

## **Bylaws of the Northern Alberta Female Hockey Association**

May 2021

### **OBJECTIVES**

#### **Article I**

The Organization shall be called the Northern Alberta Female Hockey Association and may be referred to as NAFHA.

#### **Article II**

NAFHA shall abide by the rules as required by NAFHA's insurance provider (the "Insurer").

#### **Article III**

The objectives of the Association are:

- A. To promote and encourage the formation of adult female amateur hockey clubs in the Edmonton, Alberta area;
- B. To maintain and increase interest in the game of hockey;
- C. To have and exercise a general care, supervision and direction over the playing interests of its teams and players;
- D. To ensure all interested females have an equal opportunity to participate in hockey;
- E. To ensure and encourage fair play and good sportsmanship;
- F. To encourage and foster personal development and leadership qualities of individuals through their participation in female amateur hockey.

## **BYLAW I: INTERPRETATION**

1.01 “In writing” or “written” includes printing, typewriting, or any electronic means of communication by which words are capable of being visibly reproduced at a distant point of reception, including fax and email.

### 1.02 Definitions

Unless the subject matter or context requires a different interpretation, the following words and phrases shall, in these Bylaws, have the following meanings:

- A. “AGM” shall have the meaning as set out in Bylaw 4.01;
- B. “Bylaws” mean these Bylaws of NAFHA as amended from time to time;
- C. “Coach” means a person registered with NAFHA and insured by the Insurer;
- D. “Discipline” means correction, chastisement, punishment, and penalty and, without limiting the generality of the foregoing, shall include suspension, fine, expulsion and posting of a bond;
- E. “Divisional Vice-President” means a person elected as a vice-president of NAFHA;
- F. “Divisions” shall have the meaning as defined by NAFHA from time to time;
- G. “Executive” means the President, Past-President, Treasurer, League Governor, Communications Director and the Divisional Vice-Presidents of NAFHA;
- H. “Fall Organizational Meeting” means the meeting of the Members before the start of each hockey season;
- I. “Financial Statements” means the financial statements of NAFHA;
- J. “Hockey Team” means a group of persons comprised of not less than twelve (12) Players all of whom are registered with the Insurer;
- K. “Manager” means a person registered with NAFHA and the Insurer as a manager of a Hockey Team;
- L. “Member” means a Member Team; defined as an amateur Hockey Team that satisfies the requirements of NAFHA and the Insurer;
- M. “Membership” means all of the Members at a duly convened meeting;
- N. “NAFHA” or the “League” shall mean the Northern Alberta Female Hockey Association. It means an association registered as a society in the Province of Alberta, which has adopted the bylaws and regulations that are consistent with the Bylaws and Regulations of Hockey Canada and are filed with such. The bylaws and regulations of the NAFHA may be more restrictive, but not less restrictive, than those of Hockey Canada and the Insurer, if applicable;

- O. "Off-Ice Officials" means those persons that work as time-keepers, scorekeepers, penalty-box attendants and other persons which may be required off the ice from time to time for the organized conduct of a game of hockey;
- P. "Past-President" means the immediately former President of NAFHA;
- Q. "Player" means a person registered with the Insurer as a player on a Hockey Team;
- R. "President" means that person elected by the Membership as the President of NAFHA;
- S. "Referee" shall mean a person registered as a referee with NAFHA and the Insurer qualified to officiate a hockey game as determined from time to time by the Insurer and Hockey Canada;
- T. "Regulations" means those rules and regulations of NAFHA for the administration and advancement of hockey;
- U. "Rules" means those rules of the game of hockey as made from time to time by Hockey Canada;
- V. "Season" shall commence on the 1st day of June of every year and include the 31st day of May of the following year;
- W. "Special Meeting" shall mean a meeting convened for any time and place to address issues that need immediate attention or that need more time and discussion that can be handled in an AGM or Fall Organizational Meeting and as detailed in Bylaw 4.03;
- X. "Special Resolution" shall mean a resolution passed by a majority of not less than three-quarters (3/4) of such Members entitled to vote as are present in person at a meeting of Members of which notice specifying the intention to propose a resolution as a Special Resolution has duly been given;
- Y. "Suspension" means a temporary debarring of a person from the privileges of playing hockey games or association with a Hockey Team or Member provided that a suspension must specify a length of time or number of games, or type of hockey game or any combination thereof;
- Z. "Treasurer" means that person elected by the Membership as the treasurer of NAFHA.

## **BYLAW II: MEMBERSHIP**

### **2.01 NAFHA**

NAFHA is the governing body for all teams participating in the League. The organization shall be in good standing with the Insurer and Hockey Canada.

### **2.02 Admission to NAFHA**

- A. Membership shall be open to any adult female hockey team that satisfies the requirements of NAFHA and the Insurer;
- B. Each Season, the Membership shall have sole and absolute right to accept or refuse an application for membership in NAFHA except for applications received at the Fall Organizational Meeting;
- C. After the Fall Organizational Meeting, the Executive shall have the sole discretion to accept or refuse an application for membership in NAFHA.

### **2.03 Resignation**

Any Member may resign from membership in NAFHA by submitting its resignation in writing to the President of NAFHA. Upon the acceptance of such resignation, such acceptance shall be confirmed by the President in a letter to the Member. Consequently, such Member shall forfeit its rights and privileges in NAFHA. The performance bond, less monies owing to NAFHA at the time of acceptance, shall be returned to the Member.

### **2.04 Expulsion**

Any violation of the Objectives, Bylaws or Operating Rules and Regulations of NAFHA or decisions of the Executive by any Member of NAFHA shall render such Member liable to suspension by a two-thirds vote of the Executive until the next Annual General Meeting or Special Meeting of NAFHA and to expulsion by vote of the eligible Membership present at such meeting. A Member may be expelled by a Special resolution of NAFHA for any reason which may be considered detrimental to the well-being of NAFHA. Thirty (30) days' prior notice in writing of the intention to place a Special Resolution before the General meeting must be given to the Member involved and to all other Members.

## **BYLAW III: DUES**

### **3.01 Payment of Dues**

- A. Each Member shall pay a one-time performance bond in accordance with the regulations;
- B. The annual registration fee, which shall be set by the Executive, will appear on the first invoice issued by the Treasurer of NAFHA to each Member once the Season commences. Payment is due as per the date specified on such invoices. Fines for late payment of the registration fee or the performance bond may be imposed in accordance with NAFHA's regulations;

- C. No Member shall be entitled to enter competition or be represented at the Annual General Meeting or Fall Organizational Meeting of NAFHA unless all monies owing from the previous season have been paid.

#### **BYLAW IV: MEETINGS OF MEMBERS AND VOTING**

##### 4.01 Annual General Meeting and Fall Organizational Meeting

- A. The Annual General Meeting (hereinafter referred to as the “AGM”) shall be held before June 1 each year at a place and day to be determined by the Executive;
- B. The Fall Organizational Meeting will be held before the commencement of league play for each Season;
- C. Attendance at these two general meetings is mandatory for every Member.

##### 4.02 Order of Business

At every AGM, in addition to any other business that may be transacted, the following shall be the order of business:

- A. Roll call of Executive;
- B. Roll call of Member delegates;
- C. Introduction of special guests (if any);
- D. Adoption of the agenda;
- E. Reading of minutes of preceding AGM;
- F. Business arising from minutes;
- G. President’s report;
- H. Treasurer’s report;
- I. Divisional Vice-Presidents’ reports;
- J. Report of the Discipline Committee; if applicable;
- K. Notices of Motion;
- L. Elections of the Executive;
- M. New Business;
- N. Adjournment.

##### 4.03 Special Meetings

- A. Special meetings shall be called for any time and place by two (2) Members or two (2) Executive Officers. The President, upon receipt of a written request for a Special Meeting, shall convene a Special Meeting within twenty-one (21) days of receipt of the request. The request must state the business to be brought before the meeting;
- B. A Special Meeting may be called at any time during the playing season by the President, on their own initiative;
- C. A Special Meeting may be held without a quorum of the Membership if a quorum of the Executive is present. However, any decisions made at such a Special Meeting must be ratified at

the next scheduled meeting of the Membership. Otherwise, any such decisions shall be null and void.

#### 4.04 Notice for the AGM and Fall Organizational Meetings

- A. Notice of the AGM and Fall Organizational Meeting and the general nature to be transacted at such meetings shall be communicated to each Member by email twenty-one (21) days prior to the meeting;
- B. The notice of the meeting shall be deemed to be effective if sent to the last known email address of the Member twenty-one (21) days prior to the meeting.

#### 4.05 Quorums

- A. Attendance by fifty percent (50%) of the Members in good standing and present in person, shall form a quorum at the AGM and Fall Organizational Meetings;
- B. Attendance by seventy-five percent (75%) of the Members in good standing and present in person, shall form a quorum at Special Meetings;
- C. In the event that the specified percent of the Members are not present within one (1) hour of the hour given in the Notice of said meeting, the chairperson of the meeting shall adjourn the meeting to a date and time not less than fourteen (14) days from the date of the original meeting. The Communications Director and the Divisional Vice-Presidents shall give seven (7) days' written notice to the Members of the date and place to which the meeting has been adjourned. A quorum for the adjourned meeting shall be five (5) Members.

#### 4.06 Right to Vote at Members' Meetings

At each meeting of the Members (AGM, Fall Organizational and Special Meeting) the following has the right to vote:

- A. Each Member shall have one (1) vote per delegate in attendance with a maximum of two (2) delegates entitled to attend;
- B. Each elected Officer of the Executive shall have one (1) vote.

#### 4.07 Qualifications

In order to qualify for voting privileges at meetings of the Members, the Member must:

- A. Have been registered in NAFHA the playing season immediately preceding the said meeting and involved in active competition;
- B. Be in good standing with NAFHA;
- C. Have a delegate present in person at the meeting.

#### 4.08 Voting

At all meetings of the Members of NAFHA, every question shall be decided by a majority of the votes of the Members present in person. Every question shall be determined in the first instance by a show of hands unless a poll is demanded by a Member. Such a poll shall be taken in such manner as the chairperson shall direct and the result shall be deemed the decision of NAFHA in a meeting of Members. A declaration by the chairperson that a resolution has been carried or not carried and an entry to that effect in the minutes of NAFHA shall be sufficient evidence of the fact without proof of the number or proportion of the votes accorded in favor of or against such resolution. The chairperson shall abstain from voting, unless there is an equality of votes at any meeting of the Members. The chairperson, at this time shall be entitled to cast a vote.

### **BYLAW V: OFFICERS AND NON-ELECTED POSITIONS**

#### 5.01 Officers

The Elected Officers of the Executive of NAFHA shall consist of the following:

- A. President;
- B. Divisional Vice-Presidents;
- C. Treasurer;
- D. League Governor;
- E. Communications Director.

The Non-Elected positions that shall be appointed by the Executive, shall assist the Executive in the management of NAFHA will consist of the following:

- A. Scheduler;
- B. Referee Assignor;
- C. Casino Chair;
- D. Bingo Chair;
- E. Past President.

For clarity, the Non-Elected positions do not have a vote at meetings of the Executive.

#### 5.02 Election of Officers

- A. All Officers of the Executive shall be elected by the Members at the Annual General Meeting,
- B. Elections for all positions will be held each year, with the exception of the President, League Governor and Treasurer. The President shall serve a two (2) year term with the election being held on odd numbered years. The Treasurer and the League Governor shall serve a two (2) year term with the election being held on even numbered years.

#### 5.03 NAFHA Honorariums

The Members shall, at the AGM, determine the honorarium that NAFHA may pay to the Executive and to the Non-Elected Positions. Honorariums shall be paid on an annual basis to the following positions:

- A. President;
- B. Divisional Vice-Presidents;
- C. Treasurer;
- D. League Governor;

- E. Communications Director;
- F. Referee Assignor;
- G. Scheduler;
- H. Bingo Chair;
- I. Casino Chair.

The Past President shall only receive an honorarium in the first year following the election of a new President.

#### 5.04 President

- A. The President is charged with the general management and supervision of the affairs of NAFHA. Without limiting the generality of the foregoing, the President:
  - i. Shall preside and chair all meetings of the Members of NAFHA;
  - ii. Shall be an ex officio member of the Discipline Committee;
  - iii. Shall call all meetings of the Executive at such time and place as may be required from time to time to transact business of NAFHA;
  - iv. Shall be the principal signing officer of NAFHA;
  - v. Shall promote female hockey in Edmonton and area; and
  - vi. Shall appoint a designate from the Executive to act in her absence;
- B. In the case of an equality of votes on any question, the President shall have the deciding vote;
- C. No person may be elected President unless that person has previously served on the Executive of NAFHA for a period of at least one (1) year;
- D. In the event that two designated signing authorities reside at the same address, the President shall designate another Executive member to have signing authority.

#### 5.05 Divisional Vice-President

- A. All divisions of NAFHA shall be assigned a Divisional Vice-President. The Divisional Vice-Presidents:
  - i. Shall be responsible for all divisional operations;
  - ii. Shall, along with the President, call divisional meetings when required;
  - iii. Shall attend all NAFHA meetings on behalf of their division;
  - iv. Shall be part of NAFHA's Discipline Committee (except when personally in the dispute);
  - v. Shall be responsible for reviewing and posting Divisional statistics and game sheets;
  - vi. Shall maintain and submit all rosters to the Insurer;
  - vii. Shall be responsible for direct communications with teams in their division; and
  - viii. Shall be informed by the League Governor of any Divisional suspensions as required.

#### 5.06 Past President

- A. The Past President shall act in any capacity as may be required by the President from time to time,
- B. The Past President shall only serve in their first year following the election of a new President.

5.07 Communications Director

- A. Duties of the Communications Director of NAFHA shall include the following:
- i. Responsibility for publicity and media coverage for NAFHA;
  - ii. Maintenance of the NAFHA website and social media accounts;
  - iii. Publicizing prior to the start of each season; team tryout dates, contacts, etc., so that women wishing to play in NAFHA have the necessary information;
  - iv. Attending all meetings of the Members and the Executive, and preparing and maintaining copies of minutes of Meetings of the Members and Meetings of the Executive;
  - v. Keeping an active list of all Members;
  - vi. Providing notice of all meetings of the Members and the Executive as required from time to time; and
  - i. Performing other duties as assigned by the President and/or League Governor from time to time.

5.08 Treasurer

- B. Duties of the Treasurer of NAFHA shall include the following:
- i. Ensuring all monies paid to NAFHA are deposited in a bank chosen by the Executive;
  - ii. Presenting a detailed account of revenues and expenditures to the Executive upon request;
  - iii. Ensuring a yearly accounting is prepared and presented at the AGM;
  - iv. Attending all meetings of the NAFHA Executive;
  - v. Along with the President, having the authority to sign and issue cheques of NAFHA. Signing authorities shall not reside at the same address;
  - vi. Serving as the custodian of all financial records of NAFHA;
  - vii. Keeping a complete record of events held under the auspices of NAFHA;
  - viii. Having charge of the Seal of the Society, which whenever used, shall be authenticated by the signature of the Treasurer and the President;
  - ix. Having charge for all correspondence of NAFHA under the direction of the President; and
  - x. Filing the annual return, changes in the Executive of the Association, amendments in the bylaws and other incorporating documents with Corporate Registry; Alberta Gaming, Liquor and Cannabis; and any other entity as required.

5.09 League Governor

- A. The League Governor shall have, with assistance from the Discipline Committee, if required, complete authority to address the following:
- i. Protests regarding scheduling;
  - ii. Protests regarding the enforcement of rules and regulations; and
  - iii. Disputes regarding Executive Members;

- B. The League Governor shall administer and enforce all Disciplinary action as detailed in the Rules and Regulations of NAFHA;
- C. The position of NAFHA League Governor shall be held by a neutral party.

5.10 Resignation

An Officer of the Executive may resign from office upon giving notice thereof in writing to the Executive and such resignation becomes effective in accordance with its terms or upon acceptance by the Executive, whichever may be the earlier date.

5.11 Removal

- A. The Executive may, by a three-quarters (3/4) vote, remove or suspend an Officer who, in the opinion of the Executive has been or is being remiss or neglectful of duty or conduct. Such neglect includes non-attendance at meetings, or any violation of the Objectives, Bylaws and/or Rules and Regulations of NAFHA, Hockey Canada or the Insurer;
- B. The Members may, by a Special Resolution passed by a majority of the votes cast at a Special Meeting of the Members duly called for that purpose, remove any Member of the Executive before the expiration of their term of office and may, by a majority of votes cast at the meeting, elect any person in her stead for the remainder of the term of the Executive Member so removed.

5.12 Vacancies

- A. Where a vacancy occurs in the Executive, or in the event that the Members fail to elect all required Officers at the AGM, and a quorum of Executive exists, the Executive then in office may appoint a person to fill the vacancy for the remainder of the term;
- B. The vacancy may also be filled at a Special Meeting, provided it is stated in the notice of such meeting. Any person is eligible for office, excluding those not in good standing with NAFHA. The position of League Governor must be held by a neutral party.

5.13 Quorum of an Executive Meeting

A majority of the Executive shall constitute a quorum for the transaction of business at any meeting of the Executive.

5.14 Remuneration

Executive officers shall be paid such sums in respect of their out-of-pocket expenses incurred in attending Executive, Committee, meetings of the Members or Insurer meetings, or otherwise in performance by them of their duties, as the Executive may from time to time determine.

**BYLAW VI: POWERS OF THE EXECUTIVE**

6.01 Powers of the Executive

For the purpose of carrying out the Objectives of NAFHA, the Executive shall manage the affairs of NAFHA, and shall implement all of the resolutions, exercise all of the powers and do all such acts and things as may be exercised or done by NAFHA and are not by these Bylaws expressly directed or required

to be done at a meeting of the Members or otherwise. The powers and duties of the Executive includes, without the generality of the foregoing, the following:

- A. Supervision of the collection of fees and funds of NAFHA;
- B. Supervision of the funds of NAFHA;
- C. Establishing and defining the Rules and Regulations of hockey in NAFHA, finally, absolutely and exclusively to the exclusion of any interference from any other body, subject always to the constitution, bylaws and rules and regulations of the Insurer and Hockey Canada;
- D. Borrowing, raising or securing funds in such manner as it deems fit, and in particular by the issue of debentures security agreements or other security on the whole or any part of future property of NAFHA, provided, however, that none of these powers shall be exercised except in accordance with the sanction of a resolution passed by a Special Resolution of the Members;
- E. Interpreting and enforcing the Rules and Regulations of NAFHA and Hockey Canada for the betterment of women's hockey in the Edmonton area;
- F. Recommending, drafting and preparing changes to the Bylaws, for the approval of the Members at the AGM;
- G. Imposing and enforcing appropriate penalties upon the Members, Officials or other persons for violations or breaches of the Bylaws, Rules and Regulations of NAFHA, the Insurer and/or Hockey Canada, or for any violation or breach of a decision or ruling of the League Governor or Discipline Committee;
- H. To appoint persons to the non-elected positions pursuant to the Bylaws;
- I. After the Fall Organizational Meeting, to classify Members, in its sole discretion, in all the Divisions;
- J. To approve or disapprove in its sole discretion applications for membership;
- K. To serve the best interests of the Members of NAFHA.

## **BYLAW VII: DISCIPLINE COMMITTEE**

### **7.01 Formation**

The Discipline Committee shall be formed after the election of Officers at the AGM. The Discipline Committee shall consist of three (3) NAFHA Executive Members. In the absence of an Executive Member, the League Governor shall appoint any individual in good standing of NAFHA.

### **7.02 Function**

The function of the Discipline Committee is to assist the League Governor in dealings with suspensions of a "Serious Nature". "Serious Nature" shall constitute a suspension involving more than a three (3) game suspension and/or as a result of infractions involving Match Penalties.

### **7.03 Appeals**

The Discipline Committee shall also hear any appeals brought in accordance with the regulations.

## **BYLAW VIII: RULES AND REGULATIONS**

### **8.01 Rules and Regulations**

- A. The Executive may from time to time pass rules and regulations for the betterment of hockey in NAFHA;
- B. Each Member and each Referee shall be entitled to a copy of the Rules and Regulations of NAFHA as presented yearly at the AGM;

- C. All Members and Referees, as a condition precedent to registration with NAFHA, unconditionally agree to obey and abide by the Rules and Regulations of NAFHA, the Insurer and Hockey Canada as the same may be amended or added to from time to time.

## **BYLAW IX: GENERAL**

### **9.01 Fiscal Year**

The fiscal year shall commence the 1st day of May of every year to and including the 30th day of April of the following year.

### **9.02 Audit and Auditors**

- A. The books and financial records of NAFHA shall be audited annually by an auditor appointed by the Executive;
- B. The Auditor shall make such examination of the books and financial records of NAFHA that will enable her to report to the Members as required;
- C. Any member of NAFHA shall have the right to inspect the books and records with seven (7) days written notice to the Treasurer or at the Fall Organizational Meeting;
- D. This requirement for an audit may be waived by a Special Resolution of the Members at the AGM.

### **9.03 Amendments to Bylaws**

- A. Subject to compliance with the requirements of the laws of the Province of Alberta, the Bylaws may be rescinded, altered or added to at AGM provided that notice of such has been given at least thirty (30) days prior to the meeting. The Notice of Motion must be submitted to the President and will be entered into the Notices of Motion at the AGM;
- B. Bylaws may only be changed when a majority of no less than three-quarters of eligible Members is present in person to vote;
- C. Bylaws, when passed by the Membership, shall not take effect until they have been registered in accordance with the laws of the Province of Alberta.