointed office with any other group or association similar to or in conflict with the Society.

### **1<sup>st</sup> VICE-PRESIDENT**

22. In the absence of the President, the 1<sup>st</sup> Vice-President shall have all the powers and perform all the duties of the President. He/she will also assist the Club Liaison on behalf of the Society with the North East Zone Sports Council, SEERA, Millwoods Hockey and all other zones within the Society's boundaries and will attend their monthly meetings when called upon to do so.

### **SECRETARY**

23. It shall be the duty of the Secretary, to keep the minutes and records of the Executive and Annual General Meetings. To conduct all official correspondence, to issue notices of meetings (AGM notification shall receive notice, via email, posting on the website, notices posted in the clubhouse, 30 days prior to the Annual General Meeting); to keep a complete record of all events held under the auspices of the Society and to perform all other such duties as may be prescribed by the By-Laws or delegated to him/her by the Executive. He/she shall have charge of the seal of the Society, the use of which shall be authenticated by the signature of any two (2) members of the Executive. In case of his/her absence, the duties of the Secretary shall be discharged by a member of the Executive as may be appointed by the Executive.

### **TREASURER**

24. The Treasurer shall receive all money paid to the Society and shall be responsible for the deposit of that money in such bank account as the Executive may order. The Treasurer shall properly account for all the funds of the Society and keep such books as may be directed. The Treasurer shall prepare an annual operating budget for the Society. The Treasurer shall present a full detailed account of the receipts and disbursements of the Society to the Executive whenever requested and shall present the audited and/or reviewed financial statements as prepared by the Society-appointed auditor for approval by the Executive. The Treasurer shall also present the audited and or reviewed financial statements at the Annual General Meeting of the Society. He/she must submit a copy of the audited and or reviewed financial statements, certified by the auditor/reviewer to the Attorney General's Department each year.

### **GENERAL MANAGER**

25. The General Manager shall be responsible for all hockey programs. He/she shall nominate, and then in consultation with the Hockey Committee, appoint League Directors, Coaches, mentorship programs, trainers as may be deemed necessary. He/she

may also suspend or reprimand any of the foregoing persons for unsportsmanlike conduct detrimental to the Society as per the Society's Code of Conduct. When called upon, he/she will attend meetings on behalf of the Society in relation to all hockey matters.

### **PROJECTS CHAIRPERSON**

26. He/she shall be responsible for the organization of all special features for raising funds, subject to the approval of the Executive. He/she shall have full power to form committees for the members to ensure the successful operation of such activities. He/she must account for all monies received and paid out, directly to the Executive of the Society. He/she shall report all fundraising activities to AGLC when called upon to do so.

### **REGISTRAR**

27. The Registrar shall be responsible for the registration of all teams and players of the Society into the various categories and leagues and maintain records of all registrations. He/she shall act on behalf of the Society at all meetings pertaining to registration.

### **SOCIAL DIRECTOR**

28. The Social Director shall be responsible for the organization and operation of social activities sponsored by the Society for such term of office. All or any such activities shall be subject of the approval of the Executive. He/she shall have full power to form committees on behalf of the Society concerning socials. He/she must account for all monies received and paid out, directly to the Executive of the Society

### **ICE ALLOCATOR**

29. The Ice Allocator shall be responsible for obtaining ice contracts from private agencies, City of Edmonton and other local municipalities who rent ice. He/she is responsible for the fair and equitable distribution of all contract and EMHA ice in coordination with the General Manager.

### **CLUB HISTORIAN**

30. The Club Historian is responsible for obtaining and restoring historical items that pertain to the Maple Leaf Athletic Club of Edmonton.

### **LIAISON OFFICER(S)**

31. The Liaison Officer(s) will act as an intermediary between the Maple Leaf Athletic Club of Edmonton and its boundary clubs. Attend any boundary club meetings and ensure that all information pertaining to upcoming Maple Leaf Athletic Club of Edmonton registrations and other activities are conveyed to such boundary clubs.

### **APPAREL COORDINATOR**

32. The Apparel Coordinator shall be responsible for submitting a proposed budget to the President and Treasurer for approval. This individual is also responsible for issuing all required team equipment/apparel and retrieval of it as the end of the season

### **SOCIAL MEDIA COORDINATOR**

33. The Social Media Coordinator shall be responsible for all social media and webpages associated with the Society.

### **POWERS OF OFFICERS AND DIRECTORS**

34. The Executive shall have full control and management of the business and affairs of the Society, subject to and as provided by these By-Laws and to any direction given to the Executive by a majority vote of the Society at any meeting thereof properly called and constituted.
35. Meetings of the Executive shall be held as often as the business of the Society shall require, and at least once every two months, and shall be called by the President. Meetings of the Executive shall be called on at least two days notice in writing to each officer and director, provided, however, that should any emergency situation arise, a two hour notice by telephone call or email shall be deemed to be sufficient notice of the Executive meeting. Any five members of the Executive present shall constitute a quorum.
36. The Executive shall have full control and management of the real property of the Society, including the sale or disposal.
37. The Society may borrow or raise funds to meet its objectives and operations. The Executive decides the amounts and ways to raise money.

### **NOMINATIONS FOR ELECTION OF OFFICERS AND DIRECTORS**

38. The Executive of the Society shall appoint a Nominating Committee whose duty shall be to solicit a slate of candidates for election as officers and/or directors at the Annual General Meeting. This Nominating Committee shall be comprised of the current President and at least one other member of the Executive of the Society.
39. All terms of office will be three years duration. To be eligible to be nominated for the office of President, 1<sup>st</sup> Vice-President of the Society, the individual must have served as an elected officer or director of the Society for at least two year prior to the election that they would like to run.
40. Elections for President, 1<sup>st</sup> Vice-President, Social Director, Ice Allocator, Liaison Officer(s), Secretary, Projects Chairperson, Apparel Coordinator and Club Historian shall be held when the three year term of the current Executive has expired or the position becomes vacant.
41. No later than the 30 days prior to the Annual General Meeting, the Nominating Committee will post a list of candidates for election as officers and/or directors in the Arena for public viewing. The Voting Members of the Society will be notified in writing no later than 30

days prior to the Annual General Meeting of candidates for officers and/or directors of the Society.

## **DIRECTORS OR COMMITTEES**

42. The Executive of the Society may appoint committees from time to time for any special purpose, subject always to the objectives of the Society and may delegate authority to any such committee, provided that any such committee shall be subject to the regulation and control of the Executive.
43. For a term of one (1) year, commencing September 1st, the Discipline Committee shall have the authority by a two-third majority vote and after a complete review of the incident to remove any player and/or parent from a team within the Maple Leaf Athletic Club of Edmonton for any behavior that is deemed unbecoming and detrimental to the Maple Leaf Athletic Club of Edmonton and its members
44. A Director or Committee will/shall be removed from their duties by the following:
  - Resignation
  - Clause 17



## **BOARD OF TRUSTESS**

45. The Executive of the Society shall appoint six members to the Board of Trustees. The six members shall be selected from Life Members or Honorary Life Members, in good standing of the Society. The board members shall be appointed for a minimum of 1 year.
46. The Chairperson, appointed by the Society, will request in written notice annually, by February 15<sup>th</sup>, the intent of each board member for the maintenance of his/her position to the President of the Society. Each member shall advise, in writing, his/her intention by March 1<sup>st</sup>. Application for new members must be received in writing by April 30<sup>th</sup>.
47. The Executive of the Society shall announce the Board of Trustees at the Annual General Meeting.
48. At least once a year the President of the Society will meet with the Board of Trustees and provide an update on the activities of the Society.
49. Upon resignation or death of two Board of Trustee members, the Executive of the Society may fill the vacancies with a Life Member by immediate appointment or temporary appointment for the duration of those board members.

## **DISSOLUTION**

50. In the event that the Maple Leaf Athletic Club of Edmonton have reason to dissolve their assets, then any gaming proceeds remaining will be donated to another charitable or religious organization or transferred to a municipality as per the AGLC Charitable Gaming Policy Eligibility criteria. The Board of Trustees will, in consultation with the Executive of the Society ensure that these activities are carried out as per the AB Society Act.

## **MEETINGS**

51. An Annual General Meeting of the Society shall be held no later than 90 days after the end of the calendar year as the Executive may decide from time to time.
52. General Meetings of the Society shall be held semi-annually on such dates as may be set by the Executive.
53. Special Meetings may be called by the President or Secretary upon receipt by either of them of a written request signed by one-third of the Voting Members in good standing, setting forth the reasons for calling such special meeting.
54. Notice of the Annual General Meeting or Special Meeting shall be given to each Voting Member in good standing in writing at least 30 days before such meetings. Notice of each Annual General Meeting shall be posted on the Society's webpage.
55. Ten Voting Members in good standing shall form a quorum at the Annual General Meeting.
56. A meeting of the Executive may be held by conference call. Any Executive who participates in the conference call are to be considered present at the meeting.
57. At the Executive meetings of the Society a quorum shall consist of not less than eight voting members of the Executive members.

## **VOTING**

58. Based on eligibility criteria, an Executive Member, Regular Member, and Life Member in good standing shall have the right to vote at the Annual General Meeting. All votes must be made in person. Proxies will not be recognized.

## **BORROWING POWERS**

59. The borrowing powers of the Society may be exercised by the members of the Executive.

## **BY-LAWS**

60. Any member in good standing may in writing, to the President and Secretary put forth a motion to recommend changes to the current By-Laws. All motions will be reviewed and considered by the Executive Members of the Society and will be voted on by the Executive Members to determine if the motion will be added as an agenda item at the Annual General Meeting. It is the responsibility of the Executive Members of the Society to determine if the motion is relevant to the best interest of the Maple Leaf Athletic Club of Edmonton.
61. Approval of the amendments or additions to these By-Laws shall require at least half of the majority of Voting Members in attendance at this meeting.
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63. Any notices referred to in these By-Laws as given in writing to Voting Members shall be sent by electronic mail to the last known address for the Voting Member as maintained by the Secretary and shall be deemed to have been received upon transmission.

## **FINANCIAL**

64. The Executive shall cause true account to be kept of all sums of money received and expended by the Society and of all assets purchased by the Society and the disposition of it
65. The fiscal year end of the Society is April 30th shall be the date known as the “year end” and shall be the date set by the Executive from time to time. There will be a review/audit of the Society’s books at least once a year.

66. An auditor/reviewer for the financial records and accounts of the Society shall be appointed at the Annual General meeting and a review of the annual financial reports provided by the auditor/reviewer shall be submitted at the Annual General Meeting.
67. The books and records of the Society shall be made available for review by any Member of the Society at the Annual General Meeting or at any time upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of the same. Each member of the Executive shall have access to the books and records of the Society.
68. The following positions shall receive payment for his/her services to the Society and its members.
  - General Manager
  - Registrar
  - Treasurer
  - Hockey Director
69. All capital expenditures of \$6,000 or greater requires approval by the President and 1st Vice-President in consultation with the Society Treasurer. No single person has the authority to spend or commit to spending more than the \$6,000

## **GENERAL**

70. All personnel of all teams sponsored by the Society and all participants in individual competition under the sponsorship of the Society shall play and compete at their own risk. The Society does not assume responsibility or liability for any accident or injury sustained by the players and competitors while playing in any game or competing in any competition under the Society's jurisdiction or in any camp, practice or tryout in connection therewith

