

# PRINCE GEORGE MINOR HOCKEY ASSOCIATION

## CONSTITUTION

1. The name of the Society shall be the “Prince George Minor Hockey Association” hereinafter referred to as the “Association”. (alterable)
2. The purposes of the Association are:
  - a) To promote, govern and improve organized hockey;
  - b) To organize and perpetuate the game of hockey in the interest of the development of the body, mind and character of the young people registered to play in this Association;
  - c) To foster among its members, supporters and teams, a general community spirit;
  - d) To maintain and increase the interest in the game of hockey at all levels;
  - e) To have and exercise a general care, supervision and direction over the playing interests of all teams and players registered to play in the Association.

## BY-LAWS

### BY-LAW 1 – INTERPRETATION

100. In the By-Laws, unless the context otherwise requires:
  - a) “Officers” or “Officer” means the officers of the Association;
  - b) “Directors” or “Director” means the directors of the Association for the time being;
  - c) “Board of Directors” means the Officers and Directors of the Association;
  - d) “Societies Act” means the Societies Act of the Province of British Columbia from time to time in force and all amendments to it;
  - e) “Membership Fees” means annual registration fees and any other fees imposed by the Association in accordance with the operation of Association.
101. The definitions in the Societies Act on the date these By-Laws become effective apply to these By-Laws.
102. Words importing the singular include the plural and vice versa, and words importing a male person include a female person and a corporation.

## BY-LAW 2 – MEMBERSHIP

200. The following may be voting members of the Association:
- a) Any parent or legal guardian of a player enrolled for participation in the programs offered by the Prince George Minor Hockey Association is a member
  - b) Any person over the age of 18, who is actively involved with the programs of the Association, or
  - c) A Director or Officer of the Prince George Minor Hockey Association
201. All registered players, on paying the fees as set by the Board of Directors are members of the Association for the year registered.
202. Application for membership in the Association shall be open to any parent or guardian of players registered with the Association, or anyone who is actively involved with the programs of the Association. Application for membership shall normally be made at the time of player registration, but may be made ten (10) days prior to the Annual General Meeting.
203. Every member shall uphold the Constitution and comply with these By-Laws, and shall observe the rules and regulations and/or Policies and Procedures of the Association in effect at the time.
204. The annual Membership fees shall be determined at a general meeting of the Board of Directors.
205. A person shall cease to be a member of the Association:
- a) By delivering his/her resignation in writing to the secretary of the Association or by mailing, faxing or delivering it to the address of the Association,
  - b) On his/her death,
  - c) On being expelled or suspended,
  - d) On having been a member not in good standing for twelve consecutive months, or
  - e) Who lives outside the Association boundaries as set out by BC Hockey.
206. a) Any member may be suspended or expelled for willful violation of the Constitution or Bylaws or for any other serious breach of the rules and regulations, or Policies and Procedures of the Association.
- b) Where a member is suspended or expelled, the member shall forfeit all rights and privileges in the Association until such time as the member is reinstated as a member in good standing.
- c) A member may, at the discretion of the Board of Directors cease to be a member of the Association upon notification from the Chairman of the Conduct Committee for conduct deemed to be improper, unbecoming or likely to endanger the interest or reputation of the Association, or who willfully commits a breach of the Constitution or By-Laws, or Policies and Procedures of the Association.
207. a) All members are in good standing except a member who has failed to pay the current annual membership fees or registration fees or any other subscription or debt due and owing to the Association, and the member is not in good standing so long as the debt remains unpaid.

- b) A member who is under suspension is not in good standing until the period of the suspension has been served.

## Honorary Life Membership

- 208. Honorary Life Membership may be bestowed on any individual member of the Association for distinctive services to the Association. Nomination for Honorary Life membership shall be submitted to the Board of Directors by any member of the Association for approval and shall be voted upon by the Board of Directors. Honorary Life Members shall have full voting privileges at all general meetings. The number of Honorary Life Members shall be at the discretion of the Association.

## BY-LAW 3 – MEETING OF MEMBERS

- 300. A general meeting of the Association shall be held at such time and place, in accordance with the BC Societies Act, as the Board of Directors decides.
- 301. Every general meeting, other than an Annual General Meeting, is a Special General Meeting:
  - a) The President shall have the authority to call a Special General Meeting when required.
  - b) Special General Meetings may also be called by a simple majority vote of the Board of Directors.
- 302. The Annual General Meeting shall be held during the month of April each year.
- 303. Notice of a General Meeting shall specify the place, the day and the hour of the meeting, and in the case of special business, the general nature of that business.
- 304. The accidental omission to give notice of a meeting to or the non-receipt of a notice by any of the members entitled to receive notice does not invalidate proceedings at the meeting.
- 305. The Annual or Special Meeting shall be advertised in a local daily or weekly newspaper as well as by email and/or social media at least three (3) weeks prior to the meeting, a minimum of three (3) times.
- 306. The Board of Directors shall upon written requisition of the lessor of 10% of the members or before fifty (50) or more of the members of the Association, herein called the 'petitioners', forthwith convene a Special Meeting of the Association.
- 307. The requisition shall:
  - a) state the purpose of the Special General Meeting;
  - b) be signed by the petitioners; and
  - c) be delivered or sent by registered mail to the address of the Association, and may consist of several documents on like form each signed by one or more petitioners.

308. The President or a member of the Board of Directors acting in his/her stead shall convene a Special General Meeting within twenty-one (21) days after the delivery of the requisition.
309. Failure of the President or Board of Directors to convene a Special General Meeting within twenty-one (21) days after the delivery of the requisition may result in the petitioners, or a majority of them convening a Special General Meeting to be held within two (2) months after the date of the delivery of the requisition.
310. Any Special General Meeting convened by the petitioners, shall be convened in the same manner, as nearly as possible, as general meetings are convened by the Board of Directors.

## BY-LAW 4 – PROCEEDINGS AT GENERAL MEETINGS

400. Special business of the Association shall be considered to be:
  - a) all business at a Special General Meeting except the rules of order, and
  - b) all business transacted at an Annual General Meeting, except
    - i) the rules of order,
    - ii) the consideration of the financial statements,
    - iii) the reports of the Officers and Directors,
    - iv) other business as, under these By-Laws, ought to be transacted at an Annual General Meeting, or business which is brought under consideration by the report of the Officers or Directors issued with the notice of convening the meeting.
401. Unless a quorum is present at a general meeting, no business other than the adjournment or termination of the meeting shall be conducted.
402. If during a general meeting there ceases to be quorum present, business in progress shall be suspended until a quorum is again present or until the meeting is adjourned or terminated.
403. For the purpose of these by-laws, a quorum consists of at least thirty (30) members, in good standing, present at any Special General Meeting or at the Annual General Meeting.
404. In the event that sufficient members, in good standing, are not present at an Annual General Meeting within one half hour from the appointed time for the meeting, or where the meeting is adjourned under sub-section 401, it shall stand adjourned for two (2) weeks and shall then be held as advertised in the daily newspaper whether or not a quorum is present, but shall never be less than fifteen (15) persons.
405. The President of the Association shall preside as Chairman of all meetings of the Association. In his/her absence, the Vice President shall preside, or in the absence of both, an appointee of the Board of Directors shall preside.
406. At any Annual General Meeting, the following shall be the order of business:
  - a) Roll call

- b) Adoption of minutes as circulated
- c) Annual report
- d) Financial report
- e) Awards
- f) Amendment to the Constitution Articles and/or By-Laws
- g) Election of Directors
- h) Adjournment

407. Meetings shall be conducted in accordance with the provisions of Roberts' Rules except where there is a conflict with Constitution and By-Laws of the Association, the latter shall take precedence.

## BY-LAW 5 VOTING AT A GENERAL MEETING

500. At all meetings of the members of the Association, voting shall be by show of hands unless there is a request for secret ballot.

501. Voting by proxy is not permitted.

502. Each member of the Association that has voting rights and is in good standing during the year preceding the general meeting shall be entitled to vote, save and except as follows:

- a) Life members shall have full voting privileges at all general meetings, regardless of prior year status.

503. The Chairman shall only vote to break a tie.

## BY-LAW 6 OFFICERS AND DIRECTORS

600. Subject to the provisions of the Society Act and the Constitution and By-Laws of the Association, the officers and directors shall be responsible for managing and/or supervising the management of the affairs of the Association and may exercise any and all powers of the Association.

601. Officers and Directors shall be subject to:

- a) all laws affecting the Association,
- b) these By-Laws, and,
- c) rules and/or policies and procedures, not being inconsistent with these By-Laws, which are made from time to time by the Association in an Annual General Meeting.

602. No rule, made by the Association at an Annual General Meeting invalidates a prior act of the officers and directors that would have been valid if that rule had not been made.

603. The Officers of the Association shall consist of:

- a) President
- b) Vice President
- c) Secretary
- d) Treasurer

All of the officers, with the exception of the Past President, are to be elected at the first Board of Directors meeting following the Annual General Meeting. A nomination will not be accepted for the office of President and Vice President who has not served on the Board of Directors one of the previous two years. If the President is removed by the board or by the membership of the association, he/she will not sit as past President.

604. The Board of Directors shall consist of nine (9) Directors including the above Officers.

605. The President of the Association shall appoint Directors, as per the current need of the Association with the majority vote of the Board of Directors.

606. The Directors who serve on the Board of Directors are to be elected during the Annual General Meeting within the month of April:

- a) The number of which will consist of nine (9) Directors
- b) Four (4) elected Directors receiving the greatest number of votes at the Annual General Meeting shall serve a two (2) year term as a director or officer of the Board of Directors of the Association.
- c) The remaining elected Directors at the Annual General Meeting shall serve a one (1) year term as a director or officer of the Board of Directors for the Association.

607. The Board of Directors may, at any time and from time to time, appoint a member to fill a vacancy in an elected position.

608. The member so appointed holds office only until the conclusion of the next Annual General Meeting of the Association, but is eligible for re-election at the meeting.

609. An election may be by acclamation; otherwise it shall be by ballot.

610. If no successor is elected, the person previously elected or appointed continues to hold office.

611. The holder of office may run again for subsequent terms of office.

612. No act of proceeding is invalid only by reason of there being less than the prescribed number of members in office.

613. The members of the Association may by Special Resolution, remove a member from office prior to the expiration of his/her term of office, and may also elect a successor to complete the term of office.

614. Nominations for Directors shall be made by the Nominating Committee appointed by the President. Nominations from the membership may also be made:
- a) By forwarding to the Committee, a nomination either verbally, in writing, or
  - b) By nomination from the floor at the Annual General Meeting.

In the latter case, if the nominee is not present, acceptance from the nominee must be received in writing. All such nominations of members in good standing and who qualify to act and who indicate a willingness to stand for election, shall be placed on the slate of the Nominating Committee.

615. No member shall be eligible for election as an officer or director unless he/she is a member in good standing with the Association. In order to achieve a diverse and as broad executive representation as possible, only one parent or guardian of a player, may serve on the Board of Directors at one time. Regardless of how many of their children are registered in the Association.
616. In accordance with Article 7 of the Bylaws, no officer or director shall be remunerated for being or acting as a Director or Officer, but a Director or Officer may be reimbursed for all expenses necessarily and reasonably incurred by him/her while engaged in the affairs of the Association. Furthermore, no paid employee shall serve as Officer or Director of the Association.

## BY-LAW 7 PROCEEDINGS OF THE BOARD OF DIRECTORS

700. The Officers and Directors may meet at times and places as they see fit, for the dispatch of business and may adjourn and otherwise regulate their meetings and proceedings.
701. A minimum of four (4) Board of Directors meetings shall be held during each playing season.
702. The business of the Association shall include the day to day operations, control of finances in relation to expenditures of the Association and general conduct of the business of the Association.
703. At all Board of Directors meetings, a quorum consists of fifty-one (51) percent Board of Directors members.
704. The President shall preside as chairman at meetings of the Board of Directors of the Association. In his/her absence, the Vice President shall preside or in the absence of both, an appointee of the President shall preside. If none of these are present within thirty (30) minutes of the scheduled commencement of the meeting, those present shall select one of their number to be chairman at that meeting.
705. The President may, at any time, take a mail (including email), telephone, fax, poll or vote of the Officers or Directors on any urgent matter.
706. The President may call a meeting of the Officers or the Board of Directors as is deemed necessary.
707. Any five (5) members of the Board of Directors may request a meeting of the Board of Directors at any time.

708. The Officers and/or Directors may delegate any but not all of their powers to committees as they deem appropriate.
709. Any Committee so formed shall exercise the delegated powers, conforming to any rules that may from time to time be imposed on it by the Board of Directors and shall report every act or thing done in exercise of those powers to the earliest meeting of the Board of Directors to be held after it has been done.
710. The Board of Directors may meet and adjourn as they think proper.
711. Questions arising at any meetings of the Officers or Board of Directors shall be decided by the majority of votes of those Directors present at the Board of Directors meeting.
712. In case of an equality of votes the Chairman has the deciding vote.
713. Any motion proposed at a meeting of the Officers or Board of Directors must be seconded and the Chairman of a meeting may move or propose a motion.
714. A motion, in writing, signed by all the Board of Directors and placed with the minutes of the Board of Directors is as valid and effective as if regularly passed at a meeting of the Officers or Board of Directors.
715. A member of the Board of Directors may be deemed to be in conflict of interest by a majority vote. If a member of the Committee is found to be in conflict he/she will be excused from the discussion and vote.

## BY-LAW 8 DUTIES OF BOARD OF DIRECTORS

800. The President shall:
- a) Preside at all meetings of the Officers, Board of Directors and Annual General or Special General meetings of the Association,
  - b) Act as the chief director of the Association and shall supervise the other Officers and Directors in the execution of their duties,
  - c) Maintain the power to suspend any player, coach, manager, team, spectator(s) or a member of the Association for unsportsmanlike conduct on or off the ice, for failure to comply with the Constitution, By-laws or Policies and Procedures and any other rules or regulations of the Association, for failure to comply with the Constitution, By-laws and any other rules or regulations of the Cariboo Amateur Hockey Association, BC Hockey and Hockey Canada.
801. The Vice President shall:
- a) Perform the duties of the President in his/her absence and shall carry out the duties assigned to him/her by the President,
  - b) Act as Chair of the Discipline Committee.



802. The Secretary shall:
- a) Keep minutes of all meetings of the Association and Board of Directors.
  - b) Have custody of all records and documents of the Association except those required to be kept by the Treasurer,
  - c) In the absence of the Secretary from a meeting, the chairperson shall appoint another person to act as Secretary of the meeting.
803. The Treasurer shall:
- a) Receive funds on behalf of the Association. All funds shall then be deposited to a Chartered financial institution as approved by the Board of Directors.
  - b) Pay all accounts by cheque, owed by the Association. Cheques are to be signed by any two (2) of the President, Vice President, Treasurer or Secretary,
  - c) The Treasurer shall present at the Annual General Meeting of the Association a detailed statement of the finances as of March 31<sup>st</sup>,
  - d) The Treasurer shall be bondable.
804. In addition to the specific duties as outlined, the Board of Directors may assign additional duties deemed necessary from time to time.

## BY-LAW 9 DISCIPLINE AND APPEALS

900. a) The Conduct Committee shall consist of the Vice President and any two Directors of the Association,  
b) The President shall not serve on the Conduct Committee.
901. a) Signed complaints against members of the Association shall be reported in writing to the President or Vice President.
902. a) The Conduct Committee may exonerate, censure, suspend, expel or ask for the resignation of the subject of the complaint. Any member being disciplined or expelled must be given notice of the proposed expulsion, and a reasonable opportunity to make representations to the society respecting the proposed discipline.  
b) The subject of the complaint shall receive written notice regarding the decision from the Vice President.

### Appeals Procedure

903. The subject of the complaint or complainant may appeal a ruling by the Conduct Committee. If the subject of the complaint is a minor, they must be accompanied by at least a parent or guardian.

904. The Appeals Committee shall be independent of the Board of Directors of the Association and shall consist of at least three (3) members.
905. a) Any appeal to the Appeals Committee must be in writing outlining all particulars pertaining to the case, must indicate the specific purpose(s) of the appeal, must be accompanied by either a cash payment, certified cheque or money order for fifty (50) dollars payable to the Association and to be delivered to the Association's secretary within seven (7) days from the date of the notice advising of the ruling.  
b) The appeal shall be dealt with by the Appeals Committee within ten (10) days. If the ruling is affirmed, the fifty (50) dollars is retained by the Association. In all other cases, the fifty (50) dollars will be returned.  
c) Team funds cannot be used for appeals.  
d) The Appeals Committee may dismiss, uphold, or modify any ruling that is being appealed. Any ruling will remain in effect until the appeal is dealt with.
906. When an appeal is filed, there shall be no stay of suspension imposed which is the subject of the appeal.
907. An appellant has the right to access all of the pertinent information on which the ruling was made.
908. The decision of the Appeals Committee is final and binding on all parties thereto referred.
909. Any member who fails to exhaust the appeal procedures provided herein prior to resorting to external remedies, legal or otherwise, shall be subject to a suspension at the discretion of the majority of the Board of Directors of the Association.

## BY-LAW 10 AMENDMENTS-CONSTITUTION AND/OR BY-LAWS

1000. The Constitution and/or By-Laws of the Association shall not be altered or added to except by Special Resolution at Annual or Special General Meetings of the Association. A Special Resolution may be passed by a resolution consented to in writing by all of the voting members.
1001. Proposed amendments to the Constitution and/or By-Laws must be received by the Association no later than Twenty-one (21) days prior to the Annual General Meeting or the Special General Meeting.
1002. Notice of any proposed special resolution to create any addition, repeal or alteration of any of the By-Laws shall be signed by the proposed mover and seconder and a minimum of five (5) members of the Association and shall be delivered by hand or sent by registered mail to the address of the Association Twenty-one (21) days prior to the General Meeting or the Special General Meeting.
1003. The majority required to pass a special resolution shall be seventy-five (75) percent of the votes cast by members in good standing present at the Annual General Meeting or the Special General Meeting.

## BY-LAW 11 FINANCE AND BANKING

1100. The finances of the Association shall be under the control of the Board of Directors.
1101. A current operating account shall be maintained in a Canadian Chartered Bank or financial institution as approved by the Board of Directors as designated by the Officers. All current operating receipts received shall be deposited in these accounts from which normal operating expenses shall be paid by cheque.
1102. The Treasurer shall present a financial report to the Board of Directors' monthly meeting for approval.
1103. The Treasurer, with the approval of the Board of Directors shall maintain savings and trust accounts as may be required by the Association.
1104. The Board of Directors shall ensure all conditions of deposit have been adhered to and shall approve all expenditures or withdrawals relating to savings, trust accounts and chequing accounts.
1105. The Treasurer with the approval of the Board of Directors shall be empowered to invest any excess funds of the Association in securities designated by the Trustees Act.
1106. The Board of Directors shall, at their discretion, have the power to borrow monies with or without security subject to the Societies Act.
1107. The members of the Association may, by Special Resolution, restrict the borrowing powers of the officers but a restriction so imposed expires at the next Annual General Meeting.
1108. The fiscal year of the Association shall be from April 1<sup>st</sup> to March 31<sup>st</sup>.
1109. At the Annual General Meeting of the Association, members in good standing shall be provided with a balance sheet, statement of income and statement of surplus for the period and the annual budget for the up-coming fiscal year.

## BY-LAW 12 BOOKS OF ACCOUNT

1200. The books of account, records and minutes of the Association shall be retained and open for inspection by the members during such times as the Board of Directors shall designate.

## ARTICLES PREVIOUSLY IN CONSTITUTION

1300. This Association shall be affiliated with the Cariboo Amateur Hockey Association, British Columbia Amateur Hockey Association and Hockey Canada, and shall observe all laws, rules and regulations by which they are governed. (alterable)
1301. The operations of the Association shall be chiefly carried on within the boundaries of the Prince George Minor Hockey Association as registered by the British Columbia Amateur Hockey Association and the Cariboo Amateur Hockey Association. (This provision was previously unalterable)
1302. Upon winding up or dissolution of the Association, the assets which remain after payment of all debts and liabilities shall be distributed to such charitable organizations or organizations having a similar charitable purpose. (This provision was previously unalterable)
1303. The above purposes of the Association shall be carried out without purpose of gain for its members and any profits or other accretions to the Association shall be used for promoting its purposes, and all of the above purposes shall be carried on an exclusively charitable basis. (This provision was previously unalterable)
1304. No Director or Officer shall be remunerated for being or acting as a Director or Officer, but a Director or Officer may be reimbursed for all expenses necessarily and reasonably incurred by him/her while engaged in the affairs of the Association. Furthermore, no paid employee shall serve as a Director or Officer of the Association. (This provision was previously unalterable)
1305. No member of the Executive Committee shall participate as either head coach or manager of any Representative team in the Association.
1306. Written authorization of the Executive Committee is required for the use of the Prince George Minor Hockey Association ('Association') name or logo and there to. (This provision was previously unalterable)