

MOOSE JAW MINOR HOCKEY INC
Registered under the Non-Profit Corporation Act of Saskatchewan

Constitution

The Constitution relating generally to the conduct of the affairs of the Moose Jaw Minor Hockey Association Inc.

IT IS HEREBY ENACTED as a Constitution of "Moose Jaw Minor Hockey Association Inc."

Article 1: NAME

This organization shall be known as the "Moose Jaw Minor Hockey Association Inc." (called the "Association" or "MJMHA").

Article 2: DEFINITIONS

In this Constitution of the Association, unless specifically defined herein or the context otherwise specifies or requires, all terms which are defined in the Act should have the meaning given to such term in the Act, and in particular:

1. "Act" means The Non-Profit Corporations Act 1995, S.S. 1995 c. N-4.2, as from time to time amended, and every statute that may be substituted therefore and, in the case of such amendment or substitution, any reference in the Bylaws shall be read as referring to the amended or substituted provisions thereof;
2. "Articles" means the articles of the Association from time to time in force and effect;
3. "Board" means the board of directors for the Association.;
4. "Officers" means those persons elected from the membership and from time to time appointed by the Board as officers of the Association; and
5. "SHA" means the Saskatchewan Hockey Association
6. "Member in good standing" is a member who has paid all Association dues by Oct 1st, and is not suspended or on probation.

ARTICLE 3: OBJECTIVES

The objectives of the Association shall be:

1. To foster, improve and perpetuate the game of hockey for the Association's members;
2. To maintain and increase interest in the game of hockey;
3. To have and exercise general care, supervision and direction over the playing and development interest of players, coaches, officials, and teams to promote fair and equitable competition;
4. To operate the Association according to the guidelines of the Saskatchewan Hockey Association and Hockey Canada; and
5. To foster player skill development at all levels of hockey within the Association.

ARTICLE 4: MEMBERSHIP

4.1 Classes Of Membership

The membership in the Association will consist of the following 4 classes:

1. Hockey Players and their Legal Guardians. The registration fee of a player registered in the Association shall include membership fees of parents or guardians.
2. Team Officials appointed by the Board of Directors.
3. Board of Directors
4. The Board of Directors may grant membership to any individual upon request.

4. 2 Term Of Membership

Membership in the Association begins September 1 of each year with paid in full membership fees and expires April 30 of the following year. The exception to this, is that membership in the Board of Directors continues until the Board member's term in office as outlined in Article 6.6.2. Additionally, should unforeseen events cause the delay of the AGM, membership shall continue until the AGM has been completed.

4. 3 Termination Of Membership

A person shall cease to be a member of the Association during the membership term

1. By delivering his or her resignation in writing to the President of the Association, or
2. On his or her death, or
3. A member may, at the discretion of the Board of Directors, cease to be a member of the Association upon notification from the Board of Directors for conduct deemed to be improper, unbecoming or likely to endanger reputation of the Association, is deemed to be contrary to the best interest of the Association, or who willfully commits a breach of the Constitution or Policies of the Association.

ARTICLE 5: EXECUTION OF CONTRACTS

Contracts, documents or instruments in writing requiring execution by the Association shall be signed by any two of the Executive as outlined in Article 6.1. Subject to such limitation, the Board is authorized to appoint from time to time, by unanimous resolution, any officer or officers or any other person or persons on behalf of the Association either to sign contracts, documents or instruments in writing generally or to sign specific contracts, documents or instruments in writing. All contracts, documents or instruments in writing so signed shall be binding upon the Association without any further authorization or formalities.

ARTICLE 6: BOARD OF DIRECTORS MEMBERSHIP

6.1 Composition Of The Board Of Directors

The governance of the business affairs of the Association shall be carried out by the Board of Directors. The Board shall consist of not less than five, and not more than 15 directors, all of whom shall be members in good standing of the Association. The Board of Directors shall be elected at the Annual General Meeting of the Association, or may appointed by the existing Board of Directors to fill a vacated or unfilled position until the next AGM, at which time the position will be filled by election.

The Board of Directors shall consist of the Executive:

- (1) President
- (2) Vice President
- (3) Secretary
- (4) Treasurer
- (5) One (1) Director, voted in at the first regular meeting of the Board of Directors.

And a Maximum of eleven Directors that may include, but is not limited to:

- (1) Tier
- (2) Female
- (3) U18/U15 Director
- (4) U13 Director
- (5) U11 Director
- (6) U9 Director
- (7) U7 Director
- (8) Tournament Director
- (9) Coach/Player Development Director
- (10) Equipment Director
- (11) Referee in Chief

6. 2 Powers And Duties Of The Board Of Directors

The Board of Directors shall have the power to administer all the affairs of the Association, to conduct its business and to authorize all expenditures, and without limiting the generality of the foregoing shall have the powers:

1. to fill any vacancies that may happen, pending the next AGM;
2. to appoint all coaches and approve all team officials for every team within the Association;
3. to conduct skills camps and evaluation competitions as it sees fit;
4. to register all teams and players;
5. to hear and rule on appeals;
6. to suspend any team, player, parent/guardian, game official, or team official for violation of any of the provisions in the Rules and Regulations, constitution, and policies, and the lifting of any such suspension to any team, player, team official or game official;
7. to determine all questions arising from situations which are not otherwise specifically provided for;
8. to appoint committees as may be required to carry on the business of the Association;
9. to prescribe, consistent with these Articles, the powers and duties of all persons set forth in Article 6.1;
10. to oversee the management of the financial affairs of the organization;
11. to oversee any employees of the organization if applicable. This includes interviewing and hiring process, supervision, processing employee vacation and leave requests, managing employee relations, evaluations, wage reviews and other topics related to organization staff
12. to pass all Policies as required for the administration of the Association; and
13. to have the right to by a three-quarter (75%) vote of the Board of Directors, remove forthwith from office any member of the Board who has been remiss or neglectful of duty, or displayed conduct that impairs his or her usefulness as a member of the Board. In addition, any member of the Board who has missed three (3) consecutive meetings without just explanation to the President may also be subject to removal from his or her position under this point.
14. All reference to game officials apply only when the Referee in Chief position is filled.

6. 3 Officers Of The Executive

6.3.1 President

The President shall, subject to the authority of the Board, have general supervision of the business of the Association and shall have such other powers and duties as the Board may specify.

Additionally, the President shall:

1. Call regular meetings of the Board of Directors
2. Preside over all meetings of the Association;
3. Prepare and present the agenda for each meeting;
4. Sit on all committees as an ex-officio voting member;
5. Act as a mediator in disputes regarding parties within the Association;
6. Sign documentation and notify suspended teams, players, officials, and anyone else involved with a Association team;
7. Act in concert with the Board of Directors and on behalf of the association when dealing with outside agencies, the Saskatchewan Hockey Association, other leagues, and the news media;
8. Call meetings of the Executive, as required, to deal with emergency problems of the Association, provided that minutes of all such meetings shall be presented at the next meeting of the Board of Directors;

The President shall not vote unless the vote is tied, in which case the President can choose to vote or abstain.

6.3.2 Vice President

The Vice President shall:

1. Assume the duties of the President in his or her absence;
2. Oversee the Director positions and ensure that they undertake all of their duties;
3. Review all League game sheets
4. Conduct annual review of Association Constitution and Policy

6.3.3 Secretary

The Secretary shall attend and be the Secretary of all meetings of the Board and shall enter or cause to be entered in records kept for that purpose minutes of all proceedings thereat. The Secretary shall give or cause to be given, as and when instructed, all notices to members, directors, officers, auditors and members of committees of the Board and shall have such other powers and duties as the Board may specify.

Additionally, the Secretary shall:

1. Keep accurate written record of the proceedings of the Association and present the minutes for all Board of Director and Annual general meetings as requested and required;
2. Perform other administrative duties as may be required by the Board of Directors; and
3. Notify the Board of Directors of the time and location of all meetings

6.3.4 Treasurer

The Treasurer shall keep proper accounting records in compliance with the Act and shall be responsible for the deposit of money, the safekeeping of securities and the disbursement of the funds of the Association. The Treasurer shall render to Board whenever required an account of all transactions and of the financial position of the Association. The Treasurer shall have such other powers and duties as the Board may specify. The Treasurer shall be required to be bonded for the faithful performance of his or her duties as the Board in its uncontrolled discretion may require. No director, however, shall be liable for the failure of any bond, nor for the insufficiency of any bond or for any loss by reason of the failure of the Association to receive any indemnity thereby provided.

Additionally, the Treasurer shall:

1. Keep an accurate record of all monies received and disbursed;
2. Keep proper books of accounts and make them available to the Board on request;
3. Submit a year-end financial report at the Annual General Meeting;
4. Have the Association's books examined or audited annually;
5. Provide a monthly account of the current financial position of the Association in relation to its budget at each Board meeting;
6. Ensure appropriate documentation is provided to legal counsel to complete Annual return to Corporations Branch;
7. Arrange, with Board approval, for the investment and safekeeping of MJMHA funds;
8. Shall have such other powers and duties as the Board may specify.
9. Prepare for the consideration and approval of the Board an operating budget for the upcoming fiscal year by May 1 of each year;
10. Have prior experience in management of business financials including budgeting, risk management, forecasting cash flow positions and financial controls.

6. 4 Duties Of Other Directors

All other members of the board of directors shall:

1. Attend board meetings with prepared interim reports
2. Submit report for the annual general meeting
3. Other duties as delegated by the board of directors

6. 5 Nominations And Elections

6. 5.1 Board of Directors Eligibility

In order to be eligible to become a member of the Board of Directors of the Association, one has to be a current member of the Association and at least 18 yrs of age. In addition, no member shall be eligible to become a member of the Board of Directors unless he/she is in good standing in the Association.

6.5.2 Nominations

1. A call for nominations shall be posted on the association website and emailed to members 30 days before the AGM.
2. The Board shall discuss member recruitment at the February and March meetings. The goal of these discussion shall be to find suitable members to approach for nomination.
3. Members interested in putting their name forward for a Board position must submit their application via online submission on the MJMHA website or in person at the MJMHA office.

4. Elections for positions shall follow the numbered order as reflected in Article 6.1
5. Nominations will be allowed from the floor at the Annual General Meeting.

6.5.3 Nominations for President & Vice-President

Nominations for President and Vice-President will not be accepted unless the nominee is a serving member of the outgoing board of directors or the person held a board position in the last 2 years. If the criteria cannot be met, written applications/nominations will be accepted up until the next Board of Directors meeting which must be held prior to the Annual general Meeting. At that time, those applications/nominations will be reviewed and will then need to have a nomination put forth by a current Board member in good standing for this name to be put forward to a vote.

6.5.4 Acclamations

In the event that there is only one (1) person nominated for a position they will be elected by acclamation.

6.5.6 Multiple Nominations for Board of Director Positions

In the event that two (2) people are nominated for the same position, a secret ballot vote will take place and the person with the most votes shall be entitled to serve on the Board of Directors. In the event that three (3) or more people are in contention for the same position, a preliminary secret ballot will take place. Should one person receive more than 50% of the votes they shall be entitled to the position, otherwise, the two (2) people with the highest votes will proceed to the voting procedures for two (2) people as outlined above. Each person running for the same position may appoint one (1) member to count the votes. A motion from the floor, seconded and carried, is required to destroy the ballots.

6.6 – Directors Miscellaneous

6.6.1 Removal by Members

The members of the Association entitled to vote may, by a resolution passed by at least 2/3 majority of the regular voting members present at a special meeting, remove any director from office.

6.6.2 Term

Directors shall hold office for the following terms:

1. The President, Vice President, shall serve terms of two (2) years and the election of President shall be on even years and the Vice President shall be on odd years;
2. Treasurer and Secretary shall serve terms of two (2) years, and the election of Secretary shall be on even years and Treasurer shall be on odd years;
3. All other Directors shall serve 1 year terms;
4. Should the President be unable to complete his or her term, his or her position shall be filled by a by-election held at a Special Meeting for the remainder of the term. Should quorum not be met at the Special Meeting, the Board of Directors may appoint a replacement by a majority vote of the directors at any meeting of the directors in which quorum is met;
5. Should the President be appointed, this appointment lasts only until the AGM at which point the position shall be up for election for any remainder of the term.
6. Should any other director fail to complete his or her term, the Board may, at any Board meeting in which quorum is present, appoint a replacement for the departing director until the next AGM at which point the position shall be filled by election.

7. Failure to complete term will result in becoming a member not in good standing for the remainder of the term and the following two (2) years.

6.6.3 Conflict of Interest

A director shall disclose his or her interest in any material contract or proposed material contract with the Association.

6.6.4 Requirements

1. Board member must submit a criminal record check to the MJMHA office before the new season starts September 1st.
2. Board members must sign a confidentiality agreement at their first meeting of the board of directors
3. The President, Vice-President, and Referee in Chief may not be a Head Coach for any team.
4. Division Directors may not be a head coach in their own division unless they are able to demonstrate a need and must receive board approval prior to being assigned a team.

6.6.5 Agents and Employees

The Board may appoint such agents and engage such employees as it shall deem necessary from time to time and such person shall have such authority and shall perform such duties as shall be prescribed by the Board at the time of such appointment. The remuneration of all agents and employees shall be fixed by the Board by ordinary Resolution

6.6.6 Expenditures

The Board shall have the power to make expenditures for the purpose of furthering the objects of the Association.

6.6.7 Grants

The Board shall take such steps as they may deem requisite to enable the Association to acquire, accept, solicit or receive grants and donations of any kind whatsoever for the purpose of furthering the objects of the Association.

ARTICLE 7: MEETING OF THE MEMBERS OF THE ASSOCIATION

7.1 Location

Meetings of members of the Association shall be held in the City of Moose Jaw, in the Province of Saskatchewan as the Board of Directors may from time to time determine.

7.2 Calling of Special General Meetings

1. A special general meeting of MJMHA may be called by the majority vote of the Board of Directors, or when petitioned to do so in writing by at least 50 members. The board must meet within 96 hours of receiving notice of petition to set the date of the special general meeting
2. Notice of the Special General Membership meetings must be place on the Association website at least twenty one (21), and no more than forty five (45) calendar days prior to the date of the meeting.

7.3 Annual General Meetings

The Annual General Meeting of the Association shall be held on or before April 30th of each year. The date of this meeting will be determined by the Board of Directors with at least 30 days and not more than 60 days notice given to the general membership by posting on the association Web Site.

7.4 Special Committee Meetings

Special Committee Meetings shall be held at the discretion of the specific committee chair.

7.5 Team Meetings

Each Division Director shall call meetings of their appointed Team Officials during each hockey season. Teams may request the presence of a board member at any team meeting.

7.6 Documentation at Annual General Meeting

Subject to the Act, the Board of Directors shall place before the members at every Annual General Meeting:

1. financial statements as prescribed by the Act; and
2. the report of the auditor, if any.
3. written reports from each Board Member
4. The directors shall additionally publish prior to the annual meeting a notice that the above documents are available at the registered office of the Association to be examined during the usual business hours of the Association by any person and that person may make extracts there from free of charge.

7.7 Quorum

Quorum for annual and special meetings of the membership of the Association will consist of 35 members in good standing.

7.8 Adjournment

The Chairman of the meeting may, with the consent of the meeting, adjourn any meeting of the members from time to time to a fixed time and place, and provided such adjournment is for less than 30 days, no notice of the time and place for the holding of the adjourned meeting need be given to the members other than by announcement at the earliest meeting that is adjourned.

7.9 Right to Vote

At any meeting of the members, every representative shall be entitled to vote at the meeting who at the time is a member entered in the register of members as the holder of a membership interest carrying the right to vote at such meeting and is a member in good standing. No votes by proxy will be allowed at any meeting of the general membership of the Association.

7.10 Votes to Govern

At any meeting of the members, unless a special resolution or some other special majority is required by the Act or the Articles, all questions shall be decided by the majority of votes cast on the question. In the case of an equality of votes, either upon a show of hands or upon a poll, the Chair shall cast the deciding vote.

7.11 Voting

Unless a ballot is demanded, voting at a meeting of the members shall be by way of show of hands.

7.12 Presiding Officers

The Chair of any meeting of the members shall be the President. The President may appoint a person, who need not be a member, to act as Chairperson of the meeting.

7.13 Rules of Order

All meetings of the membership of the Association will be governed by the rules as laid out in Appendix A.

7.14 Disaster Planning

In the unforeseen circumstances or where the President deems it necessary under the circumstances, the President may, subject to the approval of the majority of the executive, call any Association meeting, including the Annual General Meeting, to take place by telephone, videoconference or other virtual means as a substitute for an in-person meeting. Any such virtual meeting shall have the same force and effect as an in-person meeting, and may include any Association functions and decision-making as an in-person meeting, including motions, deliberations, and voting on all matter affecting the Association, including elections.

ARTICLE 8: MEETING OF THE BOARD OF DIRECTORS

8.1 Quorum

No business shall be transacted at any meeting unless a quorum is present. A quorum for a meeting of the Board of Directors shall consist of at least 1/2 of the Board Membership. When determining whether a quorum is present, the President shall be included as a member constituting a quorum (Note - when determining this number, any ratio of .1 or higher will always be rounded up. For example, 7.1 would be 8).

8.2 Voting

The Chair of any meeting will not have a second or casting vote. Questions arising at any Board meeting shall be determined by a majority of votes of the directors present and, in the case of an equality of votes, the Chair of the meeting shall cast the deciding vote. There will be no voting by Proxy allowed. Voting can take place by email vote. A motion is made by email, a second is then made by email. The President then calls for a time period for questions, comments and discussions and then when voting is to occur. Votes are either a yes, no or abstain. Quorum is determined by a 50% + 1 majority of the responses received by the end of the voting deadline. The votes are sent in by email through a reply all and recorded by the Secretary. The Secretary or President then communicates the results of the vote. The Secretary then records the vote in the minutes of the next board meeting.

8.3 Presiding Officers

The Chair of any meeting of the Board shall be the President, or in his or her absence, the Vice-President, or if both are absent, one of the other directors. The Secretary of the meeting shall be the Secretary of the Association or, in his or her absence, the President may appoint a person, who need not be a member, to act as Secretary of the meeting.

8.4 Meeting by Conference Telephone

The Board of Directors may participate in meetings by means of conference telephone or similar communications equipment, whereby all directors participating in the meeting can hear each other at the same time, and participating in any such meeting shall constitute presence in person by such director at such meeting.

8.5 Advisory Members

The Board may invite persons who are not directors to attend meetings of the Board as advisory members. No such advisory member, however, shall have any right to vote at any meeting of the Board.

8.6 Emergency Board Meetings

If, in the reasonable opinion of the President (or where the President is not available, the Executive), a situation arises which requires immediate action by the Board, then the President, or any other executive officer in his/her absence, may convene a meeting of the Board on not less than 36hrs notice unless under unanimous agreement by the Board of Directors . Notice of the meeting shall include information on the sole topic(s) to be discussed and quorum must be met.

8.7 Member Attendance at a Board Meeting

Meetings are not open to the public. Any member wishing to address the Board of Directors at a meeting of the Board of Directors shall do so only upon request. Requests must be made through the director most relative to the issue being raised. The secretary will notify guests of the date and time of the meeting once the request has been received.

ARTICLE 9: COMMITTEES

The Board may create, and prescribe the duties and terms of reference of, such committee or committees of directors as it may from time to time determine necessary to more effectively permit the efficient direction of the business and affairs of the Association. The Board may delegate to such committee or committees any of the powers of the Board except those which under the Act or Articles must be exercised by the Board itself, provided that any such delegation shall not limit the ability of the Board to make decisions on any subject matter so delegated. The procedures of any such committee or committees of the Board shall, except as otherwise determine by the Board, be those applicable to the Board.

9.1 Advisory Members

The Board may appoint persons who are not directors as advisory members of any committee, provided that such advisory members shall have no right to vote in any meeting of any such committee.

ARTICLE 10: PROTECTION OF DIRECTORS AND OFFICERS

Indemnification

The Association shall indemnify a Director or Officer, a former Director or Officer, or a person who acts or has acted at the Association's request as a Director or Officer of a body corporate of which the Association's Directors or Officers are members, or of which the Association is or was a shareholder or creditor and his/her heirs and legal representatives, against any liability resulting from any third party proceeding against such person (liability shall include without limitations, judgments, fines, penalties and amounts paid in the settlement) and any and all costs, charges and civil, criminal or administrative action or proceeding, or any appeal there from, to which he/she is made a party by reason of being or having been a Director or Officer of the Association or such body corporate, if:

-He/she acted honestly and in good faith with a view to the best interests of the Association; and

- In the case of criminal or administrative action or proceeding that is enforced by a monetary penalty, he/she had reasonable grounds for believing that his/her conduct was lawful.

Costs, charges and expenses which are the subject of indemnification hereunder shall include all direct and indirect costs of any type whatsoever including any insurance deductibles and/or solicitor/client costs incurred by the person receiving indemnification. Any indemnification provided for herein shall be promptly advanced to the person eligible for indemnification as the costs, charges or expenses are incurred by such person or when such person becomes subject to a liability as defined in this section. In the event that it is determined that the person is not entitled to indemnification hereunder, the Association shall have the right to require the indemnified person to repay all amounts provided to such person pursuant to the indemnification. The burden of providing that indemnification or advances are not appropriate is on the Association.

The Association shall further indemnify any person eligible for indemnification hereunder to the extent that this indemnification results in any tax liability accruing to such indemnified person.

The Association may arrange for one or more policies of Directors' and Officers' liability insurance to be put in place at the expense of the Association and for the benefit of the Association and/or its Directors and Officers as the Board of Directors may from time to time determine.

ARTICLE 11: INDEPENDENT CHAIR OF DISCIPLINE

1. Shall be a non-member of the Association
2. Shall be appointed by the Board of Directors
3. Should a suitable non-member candidate not be available, the Board may appoint a member of the Association (but not a Board member) as Chairman of Discipline
4. Shall Chair all meetings of the Discipline Committee
5. Shall appoint a replacement Chair in his/her absence
6. Shall ensure all documents relevant to their duties are submitted to the office
7. Shall submit summary report for the AGM

ARTICLE 12: SUSPENSIONS, COMPLAINTS AND APPEALS

12.1 Suspensions

1. Suspension of a player, Team Official, or Game Official resulting from violations other than those administered by any participating Leagues (IE., SFHA, SAAHL or HRI) or the Sask Hockey Association shall be made by the President, at the recommendation of the Discipline Committee.

12.2 Complaints

The Association expects all members; Board of Directors, Team Officials, Game Officials and membership participants to exhibit qualities of good sportsmanship and decorum consistent with levels of propriety towards board members, game officials, opponents and spectators. When these standards cannot be met they may be dealt with in the following manner:

1. Any complaint or protest against any member, Team Official, player, or member of the Board of Directors shall be reported in writing to the Independent Chair of Discipline.

12.3 Appeals

1. Any person who is dissatisfied with the decision of the Discipline Committee may appeal to the Board of Directors;
2. The Appeal must be in writing and submitted to the office. It must outline all particulars pertaining to the case and shall be delivered to the Office within seven (7) days of being notified of the decision of the Discipline Committee;
3. All appeals must be requested in writing and be accompanied by the prescribed fee as set out in policy that will be refunded if ,through the appeal, the decision is overturned;

ARTICLE 13: AMENDMENT OF CONSTITUTION

This Constitution may not be altered or amended except at the Annual General Meeting, and notice of any proposed alterations shall be given to the Office, in writing, at least twenty-one (21) days and posted on the website at least fourteen (14) days before the Annual General Meeting. Changes to these bylaws must be approved by two thirds (2/3) majority of the members on attendance at the Annual General Meeting.

ARTICLE 14: AMENDMENT TO ASSOCIATION POLICY MANUAL

Changes, additions, or amendments to the Policy Manual are a function of the Board of Directors. Once approved by the Board of Directors, any changes/amendments to this document can only be made by a 2/3 vote. A complete review will happen once a year, at the July and/or August meeting of the Board following review and recommendations of the By-Law and Policy Review Committee. If required, other amendments to the Association Policy Manual may be brought forward by the Policy Review Committee throughout the season with at least 14 days written notice to the Board and voted on by the Board at any monthly meeting

ARTICLE 15: FISCAL YEAR

The fiscal period for the Association shall terminate on such date as the Board may from time to time by resolution determine

ARTICLE 16: FINANCES

16.1 Financial Responsibility

It is the responsibility of the Board of Directors to provide prudent maintenance of the financial affairs of the Association

16.2 Signing Authority

Two (2) members of the Executive, as outlined in 6.1, are required to provide signatures at the financial institution of choice for the Association annually. Subject to such limitation, the Board is authorized to appoint from time to time, by unanimous resolution, any officer or officers, or any other person or persons to have signing authority. Two (2) signatures are required for cheques issued by the Association. Under no circumstances shall blank checks be signed.

16.3 Disclosing of Financial Information

The Board of Directors shall present the reviewed financial statement from the previous fiscal year for adoption at the Annual General Meeting, as well as present the receipts and disbursements of the Association for the current fiscal year.

ARTICLE 17: BORROWING

Without limiting the borrowing powers of the Association as set forth in The Non-Profit Corporations Act, 1995 of Saskatchewan, the Board may from time to time:

1. Borrow money upon the credit of the Association;
2. Issue, reissue, sell or pledge bonds, debentures, notes or other evidence of indebtedness or guarantees of the Association, whether secured or unsecured;
3. Subject to the provisions of The Non-Profit Corporations Act, 1995, give a guarantee on behalf of the Association to secure performance of an obligation of any person; and
4. Mortgage, hypothecate, pledge or otherwise create an interest in or charge upon all or any property (including the undertaking and rights) of the Association, owned or substantially acquired, by way of mortgage, hypothecate, pledge or otherwise, to secure payment of any such evidence of indebtedness or guarantee of the Association.

This Constitution shall come into force at, and be effective from, the time of it.

ENACTED BY THE BOARD the _____ day of _____, A.D. 2020.

President

Vice President

CONFIRMED the _____ day of _____, A.D. 2020, by the Members in Accordance with the Act.

President

Vice President

Appendix A
RULES OF ORDER

1. The President will be the Chairperson at all membership meetings. In the absence of the President, the VicePresident will be the Chairperson at the membership meeting. In the absence of the President and Vice-President, the Treasurer will be the Chairperson at the membership meeting. In the absence of the President, Vice-President and Treasurer, members at the membership meeting will select a Chairperson by majority vote. Quorum rules must be met.
2. Members are not allowed to speak about an issue for more than five minutes. Members can only speak to an issue once unless there is agreement by the members at a meeting, or where all those wishing to speak have had the opportunity to speak.
3. The Chairperson of a committee who is making a report or the mover of a motion may speak for up to fifteen minutes. With the agreement of the members present, the fifteen minutes may be expanded.
4. The Chairperson will state every motion presented at a membership meeting before allowing debate on the motion. Before putting a motion to a vote, the Chairperson will ask: "Is the Membership ready for the motion?" If no member rises to speak, the motion will be voted upon.
5. A motion must be moved and seconded. The mover and seconder must rise and be recognized by the Chairperson.
6. A motion to amend a motion, or a motion to amend an amendment are allowed, however a motion to amend an amendment to an amendment is not allowed.
7. An amendment to a motion or an amendment to an amendment to a motion that is a direct negative to the main motion is never permitted.
8. On motion, the regular order of business at a membership meeting may be suspended where two-thirds of those present vote to do so. The regular order of business should only be suspended to deal with urgent business.
9. Motions other than those named in Rule 19, or motions to accept or adopt the report of a committee, will, if requested by the Chairperson, be put in writing prior to beginning debate and vote.
10. At the request of a member, and upon a majority vote, a motion which contains more than one action or issue can be divided.
11. The mover of a motion can withdraw the motion upon the consent of the seconder prior to the end of debate. Once debate has ended on a motion, the motion can only be withdrawn upon unanimous vote of the members present.
12. A member who wishes to speak on a motion, or a member who wishes to move a motion, shall rise and respectfully address the Chairperson. The member shall not proceed until the member is recognized by the Chairperson except where the member rises to a point of order or on a question of privilege.

13. The Chairperson will keep a speakers list and in all cases will determine the order of speakers including those circumstances where two or more members rise to speak at the same time.
14. A member, while speaking, will speak only to the issue under debate. Members shall not personally attack other members. Members will refrain from using language that is offensive or in poor taste. Members will generally not speak in a manner that reflects poorly on the Board or other members.
15. A member that is called to order will stop speaking until the point of order is determined. If it is decided that the member is in order, then the member may continue speaking.
16. Religious discussion of any kind is not permitted.
17. The Chairperson will not take part in any debate. Where the Chairperson wishes to speak on a resolution or motion, or where the Chairperson wishes to move a motion, the Chairperson must rise from the chair and hand the chair over as outlined in Rule #1.
18. The Chairperson will have the same right to vote as other members, provided the Chair is a member in good standing with the Association, they may vote. He or she will have the same right to vote as other members
19. When a motion is before the members, no other motion is in order except a motion to 1) adjourn; 2) put the previous question; 3) lay on the table; 4) postpone for a definite time; 5) refer; or 6) divide or amend. These six motions shall have precedence in the order indicated. Motions 1 through 3 shall be decided without debate.
20. The Chairperson will ask "Will the main question be now put?" where a motion for the previous question is moved and seconded. If approved, the Chairperson will then take votes on the motion and amendments to the motion (if any) in order of priority. If an amendment or an amendment to an amendment is approved, then members will be asked to vote on the motion as amended.
21. A motion to adjourn is in order except when a member is speaking or when members are voting.
22. A motion to adjourn, if lost, is not in order if there is further business before the Board, until fifteen minutes have elapsed.
23. After the Chairperson declares the vote results on a question, and before the Board proceeds to another order of business, any member can ask for a division. A standing vote on the division will be taken and the Vice President will count the standing vote.
24. If a member wishes to appeal a decision of the Chairperson, the member must appeal at the time the decision is made. If the appeal is seconded, the member will be asked to state briefly the basis for the appeal. The Chairperson will then state briefly the reasons for the decision. Following immediately and without debate, the Chairperson will ask, "Will the decision of the chair be upheld?" A majority vote shall decide. In the event of a tie vote, the decision of the chair is upheld.
25. At a membership meeting where a question has been decided any two members who voted with the majority can give notice of a motion to reconsider a decision of the membership at the next membership meeting. The motion to reconsider requires the support of a two-thirds majority of members who vote. If

two-thirds majority of members support reconsideration, the question will be placed in front of the membership for debate and a subsequent vote.

26. Members are allowed to leave a meeting with the permission of the Vice-President; however, in no case will a member leave during the reading of minutes, the initiation of new members, the installation of Officers, or the taking of a vote.
27. The Board's business and the proceedings of meetings are not to be divulged to any persons outside the Board, or the Moose Jaw Minor Hockey Association.