

North Okanagan Minor Hockey Association  
Constitution and Bylaws Approved April 30<sup>th</sup>,2009

1. The name of the society is NORTH OKANAGAN MINOR HOCKEY ASSOCIATION.
2. The purpose of the Society are:
  - a.) To foster, improve and perpetuate the playing of the game of hockey, and to encourage sportsmanship and good citizenship by all minors in the City of Armstrong, the City of Enderby, the Township of Spallumcheen and the surrounding districts;
  - b.) To ensure that minor hockey is played in accordance with the playing and registration rules as laid down by the North Okanagan Minor Hockey Association, the B.C. Amateur Hockey Association and Hockey Canada.
3. The operations of the Society are to be carried on chiefly in and in the vicinity of, the City of Armstrong, the City of Enderby and the Township of Spallumcheen in the Province of British Columbia.
4. If the Society is wound up or dissolved then the funds and assets of the Society remaining after the satisfaction of its debts and liabilities shall be given or transferred to such organization or organizations concerned with the social problems Or organizations promoting the same purposes of this Society as may be determined by the members of the Society at the time of winding up or dissolution. If effect cannot be given to the aforesaid provisions, then such funds shall be given or transferred to some other organization provided that such other organizations referred to in this paragraph shall be a charitable organization or charity recognized by the Department of National Revenue as being qualified as such under the provisions of the Income Tax Act of Canada from time to time in effect. This clause is unalterable.
5. In these bylaws of the " North Okanagan Minor Hockey Association" hereinafter referred to as the "Association"), unless the context otherwise requires, the expression defined in the Society Act or any statutory modification in force at the date at which these regulations become binding upon the Association, shall have the meaning so defined; and the words importing singular shall include the plural, and vice versa, and the words importing the masculine shall include the feminine and the words importing persons shall include firms and corporations.

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**BYLAWS**

**MEMBERSHIP**

1. The members of the Association are the applicants for incorporation of the association, and those persons who have subsequently become members, in accordance with these bylaws and, in either case, have not ceased to be members.
  - a. Ordinary Membership: Any person over the age of eighteen years who is interested in the objectives of the Association and who pays the membership fees set by the Association.
  - b. Life Membership: Persons who have contributed outstanding service to minor hockey in Armstrong, Enderby and Township of Spallumcheen and are eligible and whom a majority appoints as such life members vote at any Annual General Meeting. Life members have the full privileges of a member in good standing.
2. A person may apply to the directors for membership in the association and on acceptance by the directors is a member.
3. Every member must uphold the constitution and comply with these bylaws.
4. The annual fee for membership shall be Five (\$5) dollars or such other fees as are decided at the annual general meeting of the Association.
5. Only members in good standing and life members shall have a vote at any annual, special or other meeting. To be eligible to vote at any general meeting, all monies due and owing by a member to the Association including without limitation registration fees due and owing by the members or any person of that members's family, must be paid thirty (30) days prior to the date of said meeting.
6. A person ceases to be a member of the association
  - a.) by delivering his or her resignation in writing to the secretary of the association or by mailing or delivering it to the address of the association
  - b.) on his or her death
  - c.) on being expelled
  - c.) on having been a member not in good standing for 12 consecutive months.

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7. A member may be expelled
  - a.) By a resolution of the directors passed by majority vote at a directors meeting
  - b.) The notice of the resolution for expulsion must be accompanied by a brief statement of the reasons for the proposed expulsion.
  - c.) The person who is the subject of the proposed expulsion must be given an opportunity to be heard at the directors meeting before the resolution is put to a vote.
8. All members are in good standing except a member who has failed to pay his or her current annual membership fee, or any other subscription or debt due and owing by the member to the association, and the member is not in good standing so long as the debt remains unpaid.

**MEETINGS**

9. The annual general meeting of the association shall be held once every year during the month of April at such time and place as the directors may determine.
- 10.) The Annual General Meeting shall be called an ordinary meeting. All other general meeting shall be called extraordinary general meetings.
11. The Directors may meet whenever they consider necessary and they shall also upon a requisition made in writing by ten percent (10%) or more of members in good standing to convene an extraordinary general meeting. Any requisition so made shall express the object of the meeting proposed to be called and shall be addressed to the Secretary of the Association. Upon receipt of such requisition, the Executive shall forthwith proceed to convene an extraordinary general meeting; if they do not proceed within twenty-one (21) days from the date of delivery of such requisition the requisitioning members may themselves convene a meeting. The extraordinary general meeting will be conducted, after 14 days written notice of the requisitioning members and the Directors or publication of notice in the local newspaper. Meetings of the Board of Directors will not require written or published notification.
12. Notice of all general meetings shall be advertised by publication fourteen (14) days previously in a newspaper published and circulating in the City of Armstrong and in the City of Enderby. Such notice shall contain particulars of the place, date, and hour, of such meeting and in case of special business the general nature of such business.

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13. If within half an hour from the appointed time for the meeting a quorum is not present, the meeting, if convened upon a requisition of members shall be dissolved; in any other case it shall stand adjourned to the same day in the next week, at the same time and place and, if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum. Normally, a quorum at a general meeting would be ten percent (10%) of the number of members in good standing.
14. The President, or in his absence one of the Vice-Presidents shall preside at every general meeting of the Association.
15. If neither the President nor either of the Vice-Presidents is present within fifteen minutes after the appointed time for the meeting, the members present shall choose someone of their number to be chairman.
16. The chairman may with the consent of any meeting at which a quorum is present (and if so directed by the meeting) adjourn the meeting from time to time and place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the original adjournment took place.
17. At any general meeting, unless a vote is demanded by at least five members a declaration by the chairman that a resolution has been carried or lost, and an entry to that effect in the book of proceeding of the Association shall be conclusive evidence of the fact.
18. If a vote is demanded in manner aforesaid, it shall be taken in such manner and at such time as the chairman directs, and the result of the vote shall be deemed to be the resolution of the Association in general meeting.
19. Every paid up member shall have only one vote. A limit of one (1) membership per family. All votes shall be given in person. Proxies are not allowed. (Definition of family is as per Hockey Canada Regulations on Residential Qualifications)

**OFFICERS AND DIRECTORS**

20. The business and the affairs of the Association shall be carried on by a Board of Directors who appointment, removal, duties and powers shall be determined as follows:
21. The executive shall consist of 13 Directors who shall be:
- a.) the President, First Vice President, Second Vice President, Registrar, Secretary, Treasurer, Tournaments, Head Coach, Referee in Chief, Risk Manager, Ice Scheduler, Equipment Manager, and Immediate Past President. All positions will be on a two-year term basis.
  - b.) The Board of Directors shall be members in good standing of the Association as herein before defined and shall be elected by the members of the Association as follows:
    - i.) The Directors shall be elected at an Annual General Meeting and shall hold office for a term of two years and thereafter until a successor has been elected.
    - ii.) The Immediate Past President shall not be elected but shall hold office by virtue of his position as immediate Past President and his term of office shall be for two years and thereafter until his successor shall have been determined by the election of a new President as herein before provided;
  - c. Any member in good standing may nominate candidates for Director. Nominations may either be submitted to the Secretary in writing prior to the Annual General Meeting, providing that the nominee is present and or signifies in writing to stand for office.
  - d. The election of Directors shall be conducted as follows:
    - i.) All elections shall be by secret ballot.
    - ii.) The Secretary and two other persons appointed by the President shall supervise and attend to all details of the balloting
    - iii.) The new Directors shall assume their duties immediately following their election at the Annual General Meeting.

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- d.) If the office of the Vice Presidents, Secretary, or Treasurer shall be come vacant by reason of death, resignation, removal or otherwise, the President, with the approval of a majority of the Board of Directors, shall appoint a successor who shall hold that vacated office for the unexpired term and thereafter until his successor shall be elected;
  
  - f.) A quorum at all meetings of the Board of Directors shall consist of the President or one of the Vice Presidents and five other directors. Meetings of the Board of Directors shall be convened at the call of the President or at the request of any three Directors in writing to the Secretary. In the letter case the Secretary shall call the meeting at a date not later than ten days from the date upon which he / she received the request for the meeting.
22. Unless otherwise directed by a general meeting, the number of Directors of the Association shall not be less than six. Until otherwise determined the subscribers to the Declaration for Incorporation of the Association shall be the First Directors and they shall act until the first Annual General Meeting of the Association unless otherwise decided by an intervening general meeting.
23. Every Director of the Association shall be deemed to have assumed office on the express understanding and agreement and condition that every Director of the Association and his heirs, executors, and administrators and estate and effects respectively shall from time to time and at all times be indemnified and saved harmless out of the funds of the Association from and against all cost charges, and expenses whatsoever such directors sustains or incurs in or about any action, or suit or proceeding which is brought, commenced or prosecuted against him or her or in any respect of act, deed, or matter or thing whatsoever made, done or permitted by him or her or any other director or directors in or about the execution of the duties of his or her or their office, and also from and against all other costs, charges and expenses which he or she sustains or incurs in or about in relation to the affairs thereof except such costs, charges or expenses as are occasioned by his own willful neglect or default.
24. A director must not be remunerated for being or acting as a director but a director must be reimbursed for all expenses necessarily and reasonably incurred by the director while engages in the affairs of the Association.
25. The office of Directors shall be vacated if the Director:
- a) By notice to the Association resigns his office; or
  - b) Ceases to be a member of the Association.

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26. The business of the Association shall be managed by the directors, who may pay all expenses incurred in organizing and registering this Association and may exercise; all such powers of the Association as are not by the Society Act or any statutory modification thereof for the time being in force, of by these By-Laws to the provisions of the said Act, and to such regulations, not being inconsistent with the aforesaid regulation or provisions, as may be prescribed by ordinary resolution, whether previous notice has been given thereof or not; but no regulation made ordinary resolution shall invalidate any prior act of the directors which would have been valid if that regulation had been made.
27. The directors shall cause minutes to be made in the books for the purpose
- a.) Of all appointments of officers made by the Directors
  - b.) Of the names of the Directors present at each meeting of the Directors and of any committee of the Directors:
  - c.) Of all resolutions and proceedings at all meetings of the Association and of the Directors and of Committees of the Directors.
28. A retiring Director shall be eligible for re-election.
29. The Directors may fill any casual vacancy occurring in the Board of Directors from the members of the Association.
30. Any Director who is absent more than four consecutive monthly directors meetings through illness or who for other reasons is unable to fulfill his / her duties, may be replaced at the discretion of the Directors.
31. The duties of the Directors generally shall be to carry out the objects of the Association and to enforce the By-laws, Rules and Regulations, and specifically their duties shall be as follows:
- a.) PRESIDENT:
    - i.) Shall preside at all meetings of the Association and at all Directors meetings
    - ii.) The president is the chief executive officer of the society and must supervise the other directors in the execution of their duties
    - iii.) Shall have the power to suspend summarily any team manager, coach or player for ungentlemanly conduct on or off the ice or for abusive language to any official, or for alleged infraction of the amateur definition, or for other just cause.

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b.) VICE PRESIDENTS:

- i.) Shall assist the President in general supervision and in the absence of the President shall have the full power of the President;

c.) SECRETARY

Shall be responsible for:

- i.) Conduct the correspondence of the society
- ii.) Issue notices of meetings of the society and directors
- iii.) Have custody of all records and documents of the society except those required by the treasurer
- iv.) Have custody of the common seal of the society
- v.) Maintain the register of members

**Business**

d.) REGISTRAR:

- i.) Shall be responsible for registering all players, both with the Association and with the British Columbia Amateur Hockey Association, Hockey Canada, and process any approved transfers;
- ii.) Where applicable will receive in the name of the Association all funds pertaining to registration in programs managed by the Association which shall be deposited in a chartered bank or trust company of Canada in the form in which they are received. Records showing receipt of such funds must be given to the treasurer in a timely fashion.



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e.) TREASURER:

- i.) Shall receive in the name of the Association all funds which shall be deposited in a chartered bank or trust company of Canada in the form in which they are received. All accounts owing by the Association shall be paid by cheque. The President or Vice Presidents and Treasurer shall be signing officers for the Association. The Treasurer shall produce at any time any and all documents as required by the Board of Directors and shall cause true accounts to be kept of all sums of money received and expended by the Association, and of the matters in respect of which such receipt and expenditures takes place and of all property, credits, assets and liabilities of the Association.
  - ii.) Keep the financial records, including books of accounts , necessary to comply with the *Society Act*
32. Honorary Officers shall be named at the Annual General Meeting and shall be so honored for outstanding service throughout the year.
33. The Directors may meet together for the dispatch of, adjourn and otherwise regulate their meetings, as they consider necessary. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes the chairman shall have the deciding vote.
34. The Directors may delegate any of their powers to committees consisting of such member or members of their body as they think suitable and with such powers or obligations as the Directors so appointing them to such committees may decide.
35. The Directors may with the consent of a special resolution passed at a general meeting;
- a.) Borrow money upon the credit of the Association; or Limit or increase the amount to be borrowed; or the affairs of the Association.
  - b.) Hypothecate, mortgage or pledge the real or personal property of the Association, or both and give promises and agreements to give security to secure any money borrowed for the purposes of the Association;
  - c.) Give additional security at any time for any money borrowed or remaining due by the Association.

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36. The Directors may authorize and Director or Directors; officer or officers to make arrangements with reference to the money borrowed as foresaid and to sign, execute, and give on behalf of the Association all documents, agreements and promises necessary or desirable for the purposes aforesaid and to draw, make, accept, endorse, execute and issue cheques, promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments, and the same and all renewals thereof and substitute therefore as so signed shall be binding upon the Association.
37. The books and records of the Association may be inspected at its office by members of the Association at a reasonable hour of the day upon giving 72 hours notice to the Secretary of the Association, and no fee shall be charged for such inspection.
38. The address of the Association shall be:
- Box 116.  
Armstrong, B.C.,  
V0E-1B0
39. The Treasurer shall present at every Annual General Meeting of the Association a statement of the income and expenditure assets and liabilities of the Association for the preceding year, and also a balance sheet covering the same period, together with a report of the Directors as to the state and progress of the Association.

**AUDIT OF ACCOUNTS**

40. The Directors may, if they deem advisable, appoint an auditor or accountant to prepare the Year End Financial statements of the Association.

**COMMON SEAL**

41. The Common Seal of the Association shall be under the control of the Board of Directors and they may destroy a seal and substitute a new seal in its place the custody and use of the Seal shall be as follows:
- a.) The seal of the Association shall be kept by the Secretary who shall be responsible therefore;
  - b.) The said seal when required shall be affixed only when authorized by a resolution of the directors in the presence of the persons specified in the resolution or if no persons are specified, in the presence of the President and Secretary of the Association.

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**COMMITTEES**

42. The Directors will appoint committees as required.

**GENERAL**

43. All motions other than special resolutions shall be decided at meetings by a majority vote whether general or Director's and in case of equality of votes the presiding officer shall have the deciding vote.

44. The order of business at the Annual General Meeting shall be as follows:

- a.) Reading of minutes of preceding Annual General Meeting
- b.) President's address and report;
- c.) Reading of correspondence;
- d.) Reports of Committees, preferably in writing;
- e.) Financial report;
- f.) Amendments to constitution;
- g.) General business;
- h.) Election of Directors;
- i.) New business.

45. The Directors shall also have specific power:

- a.) To decide all protests within the Association;
- b.) To reinstate any member under suspension;
- c.) To amend or alter the regulations governing competitions as set forth in the British Columbia Amateur Hockey Association and Hockey Canada Rules;
- d.) To settle an questions not covered by the By-laws which are within the powers of the Directors under the Society Act;
- c.) To re-classify players annually into Divisions, if required.

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46. The Association shall be affiliated with the British Columbia Amateur Hockey Association.
  
47. The By-laws of the Association shall not be altered or added to except by a Special Resolution of the Association. A majority of 75% of the members present shall be required to pass any such resolution.