

# CARSTAIRS MINOR HOCKEY ASSOCIATION (CMHA) BYLAWS 2017



## ARTICLE 1 - PREAMBLE

### 1.1. The Society

The name of the Society is The CARSTAIRS MINOR HOCKEY ASSOCIATION which may also be known or referred to as CMHA or the Association.

### 1.2. Bylaws

The following articles set forth shall be the Bylaws of the Carstairs Minor Hockey Association. The Association shall be comprised of Members as hereinafter set out and it shall be managed by the Board constituted as stated in these Bylaws.

## ARTICLE 2 – DEFINING AND INTERPRETING THE BYLAWS

### 2.1. Definitions

In these Bylaws, any words and phrases not defined herein have the same meaning as is assigned to them by the Alberta Amateur Hockey Association and Hockey Canada.

2.1.1. AAHA means the Alberta Amateur Hockey Association, known as Hockey Alberta (HA)

2.1.2. Act means the Societies Act R.S.A. 2000, Chapter S-14 as amended, or any statute substituted for it

2.1.3. AGM means Annual General Meeting held by CMHA each year

2.1.4. Annual General Meeting means the annual general meeting described in Article 12.1

2.1.5. Appeals Committee means the committee of those appointed by the Board to hear appeals on behalf of CMHA

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- 2.1.6. Appointed Director means League Representative(s), Coaching Coordinator, Equipment Coordinator, Facility Liaison Representative, Level Coordinator(s), Referee in Chief, Special Events Coordinator(s), and/ or any other position that may be deemed necessary from year to year by the Board
- 2.1.7. Audit means a review of financial books
- 2.1.8. Board means the Board of Directors of this Society
- 2.1.9. HC means Hockey Canada
- 2.1.10. Director means any person appointed to the Board
- 2.1.11. CAHL means Central Alberta Hockey League
- 2.1.12. Discipline means correction, punishment, and penalty, without limiting the generality of the foregoing, shall include suspension, fine, expulsion and posting of a bond
- 2.1.13. Executive Meeting means a meeting called by the President and must have majority of Executive Members present. Only Executive Members to attend
- 2.1.14. Good Standing means a Member shall be in good standing when he/she has paid the Annual Membership Dues as determined by the Board. Member in Good Standing has followed and adhered to CMHA by-laws
- 2.1.15. Grievance Committee means those appointed by the Board to investigate written complaints on behalf of CMHA
- 2.1.16. In Writing or Written means includes printing or any electronic means of communication by which words are capable of being visibly reproduced
- 2.1.17. Member means a Member of the Society within the Association boundaries including non-residents that have been accepted by the Association under the rules specified in By-laws, Rules and Regulations, and Policies

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- 2.1.18. Officer means an elected Officer consisting of the President, First Vice President, Second Vice President, Secretary, Treasurer, and Registrar
- 2.1.19. Regular Meeting means monthly meetings held by CMHA to conduct the business of CMHA
- 2.1.20. Regulations mean those rules and regulations of the CMHA for the administration and advancement of hockey
- 2.1.21. Representative means those designated to act on behalf of the Association at all meetings and it shall be deemed they shall have full authority to represent the Association
- 2.1.22. RMAA means Rocky Mountain Athletic Association or the Athletic Association and shall be comprised of representatives from Carstairs, Crossfield, and Didsbury
- 2.1.23. Special Meeting means a meeting called by the President described in Article 12.3
- 2.1.24. Voting Member means a Member entitled to vote at the meetings of the Society
- 2.1.25. 2/27 means the 2/27 League

## 2.2. Interpretation

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

- 2.2.1. Singular and plural words indicating the singular number also include the plural, and vice-versa
- 2.2.2. Liberal Interpretation of these Bylaws must be done broadly and generously
- 2.2.3. This document is the general bylaws of CMHA. These bylaws regulate the transaction of business and affairs of CMHA

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- 2.2.4. When construing these Bylaws, reference shall be made to the Societies Act of Alberta (the "Act"), the Bylaws, Rules and Regulations of Hockey Alberta ("HA"), and Hockey Canada ("HC"). Words and expressions used in these Bylaws shall, so far as the context requires, have the same meaning as would be the case when used under the Act or the Bylaws, Rules and Regulations of HA and HC
- 2.2.5. These Bylaws shall conform and comply with the Bylaws, Rules and Regulations as set forth by HA and HC

## ARTICLE 3 – GEOGRAPHICAL BOUNDARIES

3.1. The boundaries of the Association shall be

- 3.1.1. North Boundary – Township Road 31-00 West from Range Road 27-03W4M to Range Road 2- 5W5M
- 3.1.2. East Boundary – Range Road 27-03 South from Township Road 31-00W4M to Township Road 29- 02W4M
- 3.1.3. South Boundary – Township Road 29-02 West from Range Road 27-03W4M to Range Road 2- 05W5M
- 3.1.4. West Boundary – Range Road 25 (2-05) W5M North from Township Road 29-02W5M to Township Road 31-00 W5M

## ARTICLE 4 – MEMBERSHIP

- 4.1. Any person having a vested interest in the CMHA, residing within the stated Boundaries, being eighteen (18) years of age, who has completed the Membership requirements and is in Good Standing with the CMHA, is eligible to become a Member of the CMHA with voting privileges at any General Meeting of the Association

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- 4.2. Preconditions of Membership- each prospective member, as a condition precedent to membership in the CMHA shall agree that:
  - 4.2.1. All Members recognize the CMHA as the authority concerning amateur hockey in the service area subject only to the right of appeal to the AAHA and the CAHA
  - 4.2.2. All Members shall unconditionally commit to obey and abide by the Objectives, By-laws, Rules and Regulations, and Policies of the CMHA, and any amendments thereto, in accordance with its affiliation with the AAHA
  - 4.2.3. It is desirable that the CMHA be a fully governing organization and that it is an express agreement that all Members and persons registering with the CMHA agree to be bound by the By-laws, Rules and Regulations and Policies of the CMHA. The By-laws, Rules and Regulations, and Policies are to be interpreted by the Board
  - 4.2.4. The Board shall be the sole and final interpreter of the By-laws, Rules and Regulations, and Policies. The application of the same, subject only to the rights of appeal as provided for by the By-laws of the CAHA and AAHA
- 4.3. Application for Membership may be acquired by paying registration fees or by application In Writing to the President of the CMHA and approved by the Board
- 4.4. Acceptance or Refusal of an application for membership in the CMHA will be at the sole and absolute discretion of the Board
- 4.5. Effective Date of Membership in the CMHA shall take effect upon the acceptance of the application by the Board
- 4.6. Resignation of Membership may be done at any time by a Member submitting their resignation In Writing to the President of the CMHA. Resignation will be effective immediately; such Member shall forfeit their rights and privileges in the CMHA

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## 4.7. Expulsion

- 4.7.1. Any Member, who does not conduct themselves in accordance with the objectives of the CMHA or fails to comply with the Bylaws, Rules and Regulations, Policies, or ruling of the Board, may be expelled from Membership in the CMHA by a resolution passed by two-thirds (2/3) of the Board in a Special Meeting called for that purpose. No Member shall be expelled without being notified of the charge or complaint against them or without having first been given an opportunity to be heard by the Board at the aforesaid Special Meeting
- 4.7.2. The Board may, by a vote of two-thirds (2/3) of the Board, expel or suspend any Member who has failed to pay the CMHA membership dues
- 4.7.3. Loss of Membership shall occur only upon resignation of Membership, failure to pay required Membership fees, release, or expulsion by the Board
- 4.7.4. Violation of Membership means any Member who by personal or business conduct violates any part of the Bylaws, Rules and Regulations, Policies, or takes part in any conduct which does, or may in the opinion of the Board bring the game into disrepute and may be expelled
- 4.7.5. Property of CMHA includes all interest in any funds or property belonging to the Association and will be forfeited by any Member whose connection with the CMHA has been terminated by resignation, release, or expulsion

## ARTICLE 5 – BOARD OF DIRECTORS

- 5.1. Board of Directors, Executive, or Board shall mean the Board of Directors of the Association comprised of elected Officers and appointed Directors as outlined in this Bylaw
  - 5.1.1. The business of the Association shall be conducted by the Board and these persons shall receive no remuneration for their services

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## 5.2. Officers

- 5.2.1. The election of Officers shall take place at the Annual General Meeting (AGM) and shall be elected for a term of two years
- 5.2.2. The elected Officers of the Association shall be: the President, (2) Vice-Presidents, Treasurer, Secretary, and Registrar
- 5.2.3. Role and responsibilities of elected Officers are outlined within the policies of the Association

## 5.3. Directors

- 5.3.1. There shall be a maximum of 10 Directors at Large. These positions are optional, and will be filled provided there are Members willing to do so
- 5.3.2. Directors of the CMHA are to be appointed by the Officers of the Association after the AGM and may include: Coach Coordinator, Referee in Chief, Facility Liaison, Equipment Coordinator, Special Events Coordinator(s), League Representative(s), Level Coordinator
- 5.3.3. Role and responsibilities of appointed Directors are outlined within the policies of the Association

## ARTICLE 6 – ELECTION PROCESS

- 6.1. Officers are elected by the voting Members at an AGM held annually on or before the last day in June
- 6.2. Any Member of the Association in good standing may be nominated to become an Officer of the Association
- 6.3. Nominations shall be made 10 days prior to the AGM and posted on the Association website 7 days prior to the meeting

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6.4. Any elected position not filled at the AGM may be appointed by the Board before yearly operations commence

6.5. Any vacancy occurring during the year may be filled at the next meeting, provided it is so stated in the notice calling such meeting

## ARTICLE 7 – POWERS OF THE BOARD

### 7.1. General

7.1.1. The Board shall be responsible to the general Membership, and shall have full control and management of the Association, within the limits of the By-laws, to serve the best interest of its Members

7.1.2. Shall insure that the values, objectives, and desires of the Association are represented in consistent and professional manner to all entities who interact with the Association

7.1.3. The total welfare of the players shall be paramount in the governing of the Association. The player's responsibilities to family and school shall be kept in mind at all times

7.1.4. Should a vacancy occur during a term in office the Board shall be empowered to appoint

7.1.5. Member of the Association to fill the post until the next AGM; with the exception of the President where Vice President 1, or Vice President 2 shall assume the role of President until the next AGM

7.1.6. To endorse suitable persons to act as coaches and managers on a yearly basis per the minimum established by Hockey Alberta



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- 7.1.7. The Board may appoint any Member of the Association to serve on a Committee or assist the Board or one of its Members in the operation of the Association or any project sponsored by the Association. Committees can be given an ongoing status where necessary and be made up of appointed Members who are ratified by the Board for a specific term of service
- 7.1.8. The Board shall establish yearly registration fees, late registration fees, and NSF cheque fees
- 7.1.9. The Board is to designate in which league team(s) will play in, and which teams if any, will participate in Provincial Play downs
- 7.1.10. The Board reserves the right to Discipline any players, coaches or anyone else within the Association who does not abide by the Bylaws of this Association

## 7.2. Conduct of the Board

- 7.2.1. Any person found guilty (as determined by majority vote of a quorum of no less than 2/3 of the Board of Directors) of having committed any improprieties (listed in Policies for Code of Conduct) within this Association may be permanently barred from holding an elected or appointed office in the CMHA
- 7.2.2. A Member of the Board of the Association who misses three (3) consecutive meetings of the Board without notice and/or just reason, may be suspended for the balance of his/her term through a majority vote of a quorum of the Board
- 7.2.3. Board Members are expected to refrain from publicly criticizing game officials, coaches, members, or players before, during, or after games. Concerns must be addressed with the appropriate individual, at the appropriate time
- 7.2.4. Members of the Board are expected to refrain from public criticism of Board policy and/or other Board members

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- 7.2.5. Board members are expected to carry out their duties in a manner consistent with the Bylaws of the Association, and within the directives of the Board
- 7.2.6. Members of the Board can be removed from their duties for non-performance of duties by a majority vote of a quorum of the Board

## ARTICLE 8 – CONFLICT OF INTEREST

- 8.1. Any Officers / Directors, elected or appointed, shall immediately disclose in writing any personal, professional or business activity that may be construed as potential conflict of interest
- 8.2. An Officer / Director, elected or otherwise, of the Association shall not permit his/her own interest to conflict in any way with his/her responsibilities
- 8.3. An Officer / Director of the Association shall not benefit directly or indirectly from any transaction with the Association unless it is to the clear advantage of the Association as determined by the Board
- 8.4. An Officer / Director of the Association shall declare a conflict of interest and abstain from voting on any discussion matter relating specifically to his/her involvement with another hockey organization, private business interest or outside not for profit or charitable organization
- 8.5. A volunteer of the Association shall not receive compensation for his/her services, except for compensation for out of pocket expenses incurred in the performance of his/her duties on behalf of the Association
- 8.6. Any deviation or perceived deviation from this conflict of interest rule shall be acted on only if reported in writing by the complainant to the Executive Committee

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8.7. Any Officer / Director who by personal business conduct violates any part of By-law 9 may be suspended by the Executive Committee by a two thirds majority vote of the entire Board of the Association after an investigation has been made at which the Officer / Director concerned has been given a proper hearing with full opportunity to explain his/her action. When such a hearing is being initiated, notice of such hearing shall be given to all concerned not less than 7 days before hearing.

## ARTICLE 9 – VACANCIES

9.1. The office of a member of the Board may be vacated:

9.1.1. Upon resignation in writing

9.1.2. If he/she is absent from any three consecutive meetings of the Board without satisfactory reasons

9.1.3. If he/she is removed by resolution of the Board for sufficient cause

9.2. Should any vacancy occur on the Board, the Board may appoint a Member to fill the vacancy until the next AGM

## ARTICLE 10 – POWERS, VOTING AND QUORUM

10.1. The Member of the Association must be present in order to cast a vote as “voting by proxy” will not be accepted

10.2. All Members present and in good standing, as well as a minimum of half (1/2) the Executive Members shall form a quorum at, Special and Annual General Meeting

10.3. Quorum at the Regular Meeting is two thirds (2/3) Executive and Board positions.

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## ARTICLE 11 – MEETINGS

All meetings of the CMHA shall be conducted in accordance with “Robert’s Rules of Order” insofar as they may apply

### 11.1. Annual General Meeting (AGM)

11.1.1. The Annual General Meeting of the Association shall be held each year in the month of April. The said date to be determined by the Board.

11.1.2. At least twenty (20) days prior to the meeting, notice in writing, and location of the Annual General Meeting. Notification to Members by way of Association website and/or newspaper advertisement

11.1.3. One vote per Member

11.1.4. The AGM will proceed at the designated time and place with those Members in attendance forming a quorum for voting purposes. Quorum shall be 1/3 of Membership. Voting shall be open to all CMHA Members in good standing. The Annual General Meeting shall have decisions based on a majority vote, except for amendments to the Objectives and By-laws will require a three-quarter (3/4) majority vote

11.1.5. Order of business at the Annual General Meeting will be as follows: Roll call and report of Executive Committee, Reports, Unfinished business, Goals, Budget, Amendments to Objectives and By-laws, Election of Officers, New Business, Adjournment

### 11.2. Regular Meetings

11.2.1. Regular meetings shall be held once a month on a day and time to be determined amicable to the Board each month at 7:00 p.m. at a location named by the Board. Voting will be done by Executive and Board Members only

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## 11.3. Special Meetings

- 11.3.1. A Special Meeting can be called upon receipt of a written request signed by one third (1/3) of Members in good standing or by the President of CMHA
- 11.3.2. A Special Meeting shall be called within thirty (30) days following the receipt of a written request
- 11.3.3. All Members shall receive notice via email of the date, time and location of any special meeting which must be posted twenty (20) days prior to the meeting
- 11.3.4. Only the business for which a Special Meeting has been called will be dealt with

## 11.4. Executive Meetings

- 11.4.1. President to call meeting as deemed necessary
- 11.4.2. Quorum to be majority of Executive Members
- 11.4.3. Voting to be decided by majority

## ARTICLE 12 – ROCKY MOUNTAIN ATHLETIC ASSOCIATION

- 12.1. The Rocky Mountain Athletic Association (also known as RMAA), consisting of players from Carstairs, Crossfield and Didsbury, with appointed representatives from Carstairs, Crossfield and Didsbury shall be charged with the overall management and administration of the teams within the Divisions of Pee Wee, Bantam and Midget as per the policies and procedures of the RMAA. The RMAA shall operate under CMHA By-laws, Rules and Regulations, and Policies.

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## ARTICLE 13 – CODE OF CONDUCT

- 13.1. Members of the CMHA are expected to adhere to the CMHA Code of Conduct Policy which defines the expected behavior of all Members during activity within this Association. All Members of CMHA must sign proper Code of Conduct annually before their first league game. A Grievance may be raised by any Member of the Association.

## ARTICLE 14 – AMENDMENTS TO BYLAWS, RULES, REGULATIONS AND POLICIES

- 14.1. All proposed amendments to the By-laws shall be forwarded in writing to the Association no later than thirty (30) days prior to the Annual General Meeting or Special Meeting for that purpose
- 14.2. Copies of proposed amendments to the Objectives and By-laws shall be made available to all members not less than twenty one ( ) days prior to the AGM at which they will be considered
- 14.3. In the future the By-laws can only be changed by a special resolution of the members. A minimum of 75% (3/4) of the members present at the meeting must vote in favour of this special resolution
- 14.4. Only Members of this Association or the Executive Committee of this Association shall be permitted to propose amendments to the Objectives and By-laws
- 14.5. The Rules and Regulations and Policies of the Association can be altered, amended or added to at any Regular Meeting or at a Special Meeting as required by the Board from time to time
- 14.6. The Member of the Association must be present in order to cast a vote as “voting by proxy” will not be accepted

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14.7. All Members present and in good standing, as well as a minimum of half (1/2) the Executive Members shall form a quorum at, Special and Annual General Meeting

14.8. Quorum at the Regular Meeting is two thirds (2/3) Executive and Board positions.

## ARTICLE 15 – ANNUAL AUDIT

15.1. The fiscal year of the Association shall be from April 1st to March 31st following, both inclusive

15.2. The annual audit of books to be audited by two (2) Members of the Association other than the Treasurer

15.3. A copy of the audit shall be given to the Board, prior to being sent to the Receiver General for Non-profit Status

15.4. March 31st signing authority to be re-assigned, if new member elected or appointed

15.5. April 30th newly elected Member shall receive financial books to allow for completion of non-profit status

15.6. The books and records of the Association may be inspected by any member of the Association at the Annual Meeting provided for herein or at any time upon giving reasonable notice

## ARTICLE 16 – APPEALS

16.1. Any Member, hockey team, player, coach, trainer, stick boy, referee, linesman, or official that is dissatisfied with a decision or ruling, in whole or in part of the CMHA has the right to appeal

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## ARTICLE 17 – BORROWING POWERS

- 17.1. For the purpose of carrying out its objectives, the Association may borrow, raise or secure the payment of money as deemed appropriate, including specifically, the issue of debentures. This power shall be exercised only under the authority of the Officers and in no case shall debentures be issued without the sanction of a special resolution of the Association

## ARTICLE 18 – DISSOLUTION

- 18.1. In the event of the dissolution of the CMHA, all remaining funds earned from Casino and Bingo events will be distributed to an eligible registered charity with similar objectives of the CMHA for the purpose of children's recreational activities.