

**ST. ALBERT
RINGETTE
ASSOCIATION**

BYLAWS



REVISION HISTORY

ACTION	DESCRIPTION	MANNER	Date
Creation	Approved by the Board of Directors March 18, 1980	Special Resolution Meeting	March 18, 1980
Amended	Approved by Membership	Special Resolution Meeting	March 1, 1992
Amended	Approved by Membership	Special Resolution Meeting	June 16, 2002
Amended	Approved by Membership	AGM	May 21, 2015

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BYLAWS

Article 1 – Preamble

1.1 The Society

The name of the society is the St. Albert Ringette Association, which may also be known or referred to as SARA or the Society.

1.2 The Bylaws

The following articles set forth Bylaws of the St. Albert Ringette Association.

Article 2 – Defining and Interpreting the Bylaws

2.1 Definitions

In these Bylaws, the following words have these meanings.

2.1.1 Act meaning the Societies Act of Alberta.

2.1.2 Association meaning the St. Albert Ringette Association (SARA).

2.1.3 Annual General Meeting meaning the Annual General Meeting called upon pursuant to Article 8

2.1.4 Elect means by nomination and vote

2.1.4.1 Appoint means to appoint by the executive or board.

2.1.5 Board meaning the Board of Directors of the Association as outlined in Article 5

2.1.6 Bylaws meaning the Bylaws of this Society.

2.1.7 Days meaning total days, irrespective of weekends or holidays.

2.1.8 Director meaning an individual elected to serve on the Board pursuant to these Bylaws.

2.1.9 Executive meaning an individual elected to serve as an Executive of the Association

pursuant to these Bylaws.

2.1.10 Member meaning a Member in good standing accepted pursuant to Article 4.

2.1.11 Meeting meaning any meeting or Executive meeting of the Members.

2.1.12 Ordinary Resolution meaning a resolution passed by not less than a majority of the votes cast as a meeting of the Board or a meeting of Members for which proper notice has been given.

2.1.13 Participant meaning a player, coach, manager, trainer or official.

2.1.14 Registered Address meaning the most recent address of record for a Member, Director or the Association, as the case may be.

2.1.15 Resolution meaning a motion that has been moved and seconded.

2.1.16 Special Resolution meaning:

- a. A resolution passed at a General Meeting of the membership of this Association. There must be twenty-one (21) days' notice for this meeting. The notice must state that proposed resolution. There must be approval by a vote of 75% of the voting Members who vote in person.
- b. A resolution proposed and passed as a Special Resolution at a General Meeting with less than twenty-one (21) days' notice. All the Voting Members eligible to attend and vote at the General Meeting must agree; or
- c. A resolution agreed to in writing by all the Voting Members who are eligible to vote on the resolution in person at a General Meeting.

2.1.17 Voting Member meaning a Member entitled to vote at the meetings of the Association.

2.2 Interpretation:

The following rules of interpretation must be applied in interpreting these Bylaws.

2.2.1 Singular or Plural: words indicating the singular number also include the plural, and vice-versa.

2.2.2 Corporation: words indicating persons also include corporations.

2.2.3 Headings are for convenience only. They do not affect the interpretation of these Bylaws.

2.2.4 Liberal Interpretation: these Bylaws must be interpreted broadly and generously.

Article 3 – Membership

3.1 Membership Fees

Membership fees, if any, in the Association shall be determined from time to time by the Board.

3.2 Membership

Membership in the Association shall consist of:

- a. All members of the Board of Directors, elected or otherwise.
- b. Those Ringette players who have paid the prescribed annual registration fees, their parent/guardians, and who continue to play Ringette within the Association and who have not been excluded from membership as per Article 4.4.
- c. Coaches, managers or any other team member listed on the Ringette Alberta Team Registration Form (TRF) for the Association for the

- current playing year.
- d. Any adult member of the public who applies for membership shall be entitled to membership subject to Board approval through a vote. The Board may allow and grant such application at any meeting. The Board has the right to impose a membership fee on the community member and to determine the amount of such fee and if approved, the membership ceases at the end of the Associations fiscal year.

3.3 Withdrawal from Membership

Any member wishing to withdraw from membership may do so upon giving a notice in writing to the Board through its President, Vice President or Secretary. The Board reserves the right to determine if any refund of registration fees will be provide to the withdrawing member in accordance with the current refund policy in effect through the procedure manual. Withdrawal of membership shall not affect the right of the Association, at the discretion of the Board, to pursue payment of any monies owed to the association by the member.

3.4 Cancellation of membership

Any Membership may be cancelled for just cause which the Association deems reasonable. The resolution must be passed by at least seventy-five (75%) percent of the votes cast at a meeting of the Board. The Executive will inform the member of the results of the vote in writing within 48hours of adjournment of the meeting. Cancelled membership cannot be reinstated.

3.5 Members in Good Standing

A Member of the Association will be in good standing provided that the Member:

- a. Owes no outstanding Membership dues,

- participant fees or other debts to the Association.
- b. Has not ceased to be a Member.
- c. Has not been suspended or had their membership cancelled or had other Membership restrictions or sanction imposed,
- d. Has complied with all the Bylaws, policies, rules and operating procedures of the Association; and if subject to a disciplinary action previously, has fulfilled all terms and conditions of such disciplinary action to the satisfaction of the Association.

3.6 Cease to be in Good Standing

Members who cease to be in good standing will not be entitled to:

- a. Play the sport of Ringette within this Association.
- b. Vote at meetings of Members or be entitled to the benefits and privileges of Membership until such time as the Board is satisfied that the Member has met the definition of good standing as set out above.
- c. Attend any meetings unless pre-approved by the Executive Committee.
- d. Participate or attend any sanctioned ringette event.

3.7 Voting

A Member having more than one qualification for membership shall have only one (1) vote. Only members 18 years of age or older are eligible to vote.

3.8 Right of Membership Refusal

Membership within the St. Albert Ringette Association is not automatic upon registration and payment of fees. Membership is a privilege and not a right. As such, the Association has the right to refuse membership.

3.8 Appeal Process for Suspension or Cancellation of Membership

Upon receipt of the request to appeal, the President (unless the President is the member appealing, then the VP) will form and chair an appeal committee comprised of 2 other Executive Officers and 2 elected directors. The committee will meet in person within ten (10) days of the appeal being received and shall render a decision within five (5) days of the meeting. The committee will immediately inform the Board and the appellant of the decision and successful appeal shall result in the automatic reinstatement of the member.

Article 4 – Governance

4.1 The affairs of the Association shall be managed by a Board drawn from the Members.

4.2 Except as otherwise provided in the Act or these Bylaws, the Board has the powers of the Association and may delegate any of its powers, duties and functions as follows:

4.2.1 Managing the affairs of the Association – the Board will make and amend policies, rules and operating procedures for managing the affairs of the Association in accordance with the Act and these Bylaws; will ensure members adhere to these policies, rules and operating procedures, and will ensure directions from General Meetings are carried out.

4.2.2 Discipline – The Board may make policies and procedures relating to the discipline of Members and participants in the Associations programs, and will have the authority to discipline Members and participants in accordance with such policies and procedures.

4.2.3 Dispute Resolution – The Board may make policies and procedures relating to the management of disputes within the Association and all disputes will be dealt with in accordance of such

policies and procedures;

4.2.4 Employment of Individuals –

The Board may employ or engage under contract such individuals as it deems necessary to carry out work of the Association. Employees will not have voting rights of the Association.

4.3 Eligibility of Directors

Any individual who is 18 years of age or older and is considered a member in good standing as per Article 4.5 may be nominated.

4.4 Election of Directors

The Directors shall be elected at each Annual Meeting or at any general meeting upon the recommendation and nominations outline in these Bylaws.

Directors are elected to a specific position as defined by Article 5.

4.4.1 Term

All Executive Officers except the Past President shall be elected at the Annual General Meeting of the Association:

Odd Year Election – President & Treasure

Even Year Elections – Vice-President, Secretary and Registrar

Elections for partial terms where a vacancy has occurred will take place at the Annual General Meeting – always keeping the rotation in place.

The term of office of Executive Officers shall be every 2 years and no Officer may serve more than 2 consecutive terms in the same position, and may not serve more than 4 consecutive terms (8 years) as an Elected Officer.

The term for elected Directors is not to exceed two (2) years and Directors will hold office until their successors have been duly elected in accordance with these Bylaws or unless they resign, are removed

from, or vacate their office in a manner prescribed in these Bylaws.

If an Executive Officer or Director assumes an office through appointment by the Board due to vacancy as per Article 5.4.3, the Executive Officer or Director may finish and complete the duties for the current fiscal year ending April 30. Upon the completion of the current playing/fiscal year, the Director will be required to run for election at the AGM.

4.4.2 Resignation of Director

A Director may resign from the Board at any time by presenting a written notice of resignation to the President of the Board of Directors. Verbal resignations will not be accepted. A valid resignation must include:

- a. Reason for resigning,
- b. Date of submission of the resignation to the President,
- c. Signature of Director

Upon receipt of the written resignation:

- a. The President must make the entire Board aware of the request for resignation within 24 hours of receipt;
- b. If the resignation is received within 14 days of the next scheduled Board meeting, the matter will be held until this meeting to determine the subsequent appointment of this position;
- c. If the next Board meeting is scheduled greater than 14 calendar days into the future, the President will immediately call a meeting of the board within 14 days of the receipt of the resignation;
- d. the resignation will become effective on the date the Board accepts the request;
- e. The Board will immediately begin the

process of replacement of the vacated position and/or transitioning responsibilities to another Director.

When 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 and is not protected or shielded from future Board action based on resignation.

4.4.3 Vacant Office

If for any reason an office is or remains vacant the board shall appoint a Director to fulfill the obligations upon completion of the current playing/fiscal year. The Director will be required to run for election at the AGM.

The office of any Director will be vacant automatically if the Director:

- a. Without reasonable explanation as determined by the Board through a majority vote, fails to attend three (3) consecutive meetings of the Board;
- b. Is found by a court to be of unsound mind;
- c. Becomes an employee or contractor of the Association or an employee or contractor of a Member of the Association;
- d. Upon the Directors death;
- e. Upon losing their status as a Member;
- f. Commits a serious breach of trust.

4.4.4. Removal of Director:

- a. Any Director may be removed by Special Resolution requiring 75% vote at any regular or Annual General meeting, provided the Director has been given notice of and the opportunity to be

present and to be heard at the meeting where such a Special Resolution is put to a vote. At this time a replacement for the person removed shall be elected to serve the remainder of the term;

b. The Board may, by 75% vote, remove a Director or Officer who, in the opinion of the Board has or is being remiss or neglectful of duty or by conduct tending to impair his contributions and/or discretion as a Director.

4.4.5 Nomination of Executive and Directors for Election

Any nomination of an individual for election as an Executive or Director will:

- a. Include the written consent of the nominee; on the approved nomination form
- b. Be submitted to the Nominating Committee or appointed designate
- c. Where a current Executive or Director wishes to run for re-election at the expiry of their term, the Executive or Director will indicate the intention to the Secretary in writing not less than twenty-one (21) days prior to the Annual General Meeting
- d. Come from a call for nominations from the 'floor' announced by the Chairman at an Annual General Meeting for any positions where there are no applicants.

4.4.6 Circulation of Nominations:

For the Annual General Meeting, valid nominations will be circulated or announced to Members by the Secretary as they become available or as defined by these Bylaws.

4.4.7 Quorum

A quorum for the transaction of

business at any meeting of the Board (not including the AGM and special meetings) shall be the majority of the Executive and must include either the President or Vice President.

A quorum for the transaction of business at the AGM or any special meeting shall be a minimum of twenty (20) members, including at least 50% of the filled Board of Director positions one of which must be either the President or Vice President.

4.4.8 Manner of Voting

At all meetings, voting will be by a show of hands unless any of the Directors present request a secret ballot.

Should a secret ballot be required, any member of the Executive will count the ballots and announce the decision. Ballots will be destroyed immediately following the decision.

In certain circumstances, where a quick decision is required by the board and the decision is not of a nature that would require significant discussion, voting by email will be permitted and will require a 66% vote in favor to pass the motion.

4.4.9 Eligible Voters

At all meetings other than the AGM, only elected Executive and Directors are eligible to cast one vote per designated position. If a Directorship is occupied by 2 or more individuals, only one vote may be cast to represent the position, not by the number of individuals occupying the role.

Employees are not allowed to vote. Proxy votes are not allowed. Directors must be present in person.

4.4.10 Voting and Decisions

The President is allowed to vote, unless a tie breaking situation arises.

In the case of an equality of votes where a tie breaker is required, a

second vote will be called and the President shall not have a second vote.

Unless otherwise specified in these By-laws, questions and motions arising at any meeting of the Board shall be decided by a majority of votes cast at that meeting.

4.4.11 Notice of Meeting

Not including the Annual General Meeting or special meetings, appropriate written notice of Board meetings, served other than by written mail, will be given to all Directors at least 5 (five) days prior to the scheduled meeting. Notice served by written mail will be sent at least 21 (twenty-one) days prior to the date of the meeting.

Notice of a meeting of the Board of Directors is required unless all Directors waive notice, or if those absent consent to the meeting being held in their absence.

Written notice will include notice by email, and sufficient notice will be deemed provided to any one email address provided by a member at the time of registration.

4.4.12 Number of Meetings

The Board will hold at least 9 (nine) meetings per year inclusive of the Annual General Meeting. Meetings will be scheduled monthly during the season.

4.4.13 Call of Meetings

The meetings of the Board will be at the call of the President or any 3 (three) Directors.

4.4.14 Open Meetings

Meetings of the Board will be open to Members in good standing and the public except where the Board determines that a closed meeting is required. Such determination may be made by Resolution immediately following the approval of the agenda.

4.4.15 Remuneration and Expenses:

The payment of any dividend or remuneration out of the funds of

the Association to any of the Directors is prohibited.

Any reimbursement for expenses by any member of the Board or membership is subject to the review Board of Directors. The Board is free to pay its expenses without individual approval or review on each individual expense. However, if there is any question about the validity of expenses, it is subject to the approval by a majority vote and any general meeting of the Board of Directors.

4.5 Executive Officers

Vacancies of various offices shall not invalidate Board proceedings. The Board shall be composed of the 10 members made up of 5 Elected Executive Officers and 5 Directors. The following are the Executive Officers:

- President
- Vice-President
- Secretary
- Treasurer
- Registrar

4.5.1 The President shall:

- Hold a voting position;
- Preside at all meetings of the Association and of the Directors and shall be entrusted to carry out all orders and resolutions of the Board;
- As a member of the Board of Directors, shall attend or appoint another person to attend all general meetings and Board meetings of the association, preparing written reports as required;
- Represent the Association in dealings with Ringette Alberta;
- Act as a representative for the Association with all other Zones within Alberta;
- Coordinate the operation and conduct of the Association;
- Be a co-signer for the

Associations finances;

- Act in good faith, with the focus of all actions or decisions to benefit the Association;
- Perform other duties as required by the Board.

4.5.2 The Immediate Past President shall:

- Does not hold a voting position;
- Acts in good faith, with the focus of all actions or decisions to benefit the Association;
- Assist the President in any manner required to allow the President to fulfill their duties and obligations of President;
- Perform other duties as required by the Board.

4.5.3 The Vice-President shall:

- Hold a voting position on the Board of Directors;
- In the absence of the President, perform the duties and exercise the powers of the President;
- Act as interim President should the President resign or be removed until the meeting is called;
- Be a co-signer for the Association finances;
- Be responsible for all discipline procedures for the Ringette program and sit as the chair of the discipline committee, when hearings are necessary;
- Be responsible for enforcing discipline procedures and notifying Ringette Alberta Representative of all match penalties, suspensions and further actions taken;
- Be a voting member on all committees or sub-committees;
- Review and recommend

operating rule and bylaw changes;

- Act in good faith, with the focus of all actions or decisions to benefit the association;
- Perform other duties as required by the President or the Board.

4.5.4 The Secretary shall:

- Hold a voting position on the Board of Directors;
- Attend all meetings and Annual General Meetings;
- Keep minutes of all meetings and Annual General meetings; submitting copies to the members of the Board and to such other persons as the Board shall direct;
- Ensure all motions or resolutions are recorded correctly and represent the exact direction of the Board;
- Ensure proper notice is provided to all required attendees of any general, special or Annual General Meetings;
- Prepare an agenda in advance of any meeting, and provide it to all attendees within 48 hours of the meeting commencement;
- Maintain all minute books and records of the Association;
- Make sure supplies are available;
- Provide communications to the membership or other groups as directed by the President or the Board;
- Act in good faith, with the focus of all actions or decisions to benefit the Association;
- Perform other duties as are delegated by the President or the Board.

4.5.5 The Treasurer shall:

- Hold a voting position on

- the Board of Directors;
 - Collect and deposit money in a proper bank account(s);
 - Pay all accounts and legitimate bills of the Association on time with no lapse past a defined deadlines;
 - Alert the Board of Directors in the event of any financial issue or matter that threatens the viability of Association;
 - Maintain the financial records of the Association in accordance with the Bylaws;
 - Prepare budgets yearly, or as requested by President;
 - Be prepared to offer a projected budget at the annual meeting;
 - Prepare and present a financial report on the financial status at all meetings, or at the request of the President;
 - Make the books and financial records available for inspection at the Annual General Meeting or at the request of the President for any member to review;
 - Make the books and financial records available for inspection of the Audit Committee at their request;
 - Co-sign all cheques drawn on the account of the Association;
 - Report to all meetings;
 - Act in good faith with the focus of all actions or decisions to benefit the association;
 - Perform such duties as are delegated by the President or the Board.
- and current;
 - Ensure that all data and information complies with any and all privacy legislation;
 - Ensure that there is a back up storage system in place to ensure data integrity and viability;
 - Collect all registrations and ensure they are complete and meet with the requirements of the Association and Ringette Alberta;
 - Submit the registrations for St. Albert Ringette to Ringette Alberta, as defined by Ringette Alberta and ensure the upkeep of this registration;
 - The registration of St. Albert Ringette program with any leagues the association participates in as defined by the specific/individual leagues, and the upkeep of this registration;
 - Ensure all team and Association registrations are submitted to the required parties, organizations, leagues or governing bodies within the prescribed deadlines;
 - Act in good faith, with the focus of all actions or decisions to benefit the association;
 - Produce a valid copy of the Ringette Alberta Team Registration Form as required, and requested by any member of the Executive Committee;
 - Maintain an accurate registration database which includes, but is not limited to the players:
 1. Date of Birth
 2. Address
 3. Telephone number(s)
 4. E-mail address
 5. Identification of parents and/or guardians
- 6. Association Identification number, if one exists
 - 7. Ringette Alberta identification number, if one exists
 - 8. Alberta Health Care number
 - 9. Name of Community League player is associated with
 - All duties as are delegated by the President or the Board

4.6 Elected Directors

One Director may hold more than one office and there shall be a minimum of 5 Directors on the Board of Directors.

- Ice Allocator
- Referee Allocator
- Development Director
- Evaluation Director
- Sponsorship, Fundraising and Events Director

4.6.1 Additional Directors

The Board shall be entitled to appoint additional directors with such titles from time to time. In this event, the Board must fully define:

- a. The title of the new role;
- b. If the position is voting or non-voting;
- c. The responsibilities and scope of role;
- d. The period for which the position will exist. In the event that the new position will exist beyond the year that it was created, the position will be subject to the election/appointment process defined in these Bylaws. Furthermore, the Board shall be entitled to delete such additional directors on its discretion.

4.5.6 The Registrar shall:

- Hold a voting position on the Board of Directors;
- Ensure the membership information is accurate

4.7 Operating Procedures

The Board of Directors will create and maintain a Policy and Procedure Manual that directs the how SARA will operationalize and manage the sport of Ringette within St. Albert.

The Board will ensure that:

- All operations that will affect the membership are addressed within the Procedure Manual and that this manual will be updated on a regular basis;
- All decision that affect any member, team, division or SARA as a whole; and those which fall outside of these Bylaws or Procedures are:
 - a. Addresses in a timely manner at a Board meeting. The decision cannot be postponed when there are timelines to be adhered to.
 - b. Are made, or confirmed, by the Board of Directors.
 - c. Brought to a majority vote at the Board when there are differences in opinion or position on how to proceed.
 - d. Are subject to appeal as defined within Article 11.

Article 5 – Committees or Sub-committees

5.1 Committees and Sub-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 and may delegate to any committee any of its powers, duties, and functions except where prohibited by the Act or these Bylaws. In all cases, the Committee shall have, abide by, include, or be defined by the following:

- a. Terms of Reference – the Board will establish the terms of reference and operating procedures for committees and may delegate any of its power, duties or functions to any Committee.
- b. Committee Chair – Unless otherwise prescribed in the Committee’s Terms of Reference, the Committee Chair will be appointed by the Board of Directors.
- c. Voting – Quorum - Unless otherwise prescribed in the Committee’s Terms of Reference or these Bylaws, quorum for any Committee will be the majority of its voting members.
- d. Vacancy – When a vacancy occurs on any Committee, the Board may appoint an individual to fill the vacancy for the remainder of the Committee’s term, provided this individual satisfies any qualifications for the membership of the Committee.
- e. Vice-President – The Vice President(s) will be a member of all Committees of the Association.
- f. Removal – The board may remove any member it has appointed to any Committee.
- g. Dissolution – The Board may dissolve any committee it has created provided the motion has been passed at a general meeting.
- h. Termination of Committee – All committees and it’s members will dissolve at the end of the current fiscal year. The Committee may be recreated in the following year, following the

process outlined here.

Article 6 – Annual/Special Committees

6.1 Nominating Committee

In preparation for the Annual General Meeting, the Board shall form a Nominating Committee composed of:

- President
- Vice-President
- Secretary
- One member chosen from the Board of Directors through a vote

The Nomination Committee shall have the following requirements:

- a. The committee be formed no later than 30 calendar days before the call for nominations for the Annual General Meeting or the Announcement of the Annual General Meeting, whichever comes first;
- b. Shall ensure a nominations form exists and is functional;
- c. Shall meet when required to review all nominations;
- d. Shall ensure all nominees are members in good standing and approve them as such;
- e. Shall post the list of approved nominees on the website within 5 days of receipt;
- f. Shall present the entire list of approved nominees to the Board no later than 5 calendar days prior to the Annual General Meeting;
- g. Shall have list of approved nominees posted on the Associations website no later than 5 calendar days before the Annual General Meeting;
- h. Shall receive nominations at the Annual General

Meeting from the 'the floor' following a call for nominations by the Chairperson when required and defined under these Bylaws.

6.2 Executive Committee

The Executive Committee exists to allow the Board to function and remain efficient by having the Executive Committee act on the Boards behalf when having a full Board meeting is not possible (i.e. between Board meetings) or as required. The Executive Committee is not designated to replace the decision making authority of the Board or usurp its power. Rather, the Executive Committee is to act in the best interest of the Board and move its affairs forward when time or circumstance does not allow for an actual meeting of the Board. All decisions made by the Executive Committee must be ratified by the Board at the next meeting, and are not in force without board ratification.

The members of the Executive Committee shall be:

- President
- Vice-President
- Secretary
- Registrar
- Treasurer

Operating directives for the Committee are:

- a. Quorum for all decisions is 3 (three) members of the Committee one of which must be President or Vice President;
- b. Decisions will be made based on a majority vote;
- c. In the event of a tie vote, the issue shall be stayed and held over for discussion at the next full Board meeting;
- d. All decisions of the Executive Committee will be:
 - Written up in minute form;
 - Have a motion associated

- with decision;
- Reference applicable Bylaws or Policy when appropriate;
- Have the results of the motion and vote recorded;
- Tabled on the agenda for the next Board meeting for review;
- Immediately communicated to the Board as a decision by the Executive Committee;
- Voted upon at the next Board meeting, by the board, to either support or reject the decision (s) made.

6.3 Financial Review Committee

The financial Review Committee shall comprise of:

- Treasurer – acting as chair
- President
- Vice-President
- Secretary
- One member in good standing that will be appointed at the AGM

The committee shall:

- a. Be responsible for the financial affairs of the Society;
- b. Form the formal link between the Board and the Members to represent the financial status of the Association;
- c. Ensure the books, accounts and records of the Secretary and Treasurer shall be audited at least once per year by a duly qualified accountant or by two members of the society elected for that purpose at the Annual Meeting;
- d. Complete and prepare a statement of the standing of the books for the previous year;
- e. Complete and submit the Annual Return as defined by the Act.

- f. Request or direct a financial audit

Article 7 – Annual General Meeting

7.1 Annual Meeting

The Association shall hold an Annual Meeting within 120 days of the completion of the annual fiscal year – April 30.

7.1.1 Notice of Meeting

Notice of the Annual Meeting shall be by letter or electronic mail to the last known address of each Member, at least twenty-one (21) days prior to the Annual Meeting. All specifics for the Annual General Meeting will also be posted on the Associations website.

7.1.2 Business and Agenda

The following business shall be conducted at the Annual Meeting:

- a. Call to Order
- b. Adoption of Agenda
- c. President's Welcome
- d. Approval of Minutes from previous Annual General Meeting
- e. Business Arising
- f. Executive Officer's Report**
- g. Treasurer's Report
- h. Director's Report**
- i. Staff Reports**
- j. Committee Report**
- k. Old Business
- l. New Business
- m. Election of Officers
- n. Announcements
- o. Adjournment

***Indicates Optional Items*

7.2 Nomination Process

When conducting the nominations for Directors of the Association, the following process shall be followed:

Nominating Procedures:

- a. The Nominating Committee will create and circulate a nominations form to the

- membership;
- b. The Nomination form must include an acknowledgement signed by:
 - The nominator, who is a member in good standing with the Association;
 - The nominee, who is a member in good standing with the Association;
 - A declaration that the nominee is willing to stand for the office as set out in the nomination
- c. The membership will return the completed forms to the Nominations committee within the specific timelines;
- d. The Nominations Committee will validate the nomination. Any invalid nominations will be addressed by the Nominations Committee;
- e. Nominations will close 7 calendar days before the AGM.

At this point:

- Winners by acclamation will be declared for all uncontested positions;
- Any positions not yet filled will be carried over to the Annual General Meeting and a call for nominations will be made from the floor.

7.2.1 Eligible Voters

Eligible voters are those who are 18 years of age at the time of the vote, and are considered to be members of the Association in good standing, as described in Article 5.4.9 of these Bylaws.

7.2.2 Manner of Voting

All voting in the Annual General Meeting shall be conducted as follows:

- Voting in AGM for elected positions shall be conducted through a secret ballot

- Proxy votes are not allowed.

7.2.3 Decision Making

Elections will be decided by majority vote of the members in accordance with the following:

- One Valid Nomination – Winner declared by acclamation (refer to Nomination Procedures above)
- Two or more Valid Nominations – Winner is the nominee receiving the greatest number of votes.

7.2.4 Tie Breaking

In the event that a vote results in a tie, further voting will take place immediately upon completion of the initial vote, and shall not be rescheduled for a new date.

The election process will continue until a winner is declared through the following:

- Where there are only 2 individuals in competition for a role:
 - a. If after the 2nd vote a tie still remains, both names will be placed in a hat, with the winner being drawn from the hat.
- Where there are more than 2 individuals in competition for a role:
 - a. A further vote will take place with only those individuals tied for the role remaining in the competition, and the nominees who are not tied are removed from the competition;
 - b. If a tie still exists after the vote, the process outlined above will be repeated until either a sole winner is declared, or 2 nominees tied in votes remain;
 - c. Once 2 nominees tied in votes remain, the process outlined above regarding

2 individuals will be applied.

Article 8 – Finance and Records Management

8.1 Finance and Auditing

8.1.1 Fiscal Year

The fiscal year of the Association will end on April 30, or such other period as the Board may from time to time determine.

8.1.2 Financial Records

The necessary financial records of the Association required by these Bylaws or by applicable law will be necessarily and properly kept by the Treasurer. The financial records of the Association may be inspected by any member at the Annual General Meeting, or at any other time upon giving reasonable notice and arranging a time satisfactory to parties involved.

8.1.3 Minutes

The Secretary will prepare and keep the minutes of the Association meetings and the minutes of the Board meetings.

All approved minutes will be posted on the association’s website.

8.1.4 Signing Authority

The President, Vice President and Treasurer shall have signing authority for all financial transactions conducted in the name of the Association employing a dual signature process.

8.1.5 Execution of Authority

All written agreements entered into in the name of the Association will be signed by the President and at least one other member of the Executive Committee provided the Board has fully endorsed the agreement through a vote.

8.1.6 Borrowing

The Association may borrow funds upon such terms and conditions as the Board may determine.

8.1.7 Financial Institutions

The banking business of the Association, or any part thereof, will be transacted with such banks, trust companies or other financial institutions as the Board may designate, appoint or authorize from time to time and all such banking business, or any part thereof, will be transacted on the Association's behalf by such one or more officers and/or other persons as the Board may designate, direct or authorize from time to time.

Article 9 – Indemnification

9.1 Will Indemnify

The Association will indemnify and hold harmless each Director and Executive member from and against any and all claims, demands, actions, or cost which may arise or be incurred as a result of lawfully performing the duties in good faith of a Executive or Director.

9.2 Will not indemnify

The Association will not indemnify a Director or Executive or any other individual for acts of fraud, dishonesty or bad faith.

9.3 Insurance

The Association may purchase and maintain insurance for the benefits of its Directors and Executives, as the board may determine.

Article 10 – Appeals

These Bylaws reflect the Board of Director's right to make decisions and create policy based on what the Board believes to be within the best interest of the sport of Ringette within the association. The Association acknowledges that the membership may not always agree with the decisions made by the Board and has a right to appeal

decisions made by the Board.

Any member of The Association who is affected by a decision made by the Board of Directors, the Executive Committee or any officer or Director of The Association has the right to appeal the decision.

10.1 Grounds for Appeal

Members will only be able to appeal issues in the following circumstances:

1. The decision makers did not have the authority to make the decision;
2. The decision makers failed to follow a procedure, policy or bylaws;
3. The decision makers were influenced by bias or conflict of interest (COI);
4. The decision makers failed to consider relevant facts, or considered irrelevant facts;
5. The decision makers made a decision contrary to policy, procedure or bylaw.

10.2 Appeal Procedures

The Board of Directors will create an appeals procedure which addresses:

1. Appellant submission criteria, including but not limited to:
 - Time limit on appeal submission
 - Appeal format requirements
 - Fee
 - Submission criteria
2. Appeal Review Committee Body, which will include but not limited to:
 - Time line for review
 - Response format
3. Appeal Committee composition;
4. Level of appeal available to applicant;
5. Appeal body decision responses.

Article 11 – Other Policies

The Association must follow additional policies as a member of the Parent Organization RINGETTE ALBERTA. All Directors, Executive, Members and Participants of the Association are required to adhere to these policies, as each describes. These policies include:

- Screening Policy
- Code of Conduct Policy
- Privacy and Confidentiality Policy
- Discipline and Complaints Policy
- Conflict of Interest Policy

Article 12 – Amendment of Bylaws

12.1 Special Resolution

The Bylaws of the Association may only be amended, revised, repealed, or added to by a Special Resolution at a meeting (Annual, Special or General) of Members, and through a vote, for which proper notice has been given.

12.2 Notice of Amendment

The membership must be provided with proper notice when any alterations of the Bylaws are going to be undertaken.

Proper notice for Bylaw amendment shall be considered to be no less than 21 days, and will be undertaken by electronic mail. The notice must include details of the proposed resolution to change the Bylaws.

12.3 Resolution of Amended Bylaws

The Secretary is responsible for registering the Bylaws with the Provincial Registrar within 10 business days of the amended Bylaws being passed.

Article 13 – Adoption of Amended Bylaws

13.1 Adoption by Board

These Bylaws are adopted by the Board of Directors of the Association at a meeting of the Board duly called and held on May 5, 2015.

13.2 Ratification

These Bylaws were ratified by a Special Ratification of the Members of the Association entitled to vote at a Meeting of Members duly called and held on May 21, 2015.

13.3 Repeal of Prior Bylaws

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

13.4 Enactment

These Bylaws are hereby enacted and will come into force upon their acceptance by the Register for the Province of Alberta.