



Association Mighty Ringette Kent-Sud: By-Laws

May 2025

Table of Contents

DEFINITIONS.....	4
1. GENERAL	5
1.1 Name	5
1.2 Purpose.....	5
1.3 Corporate Seal	5
1.4 Registered Office	5
1.5 No Gain for Members	5
1.6 Dissolution	5
1.7 Rulings & Interpretation	5
2. MISSION AND OBJECTIVES	6
2.1 Mission	6
2.2 Strategic Objectives	6
2.3 General Objectives.....	6
3. MEMBERSHIP	7
3.1 Composition.....	7
3.2 Admission	7
3.3 Membership Duration.....	7
3.4 Membership Dues.....	7
3.5 Transfer, Suspension, and Termination of Membership	7
4. MEETINGS OF MEMBERS	8
4.1 General & Special Meetings	8
4.2 Notice	8
4.3 Quorum	8
4.4 Agenda.....	9
4.5 Voting	9
4.6 Adjournments.....	9
5. BOARD OF DIRECTORS.....	10
5.1 Powers & Duties	10
5.2 Composition.....	10
5.3 Eligibility of Directors	11
5.4 Term.....	11
5.5 Election of Directors.....	12
5.6 Resignation and Removal of Directors	12
5.7 Committees	12

5.8	Remuneration.....	13
5.9	Conflict of Interest	13
6.	BOARD MEETINGS	13
6.1	General	13
6.2	Notice	13
6.3	Quorum	13
6.4	Agenda.....	14
6.5	Voting	14
6.6	Attendance	14
7.	RESPONSIBILITIES OF DIRECTORS.....	15
7.1	President.....	15
7.2	Vice-President.....	15
7.3	Secretary.....	16
7.4	Treasurer	16
7.5	Past President	16
7.6	Director Development.....	17
7.7	Director of Equipment.....	17
7.8	Director of Communication	18
8.	FINANCE AND MANAGEMENT.....	18
8.1	Fiscal Year.....	18
8.2	Banking	18
8.3	Income	18
8.4	Disbursements.....	18
8.5	Authority.....	20
8.6	Books and Records.....	20
8.7	Annual Financial Statements.....	20
9.	RULES	20
10.	CONFLICT OF INTEREST	21
11.	INDEMNIFICATION	22
12.	CHANGES TO BY-LAWS.....	22
13.	ADOPTION OF THESE BY-LAWS	22

DEFINITIONS

The following terms have these meanings in these By-laws:

Act – the New Brunswick Companies Act or any successor legislation.

AGM – Annual General Meeting of Members.

Association – The Association Mighty Ringette Kent-Sud. /Association Mighty Ringuette Kent-Sud Inc.

Board – the Board of Directors of the Association.

Coordinator – Refers to any paid position within the Association, whether contractual or permanent.

Date of Notice – the date on which receipt of the notice is confirmed verbally where the notice is hand-delivered, electronically where the notice is faxed or emailed, or in writing where the notice is couriered, or in the case of notice that is provided by mail, five (5) business days after the date the mail is postmarked.

Director – an individual elected or appointed to serve on the Board pursuant to these By-laws.

Member – an individual that meets the Association’s membership requirements under Bylaw 3.1 as follows:

- any player registered with the Association.
- any parent or legal guardian of a member described above.
- any other person acting as coach, referee, or manager; and
- all members of the Board.

Member in good standing - A Member that:

- has not ceased to be a Member.
- has not been suspended or expelled from membership or had other membership restrictions or sanctions imposed.
- has completed and remitted all documents as required by the Association.
- has complied with the By-laws, Policies, and rules of the Association.
- is not subject to a disciplinary investigation or action by the Association, or if subject to disciplinary action previously, has fulfilled all terms and conditions of such disciplinary action to the satisfaction of the Board; and
- has paid all required membership dues.

Kent-Sud – The geographical jurisdiction of the territory of Kent-Sud is defined as approximately: to the south, the entire parish of Grande Digue; to the north up to Richibucto.

Ordinary Resolution – a motion passed by a majority of the votes cast on that motion.

RNB – Ringette New Brunswick.

Policies – Refers to the Association’s Policies and Procedures Manual.

Special Resolution – a written motion passed by not less than two-thirds of the votes cast on that motion.

1. GENERAL

1.1 Name

The Association's name shall be Association Mighty Ringette Kent-Sud Inc./Association Mighty Ringuette de Kent-Sud Inc. (the "Association").

1.2 Purpose

These By-laws relate to the general conduct of the association's affairs. They describe the organization and functions of the Association and the means by which members may elect the Board and control the association's property and activities.

The Act and the Policy Manual of Ringette Canada and RNB shall take precedence over any Association By-Laws and Policies.

1.3 Corporate Seal

The Association does not have a corporate seal.

1.4 Registered Office

The registered office of the Association will be the primary address of the current President of the Association.

1.5 No Gain for Members

The Association will be carried on without the purpose of gain for its Members and any profits or other accretions to the Association will be used in promoting its objectives.

1.6 Dissolution

The Association may be dissolved in accordance with the Act. Upon dissolving the Association, any surplus funds will be given to other non-profit organizations as determined by the Board.

1.7 Rulings & Interpretation

Except as provided in the Act, the Board will have the authority to interpret any provision of these By-laws that is contradictory, ambiguous, or unclear, provided such interpretation is consistent with the Association's objectives.

2. MISSION AND OBJECTIVES

2.1 Mission

Association Mighty Ringette Kent-Sud's mission is to be a community minded organization that provides a safe and fun opportunity for participants of all ages and skill levels to develop athletic and leadership skills in a team sports environment.

2.2 Strategic Objectives

The Strategic Objectives of the Association are:

- To grow the sport of ringette in the Kent-Sud region by increasing participation across all age levels and skill groups.
- To provide inclusive, developmentally appropriate ringette programming that promotes not only physical literacy but also social-emotional growth.
- To foster a safe, respectful, and empowering team environment that helps participants build confidence, resilience, and leadership skills.
- To strengthen community engagement through volunteerism, family involvement, and local partnerships that support the Association's mission.
- To promote equity, diversity, and belonging within all levels of participation, ensuring access and opportunity for all youth.
- To align the Association's programs and values with the long-term athlete development (LTAD) framework and best practices in positive youth development.

2.3 General Objectives

The objectives of the Association are as follows:

- To promote, administer, and develop a well-rounded program of ringette within the Association boundary in the divisions available for each given season.
- To teach fair play and sportsmanship.
- To encourage physical fitness.
- To provide entertainment and fun for all participants.
- To provide an opportunity for all players, regardless of their level of play, to participate in the sport of ringette.
- To oversee and direct members, including players, team staff, officials, parents, and spectators.
- To ensure that all members have the opportunity to present their views and have them heard.
- To provide support and opportunity to players, team staff, officials, and administrators to improve their skills.
- To actively promote, adhere to, and support the objectives of RNB and Ringette Canada; and
- To acquire by way of grant, gift, purchase, bequest, devise or otherwise, real, and personal property and to use and apply such property to the realization of the objectives of the Association.

3. MEMBERSHIP

3.1 Composition

Membership in the Association shall be composed of the following:

- any player registered with the Association.
- any parent or legal guardian of a member described above.
- any other person acting as coach, referee, or manager; and
- all members of the Board.

Members will be from within Kent-Sud for all age groups. The Board may designate other persons who reside outside Kent-Sud to be eligible for membership.

For the purposes of registration, the number of members of the Association is unlimited.

3.2 Admission

Any person will be admitted as a Member if:

- The person makes an application for membership in a manner established by the Association.
- The person was a Member in good standing at the time of ceasing to be a Member.
- The person has paid dues as established by the Board.
- The person agrees to uphold and comply with the Association's By-Laws and Policies; and
- The person meets any other condition of membership determined by the Board.

3.3 Membership Duration

Applications for ringette playing membership may be made during such times of the year as set by the Board. All ringette playing membership expires August 31st of each year unless renewed.

3.4 Membership Dues

Each playing Member shall pay fees based on requirements as determined on an annual basis by the Board.

A Member will be terminated from the Association for failing to pay membership dues or monies owed to the Association by the deadline dates established by the Association unless otherwise approved by the Board.

3.5 Transfer, Suspension, and Termination of Membership

Membership in the Association is non-transferable.

Membership in the Association will terminate immediately upon:

- The expiration of the Member's annual membership;
- The Member failing to maintain any of the qualifications or conditions of membership described in these By-laws or in the Association's Policies;
- Resignation by the Member by giving written notice to the Association;
- Dissolution of the Association;
- The Member's death; or
- By Ordinary Resolution of the Board. Notice will set out the reasons for termination of membership and the member receiving the notice will be entitled to submit a written submission opposing the termination.

A Member may not resign from the Association when the Member is subject to a disciplinary investigation or action of the Association.

Any dues, subscriptions, or other monies owed to the Association by suspended or expelled Members will remain due.

4. MEETINGS OF MEMBERS

4.1 General & Special Meetings

The AGM will be held at such a place on such a date and at such an hour as the Board determines each year, provided that it is held in the province of New Brunswick and no later than six (6) months after the end of its fiscal year. A special meeting of Members may be held:

- At the call of the President;
- By written petition from 1/3 of the Board, delivered to the Secretary; or
- By written petition from 10 Members, delivered to the Secretary.

Meetings of Members will be closed to the public except by invitation of the Board.

Subject to these By-Laws, the Board shall establish such rules of procedure as are necessary for the conduct of any meetings.

4.2 Notice

Written or electronic notice of the date of the AGM will be given to all Members in good standing and Directors at least three weeks before the meeting. The notice will contain a proposed agenda and reasonable information to permit Members to make informed decisions.

No error or omission in giving notice of any meeting of the Members shall invalidate the meeting or make void any proceedings taken at the meeting.

4.3 Quorum

Ten (10) Members present will constitute a quorum. If a quorum is present at the opening of a meeting of the Members, the Members present may proceed with the business of the meeting, even if a quorum is not present throughout the meeting.

4.4 Agenda

The agenda for the AGM will at least include:

- Call to order;
- Establishment of quorum;
- Approval of the agenda;
- Approval of minutes of the previous AGM;
- Presentation and approval of financial reports;
- Presentation of Budget;
- Approval of membership dues and related fees;
- Business as specified in the meeting notice;
- Amendments to By-Laws or Policies;
- Election of new Directors; and
- Adjournment.

4.5 Voting

Members must be present at the meetings to vote. No vote shall be by proxy or in advance of the meeting.

Members will have the following voting rights at all meetings of the Members:

- Members who are 18 years old or older may exercise one vote;
- Members who are younger than 18 years old may have one vote exercised by a parent or guardian; and
- Managers, coaches, referees, and all Board members who are not included in the previous categories shall be entitled to one vote.

Members who cease to be in good standing will not be entitled to vote.

Votes will be determined by a show of hands, orally or by electronic ballot, except in the case of elections which require a secret ballot. Unless specified otherwise, all votes shall be carried by a simple majority of those present at any meeting. In the case of a tie, the President of the Association (or designate) shall cast the deciding vote. The President will only vote in the case of a tie.

A Resolution signed by all the Members entitled to vote on that Resolution at a meeting of the Members is as valid as if it had been passed at a meeting of the Members.

4.6 Adjournments

With the majority consent of the Members present and quorum is ascertained, the Members may adjourn a meeting of Members. No notice is required for continuation of the meeting if the meeting is held within thirty (30) days.

5. BOARD OF DIRECTORS

5.1 Powers & Duties

Every Director will:

- Act honestly and in good faith with a view to the best interests of the Association; and
- Exercise the care, diligence, and skill that a reasonably prudent person would exercise in comparable circumstances.

The Board is empowered, including but not limited to:

- Carry out the objectives of the Association;
- Make policies and procedures or manage the affairs of the Association in accordance with the Act and these By-laws;
- Make policies and procedures relating to the discipline of Members, and have the authority to discipline Members in accordance with such policies and procedures, and those applicable policies from other ringette governing bodies;
- Make policies and procedures relating to the management of disputes within the Association and deal with disputes in accordance with such policies and procedures;
- Employ or engage under contract such persons as it deems necessary to carry out the work of the Association;
- Determine registration procedures, recommend membership dues, and determine other registration requirements;
- Enable the Association to receive donations and benefits in furthering the objectives and purposes of the Association;
- Make expenditures in furthering the objectives and purposes of the Association; and
- Perform any other duties from time to time as may be deemed necessary to carry out the objectives of the Association and deemed to be in the best interests of the Association.

The Board may appoint individuals to perform any of its powers, duties, and functions. These individuals have duties and roles as established by the Board and may serve on committees.

5.2 Composition

The Board will consist of a maximum of nine (9) Directors or as may be determined from time to time by the Board, but not less than three (3) directors.

The Board shall be comprised of the following:

- President
- Vice President
- Secretary
- Treasurer
- Past President
- Director of Development
- Director of Equipment
- Director of Communication
- Director at Large

The Board, through its Nominations Committee, will attempt to fill each of the above noted positions. Where positions are vacant, they will be replaced by Directors at Large so as to maintain the required number of Board members.

The term of office for each Director shall be two (2) years or until they have been re-elected, re-appointed or succeeded. No Director may hold the same office to which they are elected or appointed for more than two (2) complete consecutive two (2) year terms.

The Board is empowered to appoint additional Directors by Ordinary Resolution as required. Such appointments shall be effective until the next AGM.

5.3 Eligibility of Directors

To be eligible for election as a Director, an individual must:

- Reside in New Brunswick;
- Be an individual;
- Be a Member of the Association in good standing;
- Be eighteen (18) years of age or older;
- Have a valid Criminal Record Check and/or Vulnerable Sector Check;
- Not to be or have been found of unsound mind by a court in Canada or elsewhere;
- Not have been convicted of an offence under the Criminal Code (Canada) or the criminal law of any jurisdiction outside of Canada in connection with the promotion, formation or management of a corporation, or involving fraud, unless three years have elapsed since the expiration of the period fixed for suspension of the passing of sentence without sentencing or since a fine was imposed, or unless the term of imprisonment and probation imposed, if any, was concluded, whichever is the latest, but the disability imposed by this paragraph ceases upon a pardon being granted;
- Have the power under law to contract;
- Have not been declared incapable by a court in Canada or in another country; and
- Have not a current status of bankruptcy.

To be eligible for the position of President, an individual must have served at least one year as a Director with the Association.

An elected Director who does not meet the eligibility requirements for election as Director will have sixty (60) days to become eligible for the position or will be removed as a Director of the Association.

5.4 Term

All Board members shall take office on the date of the AGM unless the person assuming such an office is appointed to fill a vacancy resulting from resignation or displacement by the Board, in which case the person shall assume such office at such time as designated by the Board. Such term of office shall end on the date of the AGM of the calendar year two (2) years following the date of appointment.

5.5 Election of Directors

On or around six weeks prior to the AGM, the Board shall appoint from amongst its members, a nominating Committee consisting of three (3) members of the Board. The Nominations Committee will be responsible to solicit and receive nominations for the election of the Directors.

Any nomination of an individual for election as a Director must include the written consent of the nominee and be submitted to the Registered Office of the Association seven (7) days prior to the AGM.

Nominations will be circulated to Members at the AGM and accepted from the floor.

Elections will be decided by a majority vote of the Members.

5.6 Resignation and Removal of Directors

A Director may resign from the Board at any time by presenting a notice of resignation to the Board. This resignation will become effective on the date on which the notice is received by the Secretary or at the time specified in the notice, whichever is later. If a Director who is subject to a disciplinary investigation or action of the Association resigns that Director will nonetheless be subject to any sanctions or consequences resulting from the disciplinary investigation or action.

The office of any Director will be vacated automatically if:

- The Director ceases to be a Member;
- The Director resigns;
- At the discretion of the Board and without reasonable excuse, the Director is absent from two (2) consecutive meetings of the Board;
- The Director pledges credit of or authorizes charges against the Association without the approval of the Board;
- The Director does not fulfill the duties of the office they hold;
- The Director is convicted of a criminal offence, or is found to be a mentally incompetent person or becomes of unsound mind;
- The Director is found to be listed with the Child Abuse Registry;
- The Director becomes bankrupt or suspends payment of debts or compounds with creditors or makes an authorized assignment in bankruptcy or is declared insolvent; or
- The passing of a Director.

An elected Director may be removed by Special Resolution of the Members at the AGM, or any special meeting provided the Director has been given reasonable written notice of, and the opportunity to be present and to be heard at, such a meeting.

5.7 Committees

The Board may appoint such committees as it deems necessary for managing the affairs of the Association and may appoint members of committees or provide for the election of members of committees, may prescribe the duties and terms of reference of committees, and may delegate to any Committee any of its powers, duties, and functions.

All Standing Committees will be responsible to the Board.

5.8 Remuneration

All Directors and members of Committees will serve their term of office without remuneration except for reimbursement of expenses in the normal course of fulfilling their duties and as approved by the Board. This section does not preclude a Director or member of a Committee from providing goods or services to the Association under contract or for purchase. Any Director or member of a committee will disclose the conflict/potential conflict in accordance with these By-laws.

5.9 Conflict of Interest

A Director or member of a committee who has an interest, or who may be perceived as having an interest, in a proposed contract or transaction with the Association will disclose fully and promptly the nature and extent of such interest to the Board or Committee, as the case may be, may be asked to leave the meeting during any discussions regarding the conflict. If they remain in the room, they will refrain from voting or speaking in debate on such contract or transaction, will refrain from influencing the decision on such contract or transaction, and will otherwise comply with the requirements of the Act regarding conflict of interest.

6. BOARD MEETINGS

6.1 General

The Board will hold at least five (5) meetings per year.

A meeting of the Board will be held at any time and place as determined by the President or by written requisition of at least one-third of the Board. Meetings of the Board may be held in person, by teleconference, or by video conference, as determined by the Board to best meet the needs of its members.

The President will be the Chair of all Board meetings unless the president designates an alternate Chair. In the absence of the President or their designate or if the president does not call the meeting, the Vice President will be the Chair of the meeting.

6.2 Notice

Written electronic notice of meetings of the Board will be given to all Directors at least seven (7) days prior to the scheduled meeting.

No notice of a board meeting is required if all Directors waive notice or if those absent consent to the meeting being held in their absence.

6.3 Quorum

At any meeting of the Board, a quorum will be a majority of Directors, and at least three of the following four Directors must be present: President, Vice President, Secretary and Treasurer. Where one or more of these positions are vacant, a quorum will be a majority of Directors, and at least two of the above-noted Directors must be present.

6.4 Agenda

The agenda for Board meetings will at least include:

- Call to order;
- Establishment of quorum;
- Approval of the agenda;
- Approval of minutes of the previous Meeting;
- Business as specified in the meeting notice; and
- Adjournment.

6.5 Voting

Each Director is entitled to one vote. Voting will be by show of hands, written, or orally unless any one of the Directors present requests a secret ballot. Resolutions will be passed if a majority of the votes are in favour of them. The President shall not vote except in the case of a tie.

A declaration by the Chairperson that a Resolution has been carried and an entry to that fact in the minutes of the Association shall be sufficient evidence, without proof of the number or proportion of the members recorded in favour of or against such Resolution.

A resolution in writing signed by all the Directors is as valid as if it had been passed at a meeting of the Board.

6.6 Attendance

No person shall act for an absent Director at a meeting of directors.

Meetings of the Board will be closed to Members and the public except by invitation of the Board.

A meeting of the Board may be held by telephone conference call or by means of other telecommunications technology. Directors who participate in a meeting by telecommunications technology are considered to have attended the meeting.

7. RESPONSIBILITIES OF DIRECTORS

All Directors report to the President or Vice President and are required to attend Board meetings. The board may determine the directors' responsibilities from time to time.

7.1 President

The President is responsible for the general management and supervision of the affairs and operations of the Association, including but not limited to:

- Act as Chairman of the Board;
- Act as an official spokesperson of the Association;
- Represent the Association with the provincial and regional associations;
- Determine the date and time of Board meetings and AGM;
- Prepare for and attend all meetings of RNB including the AGM;
- Serve as a communications link between the Association and provincial and regional associations;
- Assist and supervise Directors and Coordinators as required and ensure all responsibilities are completed in a timely manner;
- Ensure all Bylaws and Policies are followed and updated as required;
- Approve expenses;
- Sign cheques;
- Maintain a proactive strategy to obtain ice for future ringette seasons;
- Determine a long-term fundraising strategy for the Association and communicate to Members; and
- Perform other duties from time to time as shall be necessary for the good and welfare of the Association.
- Reserving hotels for tournaments to be attended by the Association;
- Ensure all required information (team game sheets, etc....) is submitted to RNB on a timely basis;
- Prepare an agenda for all Board meetings and AGM;
- Send notifications and ensure quorum for all Board meetings;
- Maintain registration database;
- Maintain waiting lists by age group;
- Prepare registration forms;
- Coordinate registration for the upcoming season
- Prepare preliminary team rosters;
- Submit Registration to RNB; and

7.2 Vice-President

The Vice President reports to the President and provides support to the President while preparing for the role and responsibilities of the President, including but not limited to:

- Assist and supervise Directors and Coordinators as required and ensure all responsibilities are completed in a timely manner;
- Attend meetings of RNB (with the President) and prepare reports for these meetings as needed;
- Oversight of all technical programs, operations of teams, team selection, player selection, provision of ice, referees, equipment, team managers, tournament registration, league stats, coaching administration, and website and publicity;
- Coordinate the AGM;
- Assist with the preparation of annual reports for RNB as needed;

- Perform the duties of the President in their absence, including co-signing cheques; and
- Perform other duties from time to time as shall be necessary for the good and welfare of the Association.

7.3 Secretary

The Secretary reports to the President and is responsible for the proper keeping the official documentation of the Association, including but not limited to:

- Prepare, disperse, and maintain minutes of all Association meetings, including all Resolutions;
- Maintain the Association Bylaws and Policies and update as required;
- Maintain and update the Minute Book and Company Registry (lists all the directors of the organization);
- File appropriate notice with the Director, Corporate Registry, Service New Brunswick, of any change in the directors or the address of the head office;
- File the annual return with the Corporate Registry, Service New Brunswick;
- Have custody of all documents and records, except financial, pertaining to the affairs of the Association; and
- Perform other duties from time to time as shall be necessary for the good and welfare of the Association.

7.4 Treasurer

The Treasurer reports to the President and is responsible for the financial management of the Association, including but not limited to:

- Keep proper and timely accounting records;
- Reconcile bank accounts on a timely basis;
- Prepare annual budget and financial reports for AGM;
- Pay outstanding bills;
- Prepare invoices;
- Deposit all monies received by the Association in the Association bank account;
- Sign cheques;
- Prepare all reports for government and taxing authorities as required;
- Have custody of all financial documents and records, and review RNB invoice and submit to President for approval;
- Ensure registration fees are collected;
- Perform other duties from time to time as shall be necessary for the good and welfare of the Association.

7.5 Past President

The Past President provides advice and leadership to the Board of Directors regarding past practices and other matters to assist the Board in governing the Association, including but not limited to:

- Support and act as a mentor for the president;
- Attend RNB and regional ringette association meetings for at least the first year;
- Attend and participate in Board meetings (as a voting member); and

- Perform other duties from time to time as shall be necessary for the good and welfare of the Association.

7.6 Director Development

The Director of Development reports to the Vice President and is responsible for the development of both players and coaches within the Association. This role ensures a positive and progressive environment where athletes and staff can grow, compete, and succeed at all levels. Responsibilities include, but are not limited to:

- Oversee recruitment, selection, and support of coaches and managers for each team in accordance with policy, and submit to the Board for approval.
- Promote and ensure age-appropriate, skill-specific development in all Association programs.
- Organize and deliver coaching clinics, training workshops, and a mandatory start-of-season orientation meeting for all coaching staff.
- Ensure managers are selected and trained through a start-of-season orientation and serve as an advisor to managers as needed.
- Maintain and update the Coaches and Managers Handbook.
- Organize and coordinate gym ringette sessions and goalie development programs.
- Enforce and promote codes of discipline for coaches, parents, and players.
- Receive, document, and report any complaints or discipline issues to the Board as required.
- Collect and maintain Criminal Record Checks and/or Vulnerable Sector Checks for team staff on a timely basis.
- Perform other duties from time to time as shall be necessary for the good and welfare of the Association.

7.7 Director of Equipment

The Director of Equipment is responsible for coordinating and maintaining the Association's equipment inventory and storage room, including but not limited to:

- Arrange for the purchase of new equipment as required;
- Inspect all game jerseys and arrange for repairs as required;
- Obtain a list of equipment requirements from the teams;
- Distribute jerseys and equipment to teams;
- Arrange for the handling, storage, repairing, cleaning, and inventory of equipment;
- Coordinate the distribution and return of keys for the storage room;
- Ensure the storage room is clean and in order;
- Coordinate the return of all jerseys and equipment;
- Determine equipment purchases to be approved by the Board;
- Responsible for coordinating and the operation of the clothing store; and
- Perform other duties from time to time as shall be necessary for the good and welfare of the Association.

7.8 Director of Communication

The Director of Communication is responsible for overseeing all communications for the Association including but not limited to:

- Ensure the information and content published (posted) on the Association's website and social media accounts is relevant, up to date, and remains consistent on all platforms. Including articles, stories, news and events;
- Manage the Association's general email account;
- Distribute communications from internal and external parties to Members on a timely basis;
- Manage the website hosting relationship; and
- Perform other duties from time to time as shall be necessary for the good and welfare of the Association.

7.9 Director at Large

The Director at Large serves as a member of the Board of Directors and contributes to the governance, strategic direction, and oversight of the organization. Unlike Directors with specific portfolios or officer roles, the Director at Large provides broad-based input and may take on special projects or support committees as needed. Other key responsibilities include but are not limited to:

- Participate actively in board meetings and strategic planning sessions.
- Provide input on organizational decisions, policies, and initiatives.
- Serve on committees or working groups as requested by the Board Chair.
- Represent the interests of the membership or community at large.
- Assist in fundraising, outreach, or events as appropriate.
- Uphold fiduciary duties, including duty of care, loyalty, and compliance.
- Support and promote the mission, vision, and values of the organization.

8. FINANCE AND MANAGEMENT

8.1 Fiscal Year

Unless otherwise determined by the Board, the Association's fiscal year will be May 1st to April 30th.

8.2 Banking

The banking business of the Association will be conducted at such financial institutions as the Board may determine.

8.3 Income

The Association's income shall be obtained from membership fees, private and public grants, publications, and from any other appropriate sources subject to the approval of the Board.

8.4 Disbursements

All Directors will operate within the approved budget for all expenses. Non-budgeted expenditures require Board approval. Where an expenditure is urgent and advance Board approval is impossible, members of the Board may incur expenses in consultation with two other Board members, at least one of whom is the Vice President or President.

All invoices are to be forwarded to the President for review and approval before being sent to the

Treasurer for payment. All members are responsible for challenging or verifying invoices where uncertainty exists.

All expenses and disbursements of funds of the Association shall be supported by auditable documents.

8.5 Authority

All contracts, documents, or any instruments in writing requiring the signature of the Association shall be signed by at least two (2) Directors, one being the President.

All cheques drawn on the Association account must be signed by the Treasurer and any one of the following three authorities:

- President.
- Vice-President; or
- Secretary.

8.6 Books and Records

The necessary books and records of the Association required by these By-laws or by applicable law will be properly kept. The books and records include, but are not limited to:

- The Association's By-laws.
- The Association's Policies.
- The minutes of meetings of the Members and of any committee of Members.
- The Resolutions of the Members and of any committee of Members.
- The minutes of meetings of the Directors or any committee of Directors.
- The Resolutions of the Directors and of any committee of Directors.
- A register of Directors.
- A register of Members; and
- Accounting records are adequate to enable the Directors to ascertain the financial position of the Association on a quarterly basis.

8.7 Annual Financial Statements

The Financial Statements will include:

- A Balance Sheet with a comparison to the prior year.
- An Income Statement with a comparison to the prior year.
- Any further information respecting the financial position of the Association.

The Directors will approve financial statements (evidenced by the signature of one or more Directors) of the Association.

The financial statements will be presented to the Members at the AGM.

9. RULES

The Official Rules of Ringette issued by Ringette Canada, shall be used to play ringette games under the jurisdiction of the Association

10. CONFLICT OF INTEREST

A conflict of interest arises when a Member's private interests conflict with their official duty requirement. A conflict of interest can be either actual or apparent.

- An actual conflict occurs when a member's private interests conflict or compete with the way they perform their official duties.
- An apparent conflict of interest occurs when a member's private interests appear to influence their official duties, even though the person is not influenced in this way.

The effects of actual and apparent conflicts will both be taken seriously. Accordingly, it is important that no member use their position, or the knowledge gained therefrom, in such a manner, that actual conflict arises between the interest of the Association and their personal interest

The responsibilities of Members with respect to conflict of interest include but are not limited to:

- Each Member has a duty to place the interest of the Association foremost in any dealings and has a continuing responsibility to comply with the requirements of this policy.
- Each Member may not obtain for themselves, their relatives or their friends, a material benefit of any kind from their Association, other than those normally associated with being a Member.
- If a Member has an interest in a proposed transaction with the Association, its programs, or in any organization involved with the transaction, they must first make full disclosure of such interest before any discussion or negotiation occurs and shall not vote thereon.
- If a Member is involved in a personal or family relationship with any other Member and one person in that relationship is in a position of power over another Member, they must make full disclosure and shall be under informal and/or formal review by the Board to ensure the process eliminates an actual conflict of interest. Such a relationship would include, but not be limited to parent/child or other immediate family relationships, current/former romantic relationships, etc. Positions of power include, but are not limited to athlete selection, athlete evaluation, determination of athlete playing time, and disciplinary actions.
- Any Member who is aware of a potential conflict of interest regarding any matter coming before the Board shall not vote on it.
- Members will not accept gifts or benefits where these would, or might appear, to improperly influence them in the performance of their duties. Neither will they give gifts or favours where this might appear designed to improperly influence others. This clause is not intended to include minor gifts such as for example, gifts given and received at Christmas time.

Conflict of interest situations will be referred to the Board who will make a decision regarding whether the conflict is actual or apparent. The outcome of the decision will be communicated to the person (s) and/or group involved as well as appropriate actions taken in a timely manner.

11. INDEMNIFICATION

The Association will indemnify and hold harmless out of the funds of the Association each Director and any individual who acts at the Association's request in a similar capacity, their heirs, executors and administrators from and against any and all claims, charges, expenses, demands, actions or costs, including an amount paid to settle an action or satisfy a judgment, which may arise or be incurred as a result of occupying the position or performing the duties of a Director or and any individual who acts at the Association's request in a similar capacity.

The Association will not indemnify a Director or any individual who acts at the Association's request in a similar capacity for acts of fraud, dishonesty, bad faith, or breach of any statutory duty or responsibility imposed upon them under the Act. For further clarity, the Association will not indemnify an individual unless the individual acted honestly and in good faith with a view to the best interests of the Association.

12. CHANGES TO BY-LAWS

Any Member of the Association in good standing may propose an amendment to the By-Laws. This proposal must be submitted in writing to the Board at least 21 days prior to the AGM. The proposed amendment will be presented at the next AGM. No amendment to the By-Laws shall be accepted from the floor at any meeting.

The By-laws of the Association may be amended by Special Resolution.

All housekeeping (changes to grammar, punctuation, spelling and formatting, that do not change the intent or meaning of the document) shall be made at the Board's discretion. The Board may also make changes that do not require special Member resolutions. In such cases, the change will take effect on the date it is approved by the Board and placed on the agenda for the next meeting of Members.

13. ADOPTION OF THESE BY-LAWS

These By-laws were ratified by a Special Resolution vote of the Members at the AGM held on May 28, 2025.

In ratifying these By-laws, the Members repeal all prior By-laws of the Association provided that such repeal does not impair the validity of any action done pursuant to the repealed By-laws.