

**BYLAWS OF**  
**SQUAMISH MINOR HOCKEY ASSOCIATION**  
**(Incorporation No. S0015670)**

**1. DEFINITIONS**

1.1 For all purposes of the Constitution and Bylaws, except as otherwise provided or unless the context otherwise requires:

1.1.1 “Association” means the British Columbia society called the Squamish Minor Hockey Association;

1.1.2 “Board” means the board of Directors of the Association for the time being;

1.1.3 “Bylaws” means these bylaws as in force and amended from time to time;

1.1.4 “Chair” means the Director specified to be Chair of the Board pursuant to bylaw 7.3 herein;

1.1.5 “Discipline Committee” means a committee established by the Board from time to time;

1.1.6 “Directors” means the directors of the Association for the time being and “Director” means any one of them;

1.1.7 “Executive Committee” means a committee established by the Board Pursuant to bylaw 6 herein;

1.1.8 “General Meeting” means a meeting of the members of the Association;

1.1.9 “Player” means a hockey player registered with the Association;

1.1.10 “Policies and Procedures” means the policies and procedures to which the Association adheres;

1.1.11 “Nominating Committee” means a committee established by the Board from time to time;

1.1.12 “Registered Address” means a member’s address as recorded in the register of members of the Association;

1.1.13 “Regulations” means those regulations as defined by the following Organizations in the following order of priority: the Association, Lion’s Gate Hockey League (“LGHL”), Pacific Coast Amateur Hockey Association (“PCAHA”), British Columbia Amateur Hockey Association (“BCAHA”) and the Canadian Hockey Association (“CHA”);

- 1.1.14 “Resolution” means an ordinary resolution as defined in the Society Act;
- 1.1.15 “Rules Committee” means a committee established by the Board from time to time;
- 1.1.16 “Society Act” means the Society Act of British Columbia in force and as amended from time to time;
- 1.1.17 “Special Resolution” has the meaning assigned by the Society Act; and
- 1.1.18 “Standing Committee” means a committee that must be established by the Board.

## **INTERPRETATION**

1.2 For all purposes of the Constitution and Bylaws, except as otherwise provided or unless the context otherwise requires:

- 1.2.1 The table of contents and the headings in the Constitution and the Bylaws are for convenience of reference only;
- 1.2.2 All accounting terms not otherwise defined have the meanings assigned by Canadian Generally Accepted Accounting Principles consistently applied;
- 1.2.3 All references to currency are deemed to mean Canadian currency;
- 1.2.4 All references to statutes mean statutes of British Columbia or statutes of Canada;
- 1.2.5 The singular of any term includes the plural and vice versa and the use of any term is equally applicable to any gender and, where applicable, a body corporate;
- 1.2.6 The Constitution and Bylaws are to be interpreted and governed according to the laws in force in British Columbia from time to time; and
- 1.2.7 The definitions in the Society Act (British Columbia) on the date these Bylaws become effective apply to these Bylaws;
- 1.2.8 The words “herein”, “hereof”, “hereto” and “hereunder” and other words of similar import refer to the Constitution and Bylaws as a whole and not to any particular section, paragraph, subparagraph or other subdivision or Schedule.

## **2. MEMBERSHIP**

2.1 The members of the Association are the applicants for incorporation of the Association, and those persons who subsequently become members, in accordance with these Bylaws and, in either case, have not ceased to be members.

2.2 There will be three classes of members: Voting Members, Non-voting Members and Life Members.

### **Voting Members**

2.3 A voting member is the family of a Player(s) in good standing or a voting member designated as such, pursuant to bylaw 2.4 herein. This means one vote per family, regardless of the number of players, and in the case of a player's legal guardians residing in separate homes, one vote of consensus per family:

2.3.1 Each voting member will be responsible to uphold, observe and perform the obligations of her or his membership under the Constitution, the Bylaws and Applicable Law. Without limitation of the foregoing, no voting member will accept any remuneration or other benefit from the Association except as contemplated by Paragraph 4 of the Constitution. A voting member will cease to be in good standing if, and so long as the voting member, or the Player the voting member is a parent or legal guardian of, is in default of any duty of membership under these Bylaws. The Board may suspend any or all of the Membership rights of a voting member who is not in good standing;

2.3.2 Voting membership is not transferable;

2.3.3 Voting membership will cease on the winding up of the Association or earlier if any of the following occur:

2.3.3.1 Expiry of the membership term, if any; or

2.3.3.2 Resignation, death, dissolution, or removal pursuant to bylaw 2.8 herein;

2.4 Any person over the age of 19 who is actively involved in the general work of the Association may become a voting member at the discretion of the Board.

### **NON-VOTING MEMBERS**

2.5 The Society may have non-voting members, namely:

2.5.1 The Board may invite any individual, institution or corporation to become an honorary member with such rights and privileges, if any, as the invitation may specify;

2.5.2 Any person under the age of 19 who is actively involved in the general work of the Association may become a non-voting member at the discretion of the Board.

### **LIFE MEMBERS**

2.6 Any member who has served the Association for at least (5) years and rendered

outstanding and meritorious service to the Association may be elected a Life Member at any regular meeting of the Board. Life Members may have the privilege of acting in an advisory capacity to the Board and have the privileges afforded to non-voting members.

2.7 Nominations for Life Membership shall be submitted in writing to the Board, signed by a member in good standing, detailing the service for which the honor is bestowed.

## **CEASING TO BE MEMBER**

2.8 A person shall immediately cease to be a member of the Association:

2.8.1 upon delivering his or her resignation in writing to the Secretary of the Association or by mailing or delivering it to the address of the Association;

2.8.2 upon his or her death or in the case of a corporate member on dissolution;

2.8.3 Upon being expelled in accordance with Bylaws 2.9, 2.10 and 2.11 herein; or

2.8.4 Upon being a member not in good standing for more than four (4) consecutive calendar months.

## **EXPULSION OF MEMBERS**

2.9 A member may be expelled by a Special Resolution passed at a General Meeting.

2.10 The notice of Special Resolution for expulsion must be accompanied by a brief statement of the reason(s) for the proposed expulsion.

2.11 The person who is the subject of the Special Resolution for expulsion must be given an opportunity to be heard at the General Meeting before the Special Resolution is put to a vote.

## **SUSPENSION OF MEMBERS**

2.12 The Board may suspend any member until the annual General Meeting or a Special General Meeting, if so recommended by the Discipline Committee.

## **GOOD STANDING**

2.13 All members are in good standing except as follows:

2.13.1 Where a member has failed to pay in full the current annual registration fee for the Player; or

2.13.2 Where the member is a parent or legal guardian of a Player and that

parent or legal guardian has failed to pay in full any other subscription or debt due and owing by the member to the Association; and

2.13.3 The member will not be in good standing so long as debts to the Association remain unpaid.

### **3. MEETING OF MEMBERS**

3.1 The first annual General Meeting of the Association must be held not more than fifteen (15) months after the date of incorporation and thereafter an Annual General Meeting of the Association must be held not more than fifteen (15) Months after the adjournment of the previous annual General Meeting.

3.2 The annual General Meeting must be held at least once in every calendar year and not later than May 31st of that year.

3.3 General Meetings must be held at the time and place that the Directors decide and must be in accordance with the Society Act.

3.4 Every General Meeting, other than an Annual General Meeting, is a Special General Meeting.

3.5 A Special General Meeting may be called at any time by the Board and shall be called by the Board on written request by three (3) Directors for the transaction of the business specified in such requisition.

3.6 Notice of a General Meeting must specify the place, day and hour of the meeting and, in the case of special business, the general nature of that business:

3.6.1 Notice of General Meetings shall be advertised twice in a local newspaper. The first notice shall be not less than fourteen (14) days prior to the date of the meeting;

3.6.2 The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any members entitled to receive notice does not invalidate proceedings at that meeting.

### **REQUISITION FOR GENERAL MEETING**

3.7 In this section, "requisitionists" means the voting members who requisition a general meeting of the society under bylaw 3.8 herein.

3.8 The Directors of the Association, on the requisition of 10% or more of the voting members must convene a General Meeting of the society without delay.

3.9 The requisition may consist of several documents in similar form each signed by one or more requisitionists and must:

3.9.1 State the purpose of the General Meeting;

3.9.2 Be signed by the requisitionists; and

3.9.3 Be delivered or sent by registered mail to the address of the Association.

3.10 If within twenty-one (21) days after the date of the delivery of the requisition, the Directors do not convene a General Meeting, the requisitionists, or a majority of them, may themselves convene a General Meeting to be held within four (4) months after the date of the delivery of the requisition;

3.10.1 A General Meeting convened by the requisitionists must be convened in the same manner, as nearly as possible, as a General Meetings convened by the Directors.

#### **4. PROCEEDINGS AT GENERAL MEETINGS SPECIAL BUSINESS**

4.1 Special business is:

4.1.1 All business at a Special General Meeting except the adoption of rules of order; and

4.1.2 All business conducted at an Annual General Meeting, except the following:

4.1.2.1 The adoption of rules of order;

4.1.2.2 The consideration of the financial statements;

4.1.2.3 The report of the Board;

4.1.2.4 The report of the auditor, if any;

4.1.2.5 The election of the Board;

4.1.2.6 The appointment of the auditor, if required; and

4.1.2.7 Other business that, under these Bylaws, ought to be conducted at an Annual General Meeting or business that is brought under consideration by the report of the Board issued with the notice convening the meeting.

#### **QUORUM**

4.2 Business, other than the election of a Chair and the adjournment or termination of the meeting, must not be conducted at a General Meeting at a time when quorum is not present.

4.3 A quorum for a General Meeting, including the Annual General Meeting, is twenty (20) voting members present.

4.4 If within thirty (30) minutes from the time appointed for a General Meeting a quorum is not present, the meeting, if convened on the requisition of members, must be terminated, but in any other case, it must stand adjourned to the same day in the next week, at the same time and place, and if, at the adjourned meeting, a quorum is not present within thirty (30) minutes from the time appointed for the meeting, the members present constitute a quorum.

4.5 If at any time during a General Meeting there ceases to be a quorum present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

## **CHAIR**

4.6 The individual designated as the Chair pursuant to Bylaw 7.3 is to chair each General Meeting unless some other individual present is appointed by the Chair or by Resolution to chair the meeting. The Chair will be entitled to vote as a Member and in the event of a tie, the Chair will be entitled to cast the deciding vote.

4.7 Subject to Bylaw 7.3, the President of the Association, the Vice-President or, in the absence of both, one of the other Board members present, must preside as the Chair of a General Meeting.

4.8 If at a General Meeting:

4.8.1 There is no President, Vice-President or other Director present within fifteen (15) minutes after the time appointed for holding the meeting; or

4.8.2 The President and all the other Board present are unwilling to act as the Chair then the voting members present must choose a person to be the Chair.

## **ADJOURNMENT**

4.9 A General Meeting may be adjourned from time to time and from place to place, but business must not be conducted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place:

4.9.1 When a General Meeting is adjourned for ten (10) days or more, notice of the adjourned meeting must be given as in the case of the original meeting; and

4.9.2 Except as provided in these Bylaws, it is not necessary to give notice of an adjournment of a General Meeting or of the business to be conducted at an adjourned General Meeting.

## **RESOLUTIONS AND VOTING**

4.10 A Resolution proposed at a General Meeting need not be seconded, and the Chair of a General Meeting may move or propose a Resolution.

4.11 In the case of a tie vote in which the Chair has already voted as a member, the Chair will be entitled to cast the deciding vote.

4.12 Only families with voting memberships of the Association in good standing are eligible to vote at any General Meeting of the Association.

4.13 Voting is by show of hands unless the voting members at the meeting decide on a ballot.

4.14 Voting by proxy is not permitted.

## **5. BOARD OF DIRECTORS**

5.1 The Board may exercise all the powers and do all the acts and things that the Association may exercise and do, and that are not restricted by these Bylaws or by statute, or otherwise lawfully directed or required to be exercised or done by the Association in a General Meeting, but subject, nevertheless, to:

5.1.1 All laws affecting the Association;

5.1.2 These Bylaws; and

5.1.3 Rules, not being inconsistent with these Bylaws, that are made from time to time by the Association in a General Meeting.

5.2 A rule, made by the Association in a General Meeting, does not invalidate a prior act of the Board that would have been valid if that rule had not been there.

5.3 The Board of the Association will consist of nine (9) Directors, namely: five (5) Officers: The President, two (2) Vice Presidents, Treasurer, Registrar, Secretary and three (3) Directors at Large:

5.3.1 Each Director will be elected to a two (2) year term, and elections will be held annually to coincide with the Annual General Meeting.

5.4 The officers of President, one (1) Vice-President, Secretary, Registrar and one (1) Director-at-Large (Group 1) will be elected on alternate years to the officers of the other (1) Vice-President, Treasurer, and two (2) Directors-at-Large (Group 2):

5.4.1 Board terms for Group 1 begin and end on even numbered years (e.g.2018 to 2020 etc);

5.4.2 Board terms for Group 2 begin and end on odd numbered years (e.g.2019 to 2021 etc).

5.5 Separate elections must be held for each office to be filled.

5.6 Separate elections must be held for each Office of Director to be filled.



5.7 Members of the Board, due for election, must retire from office at each Annual General Meeting when their successors are elected.

5.8 If a successor is not elected, the person previously elected or appointed continues to hold office if said person is willing to remain.

5.9 If not enough successors are elected to meet the required nine (9) Directors, the unfilled Directors positions will be selected based on the previous Annual General Meetings slate of Directors.

## **VACANCY**

5.10 The Board may at any time, from time to time, appoint a voting member as a Director to fill a vacancy on the Board.

5.11 A Director so appointed holds office only until the conclusion of the next Annual General Meeting of the Association but is eligible for re-election at such meeting. The office then joins the regular rotation of its Group.

5.12 If a Director resigns his or her office or otherwise ceases to hold office, the remaining Board Members may appoint a voting member to take the place of the former Director.

5.13 An act of proceeding of the Board is not invalid merely because there is fewer than the prescribed number of officers on the Board.

## **REMOVAL OF DIRECTORS**

5.14 The voting members may, by Special Resolution, remove a Director, before the expiration of his or her term of office, and may elect a successor to complete the term of office.

5.15 A Director must not be remunerated for being or acting as a Director but a Director must be reimbursed for all expenses necessarily and reasonably incurred by the Director while engaged in the affairs of the Association.

5.16 Nominations for the various offices of the Association shall be made by a Nominating Committee appointed by the Board prior to the annual General Meeting. Nominations may also be made from the floor of the Annual General Meeting. Each voting member of the Association in good standing shall have the right to nominate a representative for each office that is to be elected. The Nominee must accept this nomination either in person or in writing.

5.17 A nominee shall have a five (5) minute opportunity to present him or herself to the membership at the Annual General Meeting, if they so wish.

## **6. EXECUTIVE COMMITTEE**

6.1 The Board is responsible to establish an Executive Committee, which will have

authority to exercise all powers of the Board, subject always to its policies and directions, as determined from time to time by Director's Resolutions.

6.2 The Executive Committee shall consist of members of the Board.

6.3 Meetings of the Executive Committee shall be held monthly or at the call of the President. Delegations or individuals may request an audience with the Executive Committee for the first thirty (30) minutes of any Executive Committee meeting. Such requests must be submitted in writing and delivered to the President twenty-four (24) hours prior to the meeting.

6.4 The Executive Committee is authorized and responsible to regulate its own procedure subject to the following provisions:

6.4.1 Meetings of the Executive Committee are to be held in the town of Squamish whenever determined appropriate by the Chair or by the Executive Committee;

6.4.2 Each member of the Executive Committee is entitled to at least two (2) Day notice of each meeting of the Executive Committee stating the time and place of the meeting and in reasonable detail each issue proposed for submission to vote. Each member of the Executive Committee may waive strict compliance with this Bylaw; and

6.4.3 The Chair will chair each meeting of the Executive Committee unless the Chair appoints some other individual present to chair the meeting. The Chair is entitled to vote and in the event of a tie, will be entitled to cast a deciding vote.

6.5 The duties of the Executive Committee shall be:

6.5.1 To appoint Standing Committees on an annual basis:

6.5.1.1 Finance Committee

- Treasurer
- Registrar
- President

6.5.1.2 Ice Scheduling Committee

- President
- Ice Scheduler
- Referee in Chief

6.5.1.3 Development Committee

- Director of Hockey Operations
- Coach Coordinator
- A Vice-President

6.5.1.4 Tournament Committee

- Tournament Coordinator

- Director
- Manager Coordinator

6.5.1.5 Special Events Committee

- Special Event Coordinator
- Director
- Fundraiser Coordinator

6.5.1.6 Communication Committee

- Secretary
- 3+ Volunteers

6.5.1.7 Equipment and Apparel Committee

- Equipment Manager
- Director
- Squamish Source for Sports or Otherwise

6.5.2 To appoint the following non-elected officials of the Association:

- Coaching Coordinator
- Ice Scheduler
- Referee-in-Chief
- Referee Scheduler
- Divisional Coordinators
- Equipment Manager
- Manager Coordinator
- Tournament Coordinator
- Special Event Coordinator
- Fundraiser Coordinator
- Communication Coordinator

6.5.3 To fill vacancies that occur on the Executive Committee in a timely manner;

6.5.4 To appoint a Director to act as the Association's representative to the Lion's Gate League, preferably a Vice-President;

6.5.5 To transmit validated written communications to the appropriate persons;

6.5.6 To notify the Discipline Committee of incidents occurring requiring that committee's attention;

6.5.7 To have power, at its discretion, to appoint committees to handle various affairs of the Association.

6.6 The Secretary is to keep, or cause to be kept, a record of all business transacted at meeting of the Executive Committee, including minutes of its discussions and the text of each of its decisions. The record so kept will be available, on request, to each Director.

6.7 The Past-President may advise the present Board of previous business of the

Association and attend the regular Executive Committee meeting with the privileges of a non-voting member.

## **7. PROCEEDINGS OF THE BOARD OF DIRECTORS**

7.1 The Board may meet at the places they think fit to conduct business, adjourn and otherwise regulate their meetings and proceedings as they see fit.

7.2 The Board may from time to time set the quorum necessary to conduct business, and unless so set, the quorum is a majority of the Board then in office.

7.3 The President is the Chair of all meetings of the Board, but if at a meeting the President is not present within thirty (30) minutes after the time appointed for holding the meeting, a Vice-President must act as Chair, but if neither is present the Board present may choose one of their members to be the Chair at that meeting.

7.4 A Director may at any time request a meeting of the Board, and the Secretary, on the request of a Director, must convene a meeting of the Board.

7.5 Any Board member who misses more than three (3) consecutive Board meetings without an accepted written reason shall forfeit their position and the Board may appoint a replacement for the balance of the year.

7.6 The Board may delegate any, but not all, of their powers to the committees consisting of the Director or Directors as they see fit.

7.7 A committee so formed in the exercise of the powers so described must conform to any rules imposed on it by the Board, and must report every act or thing done in exercise of those powers at the earliest meeting of the Board held after the act or thing has been done.

7.8 A committee must elect a Chair of its meetings, but if no Chair is elected, or if at a meeting the Chair is not present within thirty (30) minutes after the time appointed for holding the meeting, the Board present who are members of the committee must choose one of their members to be the Chair of the meeting.

7.9 The members of a committee may meet and adjourn as they think proper.

7.10 For a first meeting of the Board held immediately following the appointment or election of a Director or Directors at an annual or other General Meeting, or for a meeting of the Directors at which a Director is appointed to fill a vacancy in the Board, it is not necessary to give notice of the meeting to the newly elected or appointed Director or Directors for the meeting to be properly constituted, provided that a quorum of the Directors is present.

7.11 A Director who may be absent temporarily from British Columbia may send or deliver to the address of the Association a waiver of notice, which may be by signed letter in respect of any meeting of the Board and the Director may at any time withdraw the waiver, and until:

7.11.1 A notice of meeting of the Board is not required to be sent to that

Director; and

7.11.2 Any and all meetings of the Board, where notice of which has not been given to that Director, if a quorum of the Board is present, are valid, effective and duly constituted meetings.

7.12 Questions arising at a meeting of the Board or a committee of Directors must be decided by a majority of votes.

7.13 In the case of a tie vote, the Chair will be entitled to cast a deciding vote.

7.14 A resolution proposed at a meeting of the Board or a committee of Directors need not be seconded, and the Chair of a meeting may move or propose a resolution.

7.15 A resolution in writing, signed by all Directors and placed with the minutes of the Board, is as valid and effective as if regularly passed at a meeting of the Board.

## **8. DUTIES OF OFFICERS**

8.1 The President:

8.1.1 Presides at all meetings of the Association and of the Directors;

8.1.2 Is the chief executive officer of the Association and must supervise the other officers and the Board in the execution of their duties;

8.1.3 Must ensure that all aspects of the Constitution, the Bylaws and the Policies and Procedures are in force;

8.1.4 May exercise the powers of the Executive Committee in the case of an emergency;

8.1.5 Further responsibilities of the President are listed in the Policies and Procedures.

8.2 The Vice-President(s) must:

8.2.1 Carry out the duties of the President during the President's absence;

8.2.2 Further responsibilities of the Vice-President(s) are listed in the Policies and Procedures.

8.3 The Secretary must:

8.3.1 Record, retain and conduct the correspondence of the Association;

8.3.2 Issue notices of the meetings of the Association and the Board;

8.3.3 Keep minutes of all meetings of the Association and the Board;

8.3.4 Have custody of all records and documents of the Association except those required to be kept by the Treasurer;

8.3.5 Have custody of the common seal of the Association;

8.3.6 File all statutory filings under the Society Act;

8.3.7 Further responsibilities of the Secretary are listed in the Association's Policies and Procedures;

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

8.4 The Treasurer must:

8.4.1 Keep the financial records of the Association, including books of account, necessary to comply with the Society Act;

8.4.2 Render financial statements to the Board, voting members and others when required;

8.4.3 Provide a written financial report at each Board meeting and a written statement at the annual General Meeting;

8.4.4 Pay all justified expenses incurred by the Association in a timely manner;

8.4.5 Further responsibilities of the Treasurer are listed in the Policies and Procedures.

8.5 The Registrar must:

8.5.1 Register all members of the Association;

8.5.2 Maintain a register of all current members in accordance with the Society Act and make copies available on request within a reasonable period of time;

8.5.3 Register all teams and team rosters with all affiliated leagues and Associations;

8.5.4 Present a written report of the year's registration at the Annual General Meeting;

8.5.5 Further responsibilities of the Registrar are listed in the Association's Policies and Procedures.

8.6 The Directors shall perform such duties and Chair such Committees as directed by the President.

## **9. COMMITTEES – DUTIES AND POWERS**

9.1 The only permanent Standing Committee of the Association shall be the Executive Committee.

9.2 The Executive Committee may strike any additional committee or committees as needed and upon a majority vote of the Executive Committee.

9.3 Duties and powers of Standing Committees are listed in the Policies and Procedures.

## **10. FINANCE & BANKING**

10.1 A current operating account shall be maintained in a Canadian Chartered Bank, Credit Union, or Trust Company as designated by the Board. All current operating receipts received shall be deposited in this account from which normal operating expenses shall be paid by cheque.

10.2 The Executive Committee shall designate three (3) of the Officers with responsibility for signing cheques issued by the Association. All cheques issued by the Association shall be signed by two (2) of these three (3) designated Officers.

10.3 The Treasurer, with the approval of the Board, shall maintain Savings and Trust accounts as may be required by the Association.

10.4 The Officers shall ensure all conditions of deposit have been adhered to and shall approve all expenditures or withdrawals relating to Savings and Trust accounts, if applicable.

10.5 The Treasurer, with the approval of the Board, shall be empowered to invest any excess funds of the Association in securities designated by the Trustee Act (British Columbia).

10.6 The Executive Committee shall have the power to borrow monies, on behalf of the Association, totaling less than Five Thousand (\$5,000.00) Dollars with or without security subject to the Securities Act, subject to the Society Act.

10.7 The fiscal year of the Association shall commence on April 16th and end on April 15th of the following calendar year.

10.8 At least one week prior to an Annual General Meeting of the Association, voting members in good standing shall be provided with a statement of receipts and disbursements and a statement of any surplus for the period.

## **11. AMENDMENTS – CONSTITUTION OR BYLAWS**

11.1 Neither the Constitution nor the Bylaws shall be altered or amended to except by Special Resolution at an Annual General Meeting or a Special General Meeting of the Association.

11.2 Proposed amendments to the Constitution or the Bylaws must be received by the Board no later than April 1st.

11.3 The President shall forward all proposed revisions or amendments to the Constitution or Bylaws received by this date to the Rules Committee. The Rules Committee shall review all such proposed revisions or amendments and shall report its conclusions to the Executive Committee. Proposed revisions or amendments submitted by a member, Association or League, unless withdrawn, shall be submitted to the Annual General Meeting whether or not the Rules Committee concurs. Proposed revisions or amendments submitted by a team, Executive Committee member, other committee, or any other individual shall be submitted to the Annual General Meeting only with authorization from the Rules Committee or the Executive Committee.

11.4 A notice of not less than fourteen (14) days prior to the date of the meeting shall be given, in writing, to all members in good standing specifying the intention to propose amendments to the Constitution or Bylaws of the Association.

11.5 Notice of a proposed amendment to either the Constitution or Bylaws, or both, shall be duly entered into the minutes and a copy of the approved amendments sent to every member of the Association in good standing.

11.6 The majority required to pass a Special Resolution at an annual or special General Meeting shall be at least seventy-five (75%) percent of the votes cast by voting members in good standing.

11.7 Any amendments or changes to the Constitution or the Bylaws made at the Annual General Meeting or Special General Meeting of this Association shall take effect on the date of registration with the Registrar of Companies in compliance with the Society Act.

11.8 The unanimous vote of the voting members at a General Meeting can waive notice of motion to amend the Constitution and Bylaws.

## **12. AMENDMENTS – POLICIES AND PROCEDURES**

12.1 Additions and amendments to the Association's Policies and Procedures may be made by the Board when the additions and amendments:

12.1.1 Are for maintenance purposes; or

12.1.2 Reflect a change in Policies and Procedures initiated by the Pacific Coast Amateur Hockey Association, British Columbia Hockey or Hockey Canada; and

12.1.3 Have been agreed upon by majority vote of the Board.

12.2 All other additions and amendments to the Association's Policies or Procedures may only be made at an Annual General Meeting or a Special General Meeting.

12.3 Proposed amendments or Resolutions to the Policies and Procedures must be



received, in writing, no later than Seven (7) days prior to an Annual General Meeting or a Special General Meeting.

### **13. BORROWING**

13.1 In order to carry out the purposes of the Association, the Directors may, on behalf of and in the name of the Association, raise or secure the payment or repayment of money in the manner they decide, and, in particular but without limiting that power, by the issue of debentures.

13.2 A debenture must not be issued without the authorization of a Special Resolution.

13.3 The members may, by Special Resolution, restrict the borrowing powers of the Directors, but a restriction so imposed expires at the next Annual General Meeting.

### **14. NOTICES TO MEMBERS**

14.1 A notice may be given to a member, either personally or by mail, at the member's registered address.

14.2 A notice sent by mail is deemed to have been given on the second day following the day on which the notice is posted, and in proving that notice has been given, it is sufficient to prove the notice was properly addressed and put in a Canadian post office receptacle.

14.3 Notice of a General Meeting must be given to every member shown on the register of members on the day notice is given. No other person is entitled to receive a notice of a General Meeting.

### **15. BYLAWS**

15.1 On being admitted to membership, and upon request by a member in good standing, each member is entitled to, and the Association must give the member without charge, a copy of the Constitution and Bylaws.

### **16. PREVIOUSLY UNALTERABLE PROVISIONS**

16.1 The Directors of the Association shall serve without remuneration and shall not receive directly or indirectly, any profits from their position as Directors, but may be paid or reimbursed for expenses reasonably incurred by them in the performance of their duties as Directors.

16.2 The Association shall be affiliated with the Pacific Coast Amateur Hockey Association ("PCAHA"), British Columbia Amateur Hockey Association also known as *BC Hockey* (the "BCAHA") and Hockey Canada and shall observe all laws, rules and regulations by which these organizations are governed.