

SOOKE & DISTRICT MINOR HOCKEY ASSOCIATION

BY-LAWS

BYLAW 1

DEFINITIONS AND INTERPRETATION

DEFINITIONS

1.1.1 In these Bylaws:

- a) "Act" means the Societies Act of British Columbia as amended from time to time;
- b) "Association" means Sooke & District Minor Hockey Association;
- c) "Board" means the Board of Directors of the Association;
- d) "Bylaws" means these Bylaws as altered from time to time;
- e) "Ordinary Resolution" means a resolution passed by a majority of the votes cast on that resolution; and
- f) "Special Resolution" means a resolution passed in a General Meeting by a majority of not less than two thirds (2/3) of the votes cast on that resolution.

DEFINITIONS IN THE ACT

1.2.1 The definitions in the Act apply to these Bylaws.

INTERPRETATION

- 1.3.1 If there is a conflict between these Bylaws and the Act or the regulations under the Act, the Act or its regulations, as the case may be, prevail.
- 1.3.2 In these By-Laws, wherever submission of a notice, declaration, or other formal communication is required, such notice, declaration, or communication may be transmitted by email or facsimile.

BYLAW 2

AFFILIATION

- 2.1.1 The Association shall be affiliated with Hockey Canada, the British Columbia Amateur Hockey Association and the Vancouver Island Amateur Hockey Association and shall operate in a manner consistent with their constitutions, bylaws, regulations, rules, policies, and related decisions.

BYLAW 3 MEMBERSHIP

MEMBERSHIP CLASSIFICATIONS

3.1.1 The Association's membership shall be composed of:

- a) Playing Members;
- b) Ordinary Members; and
- c) Life Members.

PLAYING MEMBER

3.2.1 A person shall become a Playing Member when his or her signed player registration form and corresponding registration fee are accepted by the Board.

3.2.2 Membership as a Playing Member shall run from acceptance by the Board until May 15th of the following year.

ORDINARY MEMBER

3.3.1 Every person who is a parent or guardian of a registered player shall become an Ordinary Member. A player is registered when his or her signed player registration form and corresponding registration fee are accepted by the Board.

3.3.2 Every person who is registered on a Hockey Canada Roster (or successor document) as a coach, manager, safety person, or other team official shall become an Ordinary Member.

3.3.3 Every person who is an on-ice official of the Association shall become an Ordinary Member.

3.3.4 Every person who is a Director of the Association shall become an Ordinary Member.

3.3.5 Every person who is eighteen (18) years of age or older and who is designated by the Board as a volunteer doing active work for the Association shall become an Ordinary Member.

3.3.6 Membership as an Ordinary Member shall run from acceptance by the Board until May 15th of the following year unless the Ordinary Member is a Director of the Association. A Director is an Ordinary Member as long as he or she remains a Director.

LIFE MEMBER

- 3.4.1 Life Membership shall be the highest honor that can be bestowed by the Association to a retired Member. Nominees for Life Membership have, through personal and devoted efforts in the affairs of the Association, provided distinctive or extraordinary service to the Association.
- 3.4.2 A nomination for life membership shall be submitted to the Board. The Board will review the nomination and make an appropriate recommendation. A decision to award a Life Membership shall be by way of a Special Resolution at an Annual General Meeting.

MEMBER OBLIGATIONS

- 3.5.1 Every Member shall accept the authority of the Association; every member shall uphold the Constitution and comply with these Bylaws.
- 3.5.2 Every Member shall comply with regulations, policies, rules, and related decisions the Board may, from time to time, determine.
- 3.5.3 Every member shall accept the authority of Vancouver Island Amateur Hockey Association, British Columbia Amateur Hockey Association, and Hockey Canada. In so doing, members shall comply with the constitution, bylaws, regulations, rules, policies, and related decisions of these affiliated organizations.

MEMBER RIGHTS

- 3.6.1 Members who are in good standing and not under suspension are entitled to participate in competitions, programs, activities, and other events coordinated by the Association.
- 3.6.2 Members who are in good standing can submit proposals for inclusion on the agenda of Directors' Meetings, Annual General Meetings, and Special General Meetings.
- 3.6.3 Members who are in good standing have the right to receive notices of Annual General Meetings and Special General Meetings.
- 3.6.4 Members who are in good standing are entitled to attend and speak at Annual General Meetings and Special General Meetings.
- 3.6.5 Members who are in good standing, not under suspension, not employed by the Association, and have reached the age of eighteen (18) have the right to vote at Annual General Meetings and Special General Meetings.

- 3.6.6 Members who are in good standing have the right to exercise all other rights and privileges arising from the Bylaws, Regulations and Policies of the Association and such other rights and privileges as the Board may, from time to time, determine.

MEMBER NOT IN GOOD STANDING

- 3.7.1 A member is not in good standing if he or she fails to pay annual player registration fees, annual membership dues, if any, or any other debt owing to the Association. The member is not in good standing for so long as the debt remains unpaid.
- 3.7.2 A Member Not In Good Standing may not vote at an Annual General Meeting or Special General Meeting, and he or she is deemed not to be a voting member for the purpose of consenting to a Resolution of the voting members.

MEMBER DISCIPLINE AND SUSPENSION

- 3.8.1 A member may be disciplined or suspended for:
- a) a breach or violation of the Constitution, Bylaws, Regulations, Rules, Policies, or related decisions of the Association and/or its affiliated organizations;
 - b) unsportsmanlike conduct on or off the ice;
 - c) abuse of on-ice officials; or
 - d) conduct which brings discredit to the Association.
- 3.8.2 A suspended Member shall lose his or her right to vote at Annual General Meetings or Special General Meetings while a suspension remains in effect.

MEMBER EXPULSION

- 3.9.1 A member may be expelled for:
- a) willfully, seriously, or repeatedly violating the Constitution, Bylaws, regulations, rules, policies, or decisions of the Association and/or its affiliated organizations; or
 - b) actions that bring the sport of hockey in to disrepute.

MEMBERSHIP TERMINATION

- 3.10.1 A Member's membership in the Association is terminated when:
- a) the Member's term of membership expires;
 - b) the Member is not in good standing for six (6) consecutive months;

- c) the Member notifies the Board in writing that he or she wishes to terminate his or her membership. Written notice shall be delivered either in person, by electronic mail, or by registered mail;
- d) the Member is expelled; or
- e) the Member has died.

BYLAW 4

GENERAL MEETINGS

TIME AND PLACE OF GENERAL MEETINGS

- 4.1.1 The Annual General Meeting of the Association shall be held on a date, time, and place the Board determines, and it shall be held no later than April 30th of each year.
- 4.1.2 A Special General Meeting shall be held when:
 - a) The Board approves a motion to call for a meeting; or
 - b) Members who collectively hold at least ten per cent (10%) of the votes that may be cast at a General Meeting requisition a meeting. Any such requisition shall be made in a written submission sent to the Board, and it must set out the purpose of and any special resolution for which such meeting is being requisitioned.
- 4.1.3 A Special General Meeting shall be held on a date, time, and place the Board determines, and it shall be held within sixty (60) days of the Board's receipt of the requisition.

NOTICE OF GENERAL MEETINGS

- 4.2.1 Notice of a General Meeting of the Association shall specify the location, the day, and the time of the meeting. Notice must include the text of any Special Resolution(s) to be submitted to the meeting, and, in the case of a Special General Meeting, must include the purpose of the meeting.
- 4.2.2 Written notice of a General Meeting shall be sent to every member of the Association at least twenty-one (21) days before the meeting. Written notice shall be by way of electronic mail to Members who have provided an email address to the Association and by way of:
 - a) a notice in local community newspapers; or
 - b) a posted notice at the community arena(s); or
 - c) a notice on a website that is maintained by or on behalf of the Association which is accessible to all Members of the Association.

- 4.2.3 The accidental omission to send notice of a General Meeting to, or the non-receipt of notice by, a Member who is entitled to notice does not invalidate any proceedings at that meeting.

PROCEEDINGS AT GENERAL MEETINGS

- 4.3.1 At Annual General Meetings, the following shall be the order of business:

- a) Roll call;
- b) Establishment of quorum;
- c) Approval of minutes;
- d) Correspondence;
- e) President's report;
- f) Vice President Operation's report;
- g) Vice President Administration's report;
- h) Treasurer's report;
- i) Approval of financial statements;
- j) Amendments to Bylaws;
- k) General or new business;
- l) Elections; and
- m) Adjournment.

- 4.3.2 With respect to Special General Meetings, the Board shall prepare the agenda. The Board shall limit that agenda to the items specified by the Board resolution to call such meeting or the written submission by which such meeting is requisitioned. The agenda of a Special General Meeting may not be altered.

- 4.3.3 The President of the Association shall preside as chairperson of all General Meetings of the Association. In the event the President is unable to preside, he or she shall appoint one of the Association's Vice Presidents as chairperson. In the event all of the President, Vice President Operations, and Vice President Administration are unable to preside, one of the other Directors shall be appointed by the Board as chairperson.

- 4.3.4 General Meetings of the Association shall be conducted according to Robert's Rules of Order.

QUORUM AT GENERAL MEETINGS

- 4.4.1 Business, other than the roll call and the adjournment of the meeting, must not be transacted at a General Meeting unless a quorum of Voting Members is present.
- 4.4.2 At all General Meetings, a quorum shall consist of not less than twenty (20) Voting Members.

4.4.3 If, within thirty (30) minutes from the time set for holding a General Meeting, a quorum is not present:

- a) in the case of a meeting convened on the requisition of Members, the meeting is terminated; and
- b) in any other case, the meeting stands adjourned to the same day in the next week, at the same time and place, and if, at the continuation of the adjourned meeting, a quorum is not present within thirty (30) minutes from the time set for holding the continuation of the adjourned meeting, the Voting Members who are present constitute a quorum for that meeting.

4.4.4 If, at any time during a General Meeting, there ceases to be a quorum, business then in progress must be suspended until there is a quorum present. If a quorum is not reestablished, the meeting shall:

- a) in the case of a meeting convened on the requisition of members, be terminated; and
- b) in any other case, be adjourned and continued.

NOTICE OF CONTINUATION OF ADJOURNED GENERAL MEETING

4.5.1 It is not necessary to give notice of a continuation of an adjourned General Meeting or of the business to be transacted at a continuation of an adjourned General Meeting except that, when a general meeting is adjourned for thirty (30) days or more, notice of the continuation of the adjourned meeting must be given.

BUSINESS AT A CONTINUATION OF AN ADJOURNED GENERAL MEETING

4.6.1 No business may be transacted at the continuation of the adjourned General Meeting other than business left unfinished at the adjourned meeting.

VOTING AT GENERAL MEETINGS

4.7.1 Playing Members, Ordinary Members, and Life Members who are:

- a) eighteen (18) years of age or older;
- b) Members in Good Standing;
- c) not under suspension; and
- d) not employed by the Association

shall be Voting Members.

4.7.2 Voting Members shall be entitled to cast one (1) vote at General Meetings.

4.7.3 Voting must be by a show of hands, an oral vote, or another method that adequately discloses the intention of the Voting Members, except that, if before

or after such a vote, five (5) or more Voting Members request a secret ballot or a secret ballot is directed by the chairperson, voting must be by secret ballot.

4.7.4 The chairperson of the General Meeting shall cast a vote only in the event of a tie.

4.7.5 Proxy voting is not permitted

MATTERS DECIDED AT GENERAL MEETINGS

4.8.1 A matter to be decided at a General Meeting shall be decided by Ordinary Resolution unless the matter is required by the Act or these Bylaws to be decided by Special Resolution or by another resolution having a higher voting threshold for an Ordinary Resolution.

BYLAW 5

BOARD OF DIRECTORS

ROLE OF THE BOARD OF DIRECTORS

5.1.1 The Board is accountable to the Members of the Association. The Board shall manage and/or supervise the management of the activities and affairs of the Association.

5.1.2 The Board may delegate any, but not all, of its responsibilities. The Board shall have the authority to delegate those responsibilities, duties and authority that may be lawfully delegated to a Committee, Member of the Association, or to a third party to assist the Board in carrying out its responsibilities.

5.1.3 The Board may make, or cause to be made, for the Association, in its name, any kind of contract which the Association may lawfully enter into and, save as otherwise provided in these Bylaws, generally may exercise all such other powers and do all such acts and things as the Association, by its charter or otherwise, is authorized to exercise and do.

DUTIES AND RESPONSIBILITIES OF THE BOARD

5.2.1 The Board shall govern the affairs of the Association in accordance with the provisions of the Association's Constitution and Bylaws.

5.2.2 The Board shall supervise the financial affairs of the Association.

5.2.3 In addition to any other powers which are conferred upon the Board by law or these Bylaws, the Board shall have the power to:

- a) establish, adopt, review, and amend policies;
- b) make proposals for new Bylaws or make proposals to amend or repeal existing Bylaws;
- c) settle all questions not provided for in the Association's Bylaws or policies;
- d) overrule any decision, of any Member, that is inconsistent with any decision by the Board or the Bylaws and policies of the Association;
- e) approve the annual budget of the Association and approve adjustments thereto;
- f) establish, review, and/or revise terms of reference and operating procedures for Standing Committees, if any, Committees, and work groups as warranted;
- g) appoint the following Coordinators if required:
 - i.) Risk Management Coordinator;
 - ii.) Equipment Coordinator;
 - iii.) Social Media Coordinator;
 - iv.) Female Development Coordinator;
 - v.) Divisional Coordinator(s);
 - vi.) Tournament Coordinator;
 - vii.) Referee Scheduling Coordinator; and
 - viii.) Fundraising/Special Event Coordinator.

The Board may, at its discretion, assign Coordinator positions to Directors on the Board;

- h) grant or refuse applications for memberships;
- i) discipline or suspend any Member for:
 - (i) a breach or violation of the Constitution, Bylaws, regulations, rules, policies, or related decisions of the Association and/or its affiliated organizations;
 - (ii) unsportsmanlike conduct on or off the ice;
 - (iii) abuse of on-ice officials; or
 - (iv) conduct which brings discredit to the Association.

NUMBER OF DIRECTORS ON THE BOARD

5.3.1 The Association shall have no fewer than thirteen (13) and no more than nineteen (19) Directors.

ELIGIBILITY OF DIRECTORS

5.4.1 Paid employees of the Association are not eligible for election as a Director.

5.4.2 A person who is:

- a) under the age of eighteen (18);
- b) a Member Not In Good Standing; or
- c) a suspended Member

is not eligible for election or appointment as a Director.

5.4.3 A person who has never been elected or appointed as a Director or Coordinator of the Association for at least one (1) term shall be ineligible for election as a Director who will hold the position of President, Vice President Operations, or Vice President Administration.

5.4.4 Directors who are elected or appointed to hold the positions of:

- a) President;
- b) Vice President Hockey Operations;
- c) Vice President Administration;
- d) Secretary; or
- e) Treasurer

shall not be spouses or persons with a comparable sentimental relationship.

COMPOSITION OF THE BOARD OF DIRECTORS

5.5.1 The Directors of the Association shall be:

- a) President;
- b) Immediate Past President;
- c) Vice President Hockey Operations;
- d) Vice President Administration;
- e) Secretary;
- f) Treasurer;
- g) Registrar;
- h) Coach Coordinator;
- i) Referee-in-Chief;
- j) Ice Allocator; and
- k) no fewer than three (3) and no more than seven (9) Directors at Large.

5.5.2 The Table Officers of the Association shall be the:

- a) President;
- b) Immediate Past President;
- c) Vice President Hockey Operations;
- d) Vice President Administration;
- e) Secretary; and
- f) Treasurer.

TERMS OF OFFICE

5.6.1 A Director holding the position of President shall serve a two (2) year term. The term shall commence at the end of the Annual General Meeting at which the

Director was elected, and terminate at the end of the Annual General Meeting occurring approximately two (2) years later.

5.6.2 Directors holding the positions of

- a) Vice President Hockey Operations;
- b) Vice President Administration;
- c) Secretary; and
- d) Treasurer

shall serve two (2) year terms. The Vice President Hockey Operations and Vice President Administration shall be elected on alternate years. The Secretary and Treasurer shall be elected on alternate years. A term shall commence at the end of the Annual General Meeting at which the Director was elected, and terminate at the end of the Annual General Meeting occurring approximately two (2) years later.

5.6.3 Directors holding the positions of Immediate Past President, Registrar, Coach Coordinator, Referee-in-Chief, Ice Allocator, and Director At Large shall serve one (1) year terms. The term shall commence at the end of the Annual General Meeting at which the Director was elected and terminate at the end of the Annual General Meeting occurring approximately one (1) year later.

ELECTION OF DIRECTORS

5.7.1 At each Annual General Meeting, elections shall be held to fill the positions of the elected Directors whose terms have expired and to fill any vacancies.

5.7.2 At least two (2) months prior to the Annual General Meeting the President shall appoint a Nominating Committee of three (3) Members. The Committee shall prepare a list of candidates for submission at the Annual General Meeting.

5.7.3 Nominations for Directors must be submitted to the Nominating Committee no later than fourteen (14) days prior to the Annual General Meeting. Nominations from the floor will not be accepted. The holder of an office may run for subsequent terms of office.

5.7.4 Candidates shall consent to their nomination and they shall agree to serve if they are elected. If a nominee is not in attendance at the Annual General Meeting, his or her written consent and agreement shall have been provided to the Chairperson of the Annual General Meeting in advance of the meeting.

5.7.5 Separate elections shall be held for each position to be filled.

5.7.6 An election, if uncontested, shall be by acclamation; otherwise, it shall be by ballot.

BOARD VACANCIES

5.8.1 The Board may, at any time and from time to time, appoint a person to fill a vacancy on the Board. The person so appointed shall cease to be a Director at end of the next Annual General Meeting of the Association.

5.8.2 No act or proceeding is invalid only by reason of there being less than the prescribed number of Directors on the Board.

RESIGNATION OF A DIRECTOR

5.9.1 A Director who resigns from office shall deliver a written notice of resignation to the Board. Written notice shall be delivered either in person, by electronic mail, or by registered mail.

REMOVAL AND SUSPENSION OF A DIRECTOR

5.10.1 A Director of the Association may be removed from office in accordance with the Act.

5.10.2 A Director of the Association may be suspended by the Board if he or she:

- a) without reasonable cause, absents himself or herself from three (3) or more consecutive meetings of the Board; or
- b) fails to carry out his or her duties.

The Board shall provide that Director with a statement of the reason or reasons for the proposed suspension at least fifteen (15) days prior to the Board Meeting at which the proposed suspension is to be voted on. The statement shall include a notice of the place and time when the Board will be meeting to vote on the suspension. The Director shall be given an opportunity to be heard and the matter will be considered by the Board at the time cited in the notice. The motion by the Board to suspend a Director requires no less than a seventy-five percent (75%) majority of those entitled to vote to pass. The Director whose suspension is proposed shall not be entitled to vote on the motion.

BYLAW 6

BOARD MEETINGS

CALLING BOARD MEETINGS

6.1.1 The Board shall meet at the call of:

- a) The President;
- b) Any two (2) Table Officers; or

- c) Any three (3) other Directors

at a predetermined place to dispatch business as they see fit. The board shall meet as required throughout the year and it shall meet at least six (6) times during the hockey season.

NOTICE OF BOARD MEETINGS

- 6.2.1 Notice and the agenda for any Board Meeting shall be provided to each Director at least five (5) days before such meeting. Notice may be waived or abridged with the consent of every Director who has not received the prescribed five (5) days' notice.
- 6.2.2 The accidental omission to give notice of a Board Meeting to a Director, or the non-receipt of a notice by a Director, does not invalidate proceedings at the meeting.

QUORUM AT BOARD MEETINGS

- 6.3.1 At least three (3) Table Officers and a majority of other Directors shall constitute a quorum for the transaction of business at any meeting of the Board.
- 6.3.2 A Director may participate in a Board Meeting by means of telephonic, electronic, or other communications technology that permits all participants to communicate adequately with each other during the meeting. A Director participating in this manner shall be taken to be present at the meeting.

CONDUCT AT BOARD MEETINGS

- 6.4.1 The President of the Association shall preside as chairperson of all Board Meetings of the Association. In the event the President is unable to attend, he or she shall appoint one of the Association's Vice Presidents as chairperson. In the absence of the President and both Vice Presidents, the Directors present shall choose one of their number to be Chairperson.
- 6.4.2 The Directors may regulate the guidelines and procedures of Board Meetings as they think fit; however, deliberation, debate, and decision-making shall be fair, orderly, transparent, and in keeping with the fundamental principles of parliamentary procedure.
- 6.4.3 Members of the Association who are designated by the Board as volunteers doing active work for the Association or who are appointed as Coordinators may attend any Board Meeting upon the invitation of any Director. These Members, while at the Board Meeting, shall be entitled to participate in discussions on matters which pertain to their work.

- 6.4.4 Any Member of the Association may attend any Board Meeting as an observer unless the Board has convened a closed meeting.
- 6.4.5 Any Member of the Association is entitled to submit a proposal for inclusion on the agenda of a Board Meeting, and he or she may, upon the invitation of the Chairperson, attend the Board Meeting to speak on his or her item of business.

VOTING AT BOARD MEETINGS

- 6.5.1 Questions arising by way of motion at any Board Meeting shall be decided by a majority vote of the Directors present, unless a larger proportion of the votes is required under these Bylaws. Each Director is authorized to exercise one (1) vote.
- 6.5.2 The chairperson of the Board Meeting shall vote only in the event of a tie.
- 6.5.3 A Director is not entitled to vote at a Board Meeting while he or she is under suspension.
- 6.5.3 Proxies are not accepted at any Board Meeting.
- 6.5.4 The President, or his or her duly authorized designate, at any time, may take a vote of the Board via electronic mail or facsimile with the motion and the results of the vote to be recorded in the minutes of the next Board Meeting.

UPDATING POLICIES AT BOARD MEETINGS

- 6.6.1 Pursuant to Bylaw 4.2.3, proposed policy additions, deletions, and amendments shall be provided to the Directors at least seven (7) days prior to the Board Meeting at which the proposed policy changes are to be voted on. The motion by the Board to adopt any change to the policies of the Association requires no less than a seventy-five percent (75%) majority of those entitled to vote to pass.
- 6.6.2 The Association's policy manual shall be updated with changes within fifteen (15) days of the Board Meeting at which those policy changes were adopted.

BYLAW 7

ROLES OF DIRECTORS

ROLE OF PRESIDENT

- 7.1.1 The president is the chair of the Board and is responsible for supervising the other Directors in the execution of their duties.
- 7.1.2 The President shall make every reasonable effort to preside at all General Meetings and Board Meetings of the Association.
- 7.1.3 The President shall act as the official representative of the Association.
- 7.1.4 The President shall be an ex-officio member of all Committees of the Association.
- 7.1.5 The President shall have the power to:
- a) delegate to any member any, but not all, of those duties assigned to the President;
 - b) exercise the powers of the Board in case of emergency;
 - c) conduct a telephone vote of the Board on any urgent matter; and
 - d) immediately suspend or take other disciplinary action against any Member of the Association for:
 - (i) a breach or violation of the Constitution, Bylaws, Regulations, Rules, Policies, or related decisions of the Association and/or its affiliated organizations;
 - (ii) unsportsmanlike conduct on or off the ice;
 - (iii) abuse of on-ice officials; or
 - (iv) conduct which brings discredit to the Association.Such suspension or disciplinary action shall be effective only until the Discipline Committee has rendered its decision on the incident.
- 7.1.6 The President shall ensure that decision making is transparent and that the Board's work is distributed appropriately among Directors.
- 7.1.7 The President shall provide guidance and opportunities for Directors to:
- a) develop skills;
 - b) understand the Association's culture and programs; and
 - c) build relationships with Members.
- 7.1.8 The President shall appoint persons to Committees as prescribed elsewhere in the Association's By-laws or policies.
- 7.1.9 The President shall perform the duties:

- a) set out elsewhere in these Bylaws; and
- b) set out in policies established by the Board.

ROLE OF VICE PRESIDENT HOCKEY OPERATIONS

7.2.1 The Vice President Hockey Operations is responsible for doing, or making the necessary arrangements for, the following:

- a) managing the Association's hockey and player development programs;
- b) ensuring that the Association's hockey operations are administered effectively and are in accordance with the aims established by the Association and its affiliated organizations; and
- c) guiding and assisting other Directors when their undertakings relate to hockey operations.

7.2.2 The Vice President Hockey Operations is responsible for carrying out the duties of the President if the President is unable to act.

7.2.3 The Vice President Hockey Operations shall be the chairperson of the:

- a) Discipline Committee; and
- b) Coach Selection Committee.

7.2.4 The Vice President Hockey Operations shall perform the duties:

- a) set out elsewhere in these Bylaws;
- b) set out in policies established by the Board; and
- c) assigned by the President or directed by the Board.

ROLE OF VICE PRESIDENT ADMINISTRATION

7.3.1 The Vice President Administration is responsible for doing, or making the necessary arrangements for, managing the Association's administrative activities and ensuring that all aspects of the Association's administrative support functions are appropriate and effective.

7.3.2 The Vice President Administration is responsible for carrying out the duties of the President if the President and Vice President Hockey Operations are unable to act.

7.3.3 The Vice President Administration shall guide and assist other Directors when their undertakings relate to the administrative activities of the Association.

7.3.4 The Vice President Administration shall be the Chairperson of the:

- a) Policy and Governance Committee;
- b) Appeal Committee; and
- c) Scholarship and Awards Committee.

7.3.5 The Vice President Administration shall perform the duties:

- a) set out elsewhere in these Bylaws;
- b) set out in policies established by the Board; and
- c) assigned by the President or directed by the Board.

ROLE OF SECRETARY

7.4.1 The Secretary is responsible for doing, or making the necessary arrangements for, the following:

- a) issuing notices of general meetings and Board Meetings;
- b) taking minutes of general meetings and Board Meetings;
- c) keeping the records of the Association in accordance with the Act;
- d) conducting the correspondence of the Board; and
- e) filing the annual report of the Association and making any other filings with the registrar under the Act.

7.4.2 In the absence of the Secretary from a meeting, the Board must appoint another individual to act as Secretary at the meeting.

7.4.3 The Secretary shall perform the duties:

- a) set out elsewhere in these Bylaws;
- b) set out in policies established by the Board; and
- c) assigned by the President or directed by the Board.

ROLE OF TREASURER

7.5.1 The Treasurer is responsible for doing, or making the necessary arrangements for, the following:

- a) receiving and banking monies collected from the Members or other sources;
- b) keeping accounting records in respect of the Association's financial transactions;
- c) preparing the Association's financial statements;
- d) making the Association's filings respecting taxes;
- e) making the Association's remittances to affiliated organizations; and
- f) making the Association's filings respecting provincial gaming licenses and/or grants.

7.5.2 The Treasurer shall be the Chairperson of the Finance Committee.

7.5.3 The Treasurer shall perform the duties:

- a) set out elsewhere in these Bylaws;
- b) set out in policies established by the Board; and
- c) assigned by the President or directed by the Board.

ROLE OF IMMEDIATE PAST PRESIDENT

7.6.1 The Immediate Past President shall assist the Board in rendering decisions by providing guidance and continuity with respect to the Association's operations and functions.

ROLE OF REGISTRAR

7.7.1 The Registrar is responsible for doing, or making the necessary arrangements for, the following:

- a) receiving all applications for membership;
- b) registering Members in accordance with the guidelines established by the Association and its Affiliated Organizations;
- c) receiving all membership dues and/or registration fees which, after reconciliation, shall be delivered to the Treasurer of the Association; and
- d) providing and maintaining membership lists, player lists, team rosters, and the like as required by the Association and/or its Affiliated Organizations.

7.7.2 The Registrar shall perform the duties:

- a) set out elsewhere in these Bylaws;
- b) set out in policies established by the Board; and
- c) assigned by the President or directed by the Board.

ROLE OF COACH COORDINATOR

7.8.1 The Coach Coordinator is responsible for doing, or making the necessary arrangements for, the following:

- a) receiving, soliciting, reviewing, screening, and recommending applications for all team coaches;
- b) coordinating development and certification programs for team coaches;
- c) ensuring all coaches are properly certified and registered; and
- d) providing guidance and opportunities for team coaches to understand and implement the Association's coaching and player development plans.

7.8.2 The Coach Coordinator shall perform the duties:

- a) set out elsewhere in these Bylaws;
- b) set out in policies established by the Board; and
- c) assigned by the President or directed by the Board.

ROLE OF REFEREE-IN-CHIEF

7.9.1 The Referee-in-Chief is responsible for doing, or making the necessary arrangements for, the following:

- a) obtaining referees and linesman for all hockey games played under the jurisdiction of the Association;
- b) ensuring that all referees and linesmen are properly certified and registered;
- c) providing guidance and opportunities for referees and linesmen to develop their skills; and
- d) ensuring that a high standard of officiating is maintained.

7.9.2 The Referee-in-Chief shall perform the duties:

- a) set out elsewhere in these Bylaws;
- b) set out in policies established by the Board; and
- c) assigned by the President or directed by the Board.

ROLE OF ICE ALLOCATOR

7.10.1 The Ice Allocator is responsible for doing, or making the necessary arrangements for, the following:

- a) ensuring that appropriate ice time is procured for the Association;
- b) coordinating all ice usage of the Association within the framework established by the Board;
- c) creating, managing, and posting ice grids and schedules to ensure that the varying seasonal ice requirements are adequately assigned and accounted for; and
- d) ensuring that ice times are allotted equitably among teams.

7.10.2 The Ice Allocator shall perform the duties:

- a) set out elsewhere in these Bylaws;
- b) set out in policies established by the Board; and
- c) assigned by the President or directed by the Board.

ROLE OF DIRECTOR AT LARGE

7.11.1 A Director at Large shall be responsible for a portfolio as established by the Board or a position as set out by policy. Portfolios may include, but are not limited to:

- a) Risk Management;
- b) Equipment Coordination;
- c) Social Media Coordination;
- d) Female Development;
- e) Divisional Coordination;
- f) Tournament Coordination;
- g) Referee Scheduling; and
- h) Fundraising/Special Event Coordination.

7.11.2 A Director at Large shall, as required, serve on committees and working groups of the Association.

7.11.3 A Director at Large shall perform the duties:

- a) set out elsewhere in these Bylaws;
- b) set out in policies established by the Board; and
- c) assigned by the President or directed by the Board.

BYLAW 8 COMMITTEES

STANDING COMMITTEES

8.1.1 The Association shall have the following Standing Committees:

- a) Discipline Committee;
- b) Appeal Committee;
- c) Scholarship and Awards Committee;
- d) Coach Selection Committee;
- e) Nominating Committee;
- f) Policy and Governance Committee; and
- g) Finance Committee.

8.1.2 The terms of reference of the Standing Committees shall be set out in policies established by the Board and shall be available to the Members.

8.1.3 Each Standing Committee may propose changes to its terms of reference to the Board.

- 8.1.4 Attendance at Standing Committee meetings shall be limited to the individuals serving on that Committee and such other persons as may be invited by the Standing Committee Chair.
- 8.1.5 Any committee member serving on a Standing Committee shall hold office at the pleasure of the President and may be removed from the Standing Committee at any time at the discretion of the President.

DISCIPLINE COMMITTEE

- 8.2.1 The Discipline Committee shall be chaired by the Vice President Hockey Operations and shall include two (2) other Directors appointed by the President.
- 8.2.2 The Discipline Committee is responsible for:
- a) reviewing and investigating allegations or complaints of Member misconduct;
 - b) reviewing and investigating suspensions or disciplinary actions taken by the President as provided for elsewhere in these Bylaws;
 - c) ensuring that the dispute resolution and disciplinary processes of the committee are exercised in a respectful, impartial manner in accordance with policy; and
 - d) determining and dispensing disciplinary sanctions when the committee finds that discipline is warranted.

APPEAL COMMITTEE

- 8.3.1 The Appeal Committee shall be chaired by the Vice President Administration and shall include two (2) other Members appointed by the President. Other than the Appeals Committee chairperson, Directors of the Board are ineligible to serve as committee members.
- 8.3.2 Any Member may appeal to the Appeal Committee any suspension or other decision of:
- a) the President;
 - b) the Board;
 - c) any Director; or
 - d) any Member or Committee to whom decision-making authority has been delegated by the President, the Board, or a Director.
- 8.3.3 The Appeal Committee can only hear an appeal under one of the following grounds:
- a) The decision of the original hearing was made without authority or jurisdiction;

- b) Irregularities in procedure of the original hearing may have caused an unjust decision;
- c) The decision of the original hearing was reached in an unjust manner;
- d) The decision of the original hearing was too severe; or
- e) New evidence not used in the original hearing can be presented which may have an effect on the decision – provided that there is a reasonable explanation for the failure to present that evidence at the original hearing.

8.3.4 Any Member wishing to appeal a decision must:

- a) provide written notice to the Association of the decision to be appealed within fourteen (14) days from the date the decision was made;
- b) include the grounds of the appeal and supporting information in his or her written notice; and
- c) submit an administration fee of two hundred dollars (\$200.00) to the Association by way of cash or certified cheque.

8.3.5 When an appeal is filed there shall be no stay of any suspension imposed that is the subject of the appeal.

8.3.6 The appeal shall be dealt with by the Appeal Committee within twenty-one (21) days of its receipt unless an agreement is reached by both the chairperson and the aggrieved Member to amend this time period.

8.3.7 The Appeal Committee may request any information necessary to adjudicate the appeal including information from the person(s) that made the decision under appeal.

8.3.8 The Appeal Committee shall provide to any Member appealing a decision at least seven (7) days' notice of the Appeal Committee meeting at which the appeal will be considered and such notice will include any materials to be considered by the Appeal Committee not provided by the person appealing a decision.

8.3.9 If the Member appealing attends the Appeal Committee meeting, the person appealing will be given an opportunity to state their position and answer any questions of the appeal committee.

8.3.10 The Appeal Committee may uphold or modify any decision under appeal.

8.3.11 If the appeal is dismissed or the decision modified, the two hundred dollar (\$200.00) administration fee submitted by the appellant shall be retained by the Association. If the appeal is upheld, the two hundred dollars (\$200.00) shall be returned to the appellant.

8.3.12 A Member may appeal an Appeal Committee adjudication to the Vancouver Island Amateur Hockey Association.

SCHOLARSHIP AND AWARDS COMMITTEE

8.4.1 The Scholarship and Awards Committee shall be chaired by the Vice President Administration and shall include the Secretary and two (2) other Directors appointed by the President.

8.4.2 The Scholarship and Awards Committee is responsible for:

- a) overseeing the Association's annual awards and scholarship bestowals; and
- b) ensuring the Association's selection criteria, application process, and/or award nomination process is maintained.

COACH SELECTION COMMITTEE

8.5.1 The Coach Selection Committee shall be chaired by the Vice President Hockey Operations and shall include the Coach Coordinator and three (3) other Directors appointed by the President.

8.5.2 The Coach Selection Committee is responsible for:

- a) reviewing the Coach Coordinator's recommendations for team coaches;
- b) interviewing coach candidates if required;
- c) finalizing coach recommendations for all teams; and
- d) submitting team coaching assignments to the Board for ratification.

NOMINATING COMMITTEE

8.6.1 The Nominating Committee shall be composed of three (3) Directors appointed by the President, one of whom shall be designated by the President as chairperson.

8.6.2 The Nominating Committee is responsible for:

- a) identifying, recruiting, and nominating persons to serve as Directors of the Board;
- b) securing the consent to serve confirmation from nominated individuals;
- c) considering candidate attributes to maximize the Board's effectiveness in serving the needs of the Association; and
- d) presenting suitable candidate(s) for appointment by the Board to fill a vacancy if requested.

POLICY AND GOVERNANCE COMMITTEE

8.7.1 The Policy and Governance Committee shall be chaired by the Vice President Administration and shall include the Secretary and two (2) other Members appointed by the President.

8.7.2 The Policy and Governance Committee is responsible for:

- a) ensuring the Board has an effective governance framework;
- b) ensuring all Directors are familiar with the Association's governance framework; and
- c) advising the Board on matters relating to governance.

8.7.3 The Policy and Governance Committee shall annually review the governance framework for the Association and advise the Board regarding areas of concern, improved practices, and recommended changes.

FINANCE COMMITTEE

8.8.1 The Finance Committee shall be chaired by the Treasurer and shall include:

- a) Vice President Hockey Operations;
- b) Vice President Administration;
- c) Ice Allocator;
- d) Registrar; and
- e) Equipment Coordinator.

8.8.2 The Finance Committee is responsible for:

- a) assisting the Treasurer with preparation of an annual budget for approval by the Board;
- b) monitoring the budget throughout the year; and
- c) recommending changes to registration fees and membership dues (if any) to the Board.

COMMITTEE MEETINGS

8.9.1 The chairperson of a committee is responsible for providing reports to the Board.

8.9.2 A committee meeting shall meet at the call of the chairperson.

8.9.3 Unless otherwise specified in these Bylaws, at least three (3) days' notice of a committee meeting must be given unless all the committee members agree to a different notice period.

- 8.9.4 The accidental omission to give notice of a committee meeting to a committee member, or the non-receipt of a notice by a committee member, does not invalidate proceedings at the meeting.
- 8.9.5 The quorum for the transaction of business at a committee meeting is a majority of the committee members.
- 8.9.6 A committee may regulate their meetings and proceedings as they think fit.
- 8.9.7 Committees shall maintain and keep minutes or notes of their meetings.

BYLAW 9

REMUNERATION OF DIRECTORS

- 9.1.1 These Bylaws do not permit the Association to pay to a Director remuneration for being a Director, but the Association may, subject to the Act, pay remuneration to a director for services provided by the director to the Association in another capacity.
- 9.1.2 A Director may be reimbursed for reasonable expenses incurred in the performance of his or her duties.
- 9.1.3 Directors may be eligible to receive a discount to regular registration fees. This discount shall not exceed 50% and may only be applied to one player per Director, per year. The discount rate will be reviewed annually and be determined by the executive committee by a majority vote.

BYLAW 10

SIGNING AUTHORITY

- 10.1.1 The Signing Officers of the Association are any two (2) of the President, Vice President Hockey Operations, Vice President Administration, and Treasurer.
- 10.1.2 All electronic fund transfer requests are to be:
- a) reviewed by the Finance Committee; and
 - b) authorized by any two (2) of the Association's Signing Officers.

BYLAW 11

BORROWING

- 11.1.1 The Association may borrow money and issue bonds, debentures, notes or other evidences of debt obligations at any time, to any person, and for any

consideration that the Directors may determine provided that the Association may not grant a mortgage or security interest in its assets without the approval of a Special Resolution at a General Meeting.

11.1.2 The Members may by special resolution restrict the borrowing powers of the Directors, but a restriction imposed expires at the next Annual General Meeting.

BYLAW 12

INDEMNIFICATION

12.1.1 The Association shall indemnify and save harmless every director and his or her heirs, executors, administrators and estate from all costs and expenses incurred by the director in the management, or supervision of the management, of the activities and internal affairs of the Association if the director acts in accordance with Act, regulations, constitution, bylaws, or any regulations, policies, procedures or decisions made by the Association.

BYLAW 13

ALTERATION OF CONSTITUTION AND BYLAWS

13.1.1 Unless otherwise provided, the Constitution and these Bylaws must not be amended, rescinded, or added to except by a Special Resolution at an Annual General Meeting or Special General Meeting.

BYLAW 14

DISSOLUTION

14.1.1 In the event that the Association should at any time be wound up or dissolved, the remaining assets after payment of all liabilities shall be turned over to a recognized charitable organization with the same objectives in the Province of British Columbia as directed by the members. This provision was previously unalterable.