

# 2022 CMHA BYLAW REVIEW AND PROPOSED AMENDMENTS



Below is a summary of a listing of some of the more material changes proposed for the CMHA Bylaws. The information is for the reader's convenience only and shall not be relied upon as a full or complete listing of proposed changes. Readers are encouraged to review the Proposed CMHA Bylaws in their entirety prior to the Annual General Meeting.

Topic	Previous Wording	Proposed Wording	Rationale
Membership	Any person having a vested interest in the CMHA, residing in the boundaries, being 18 years of age, completed membership requirements and is in good standing can become a member and vote at the AGM	<p>Any person that meets the following eligibility may become a member of the CMHA and obtain voting privileges at any Annual General Meeting:</p> <p>Reside within the CMHA's Boundaries as outlined in Article 3;</p> <p>Be eighteen (18) years of age or older;</p> <p>Is the parent or legal guardian to a child who participates in hockey activities under the jurisdiction of the CMHA and has completed the membership requirements of the CMHA along with the payment of any applicable fees;</p> <p>Remains in good standing with the CMHA;</p> <p>Accepts the terms and conditions of the CMHA including this Bylaw and any associated CMHA Policies and Procedures.</p>	<p>Requirement of the Societies Act to outline how a Member can obtain Membership, what rights they receive upon obtaining Membership and how their Membership can be surrendered and/or revoked.</p> <p>Recommendation to pull all Membership related information under this section for usability for readers.</p>

# 2022 CMHA BYLAW REVIEW AND PROPOSED AMENDMENTS



		<p>Any Member in good standing is entitled to:</p> <ul style="list-style-type: none"> <li>a) Receive notice of meetings of the CMHA;</li> <li>b) Attend any meeting of the CMHA;</li> <li>c) Speak at any meeting of the CMHA;</li> <li>d) Exercise other rights and privileges given to Members in this Bylaw;</li> </ul>	
Membership Loss	Loss of membership shall occur only upon resignation of Membership, failure to pay required membership fees, release, or expulsion of the Board	<p>Members may lose their Membership in the following circumstances:</p> <p>Expulsion by the Board;</p> <p>Non-payment of Membership within three (3) months following the date the fees are due unless the Member is enrolled in the CMHA's payment program;</p> <p>Withdrawal from the CMHA due to the Member's children being withdrawn from the hockey program offered by the CMHA.</p>	Further clarity on the manners in which a Member can lose their membership with the Association, specifically surrounding the payment of fees.
Terminology for Board Members	Officers and Directors	Executive Directors and Directors	Aligns with current terminology used by the Association when referencing the 'executive'. Provides consistency when

# 2022 CMHA BYLAW REVIEW AND PROPOSED AMENDMENTS



			referencing the Board of Directors.
Composition of Board	6 Officers, maximum of 10 Directors at Large.	6 Executive Directors, between 4 and 14 Directors	Provides greater flexibility to align the board with the number of directors required to conduct the business of the Association in any given year. Permits Board Expansion in the event of Association expansion.
Delegated Authorities	N/A	<p>The Secretary shall be responsible for the preparation and keeping of the minutes of the meetings of the CMHA.</p> <p>The Treasurer shall be responsible for keeping the financial records and books for the CMHA.</p> <p>The Executive Directors shall be responsible for the execution of contracts for the CMHA after receiving an appropriate resolution of the Board as outlined in this Bylaw.</p>	Mandatory requirement of the Societies Act
Term Limits	N/A	Commentary that there are no Term Limits for Directors or Executive Directors	Clarification to allow for re-election of Board Members to ensure sustainability of the Board.
Duties of the Board	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	Subject to this Bylaw and any Policies and Procedures of the CMHA, be responsible to the membership for the control and management of the day to day business and affairs of the CMHA to serve the best interests of its Members.	<p>Development of comprehensive list of main Board functions.</p> <p>Removal of any items that are dealt with in other sections of the Bylaw.</p> <p>Removal of duplication.</p>

# 2022 CMHA BYLAW REVIEW AND PROPOSED AMENDMENTS



	<p>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</p> <p>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</p> <p>Should a vacancy occur during a term in office the Board shall be empowered to appoint</p> <p>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</p> <p>To endorse suitable persons to act as coaches and managers on a yearly basis per the minimum established by Hockey Alberta</p> <p>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</p>	<p>Ensuring that the values, objectives and desires of the CMHA are represented in a consistent and professional manner to all that interact with the CMHA.</p> <p>Maximizing the welfare of the players including their responsibilities to their families and education.</p> <p>Supervision of the collection of funds and authorization of expenditure of the funds of the Association, ensuring that funds are allocated in accordance with the purposes so intended. This shall include the establishment of annual registration fees, late payment charges and NSF cheque fees.</p> <p>Approving an annual budget.</p> <p>Paying all expenses for operating and managing the CMHA.</p> <p>Approving all contracts required for the operations of the CMHA.</p> <p>Procurement, Purchasing, Maintaining and Disposing of any assets or property of the CMHA.</p> <p>Delegation of duties and/or creation of sub-committees required to further the goals of the association with at least</p>	
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# 2022 CMHA BYLAW REVIEW AND PROPOSED AMENDMENTS



	<p>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</p> <p>The Board shall establish yearly registration fees, late registration fees, and NSF cheque fees</p> <p>The Board is to designate in which league team(s) will play in, and which teams if any, will participate in Provincial Play downs</p> <p>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</p>	<p>one Board member appointed to each Sub-Committee.</p> <p>Developing and administering of any policies deemed necessary to provide operational efficiency, decision making consistency and transparency to the membership including the development of a Grievance and Disciplinary policy.</p> <p>Interpretation of this Bylaw and settling of any disputes arising from this Bylaw or any Policies or Procedures of the CMHA.</p> <p>Designation of which league teams will play in and the appointment of teams to play in Provincial Play Downs as applicable.</p>	
Resignation of Board Members	N/A	Any Board Member may resign from the Board by providing written notice to the President, or in the case of resignation of the President, to the Vice President 1. Upon acceptance of the written notice, all rights and responsibilities of the Board Member shall be withdrawn.	Process built in for Board Members to resign and redundancy in the event that the President seeks to resign.
Nomination Process	<p>Any Member of the Association in good standing may be nominated to become an Officer of the Association</p> <p>Nominations shall be made 10 days prior to the AGM and posted on the</p>	Any Member of the CMHA in good standing may be nominated by another Member of the CMHA in good standing prior to the Annual General Meeting.	<p>Clarification of who is responsible to receive nominations.</p> <p>New regulation that multiple Members from the same family</p>

# 2022 CMHA BYLAW REVIEW AND PROPOSED AMENDMENTS



	Association website 7 days prior to the meeting	<p>Nominations shall be made a minimum of ten (10) days prior to the Annual General Meeting by submitting written nomination to the Secretary of the CMHA.</p> <p>Nominations received shall be posted to the Association's website a minimum of seven (7) days prior to the Annual General Meeting.</p> <p>Nominations shall be signed by the nominee noting that they will accept the nomination and the position if subsequently elected.</p> <p>Only one Member from each family may hold a position, either elected or appointed, to the Board.</p>	are prohibited from holding positions on the Board.
Annual General Meeting Date	<p>Officers are elected by the voting Members at an AGM held annually on or before the last day in June</p> <p>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.</p>	Annually, the Board shall set the Annual General Meeting for a date prior to the end of May.	<p>Currently two different dates in the Bylaw.</p> <p>Proposed wording provides the Board flexibility to determine the AGM date.</p> <p>May provides more time to complete the annual audit following the end of the fiscal year (March 31<sup>st</sup>), while still catching Members before summer break</p>
Annual General Meeting Notification	At least twenty (20) days prior to the meeting, notice in writing, and location of the Annual General Meeting.	The Board shall provide at least twenty-one (21) days notice of the Annual General Meeting to the	Societies Act requires a minimum of 21 days notice for any notice of a special resolution which would

# 2022 CMHA BYLAW REVIEW AND PROPOSED AMENDMENTS



	Notification to Members by way of Association website and/or newspaper advertisement	Members of the CMHA by posting notice on the CMHA website with the location and time of the meeting.	then occur at the AGM.  Removal of newspaper as a means of official communication
Annual General Meeting Quorum	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	Quorum for the Annual General Meeting shall be a minimum of one-half (1/2) the remaining Executive Directors and a minimum of ten total Members.	Current wording provides confusion relative to quorum.  Proposed quorum aligns with historic attendance amounts to permit business to occur.
Annual General Meeting Chair	N/A	The current President, or the Vice President 1 in their absence, shall chair the Annual General Meeting. In the event that the President position is up for election, the Vice President 1 position shall chair the Election Procedures of the Annual General Meeting.	Provides guidance as to the process of the AGM. Removes a potential conflict of interest during the election procedures.
AGM Election Procedures	N/A	The Election proceedings at an AGM will be chaired in the following manner, ensuring that no candidate for a position presides over that respective position's election process:  One of the existing Vice Presidents, or the Past President, shall preside over the election of President;	Provides guidance to who runs the election procedures and how the process will work with a focus on transparency and accountability.

# 2022 CMHA BYLAW REVIEW AND PROPOSED AMENDMENTS



		<p>The President shall preside over the remaining elections</p> <p>During election proceedings, in the event that two or more names are nominated for any Board position, voting shall be conducted by secret ballot. The secret ballots will be received and counted secretly by the person presiding over the election and one other Member not nominated for the position. Only the successful name shall be declared with no indication as to the amount of votes cast for each individual. The ballots shall be destroyed at the conclusion of the announcement.</p>	
Practice of using 'Seconders'	A Seconder is Required	A Seconder is not Required	The practice of using a seconder is not important and only used to prevent Board Members from putting irrelevant motions on the table for lengthy discussion. In retrospect, it confuses the voting process as Members believe that a seconder is in place of a vote.
Method of Voting	N/A	Vote by show of hands with the exception of the election process which is done by secret ballot	<p>Provides clarity for voting practices.</p> <p>Special Ballot commonly used for election process to remove politics.</p>



# 2022 CMHA BYLAW REVIEW AND PROPOSED AMENDMENTS



Regular Meeting Schedule	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	<p>At the first Regular Meeting after the Annual General Meeting, the Board shall establish their meeting schedule for the following year. Meetings shall be scheduled for once per month at a location, day and time to be determined by the Board, except during the months of June, July and August where meetings shall not be required unless deemed necessary by the Board.</p> <p>The Board shall advertise their calendar of meetings on the CMHA Website</p>	<p>Provides greater flexibility for the Board.</p> <p>Provides greater transparency to the Membership on where and when meetings will be held throughout the next year.</p> <p>Requires that the Board advertises their calendar of meetings for the general Membership.</p>
Regular Meeting Quorum	Quorum at the Regular Meeting is two thirds (2/3) Executive and Board positions.	Quorum for a Regular Meeting shall be one-half (1/2) of the Board	<p>Previous quorum requirements may become too onerous in instances where Members are required to recuse themselves in addition to those not in attendance.</p> <p>Given the requirement for larger quorum requirements to pass special resolutions, minimum quorum is recommended to permit business operations to continue.</p>
Emergent Meetings	N/A	Emergent regular meetings may be scheduled by the President or through written consent of half (1/2) of the Board. In the event that an emergent regular meeting is called, a minimum of twenty four (24) hours notice to Members is required to be given. No	Provides the Board flexibility to call an emergent meeting if required.

# 2022 CMHA BYLAW REVIEW AND PROPOSED AMENDMENTS



		Special Resolutions shall be considered in an emergent regular meeting	
Special Meetings	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	A Special Meeting can be called upon receipt of a written request signed by one third (1/3) of the Board, one third (1/3) of Members in good standing or by the President of CMHA. In the event of a written request, the requester shall provide a list of issues to address at the Special Meeting including any proposed motions for those items.	Permits the Board to call a Special Meeting without the approval of the President.
Special Meeting Notice	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	All Members shall receive notice via CMHA Website of the Special Meeting including the date, time, location and purpose of the meeting a minimum of twenty one (21) days prior to the meeting.	Special Resolution requires 21 days notice.  Notice via website is consistent in establishing it as the Official Communication source of the Association.
Executive Meetings	President to call meeting as deemed necessary  Quorum to be majority of Executive Members  Voting to be decided by majority	N/A	Recommendation to remove Executive Meetings to dissuade tiering of Board Members.
President / Past President Votes	N/A	The President shall be permitted to vote at a meeting. The Past President shall be a non-voting member	President granted an opportunity to vote (inclusion of tied vote procedures below). Past President not granted a vote due to lack of appointment / election

# 2022 CMHA BYLAW REVIEW AND PROPOSED AMENDMENTS



Tied Votes	N/A	A tied vote on any resolution shall be deemed to be a lost motion	Clarification regarding what occurs in the event of a tied vote.
Public Attendance	N/A	<p>All meetings shall be open to the public unless the Board, by majority vote determine that the meeting, or a specific item on the meeting agenda, should be discussed 'in-camera'. Only items that are protected under the Freedom of Information and Protection of Privacy Act shall be discussed in-camera and the Board shall immediately return to the public forum once the item is discussed.</p> <p>A majority of the Board present may ask any Member or other persons present, to leave the meeting.</p>	<p>Transparency for Membership.</p> <p>Use of FOIP Principles as a recognized public body standard for protection of information.</p>
Chair of Meetings	N/A	The President shall chair all Board meetings unless they designate another Executive Director. In their absence, the first Vice President shall chair the Board meeting. In their absence, the second Vice President shall chair the Board meeting. In the event that the President and both Vice Presidents are absent, the remainder of the Board shall elect a chair for that respective meeting.	Clarification of Board Processes
RMAA	N/A	The Board shall develop and approve a policy forming a Committee named the Rocky Mountain Athletic Association (also known as RMAA) to govern the	Clarification on the relationship between RMAA and CMHA

# 2022 CMHA BYLAW REVIEW AND PROPOSED AMENDMENTS



		<p>operations and management of the teams as designated by the CMHA.</p> <p>The Board shall have the authority to determine an alternative management structure for its players registered in the Divisions of U13, U15 and U18 at it's sole discretion which may include, but not be limited to, the offering of teams for these divisions within the Association.</p> <p>As a Committee of the CMHA, the RMAA shall be charged for ensuring that it's operations and members adhere to the CMHA Bylaws and/or Policies.</p>	
Code of Conduct	<p>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.</p>	<p>Through policy adoption, the Board shall develop a Code of Conduct that shall govern the conduct and behavior of all members of the CMHA. All Members of CMHA must review, agree to and sign the Member Code of Conduct during the annual registration process. Further,</p> <p>The CMHA shall develop a discipline policy to detail the process to be followed for a Member to file a complaint with the Board.</p> <p>The CMHA shall develop an appeals policy to detail the process to be followed by any affected person to file</p>	<p>Requirement for the Association to adopt a Code of Conduct, Disciplinary Policy and Appeal Policy.</p>

# 2022 CMHA BYLAW REVIEW AND PROPOSED AMENDMENTS



		an appeal with respect to a decision or ruling of the CMHA Board	
Signing Authority	March 31st signing authority to be re-assigned, if new member elected or appointed	The signing authorities for financial purposes and any contracts or agreements shall be any two of the President, Vice President 1, Vice President 2, Treasurer, Secretary or Registrar. Furthermore, the Board, from time to time may deem it necessary to add another person to the list of those eligible to sign on behalf of the CMHA.	Greater clarity on who shall be assigned signing authority.
Inspection of the Association's books	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	The books and records of the CMHA may be inspected by any member of the CMHA at the Annual Meeting provided for herein or at any time by arranging a time satisfactory to the Treasurer but within a maximum of fourteen (14) business days.	Reduced ability to delay a Members review of the Associations books
Association Seal	N/A	The Board may adopt a seal as the seal of the CMHA. In the event that they do, the Secretary shall have control and custody of the seal unless the Board decides otherwise. The seal of the CMHA can only be used by Executive Directors as authorized by the Board.	Requirement of the Societies Act
Appeals	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	N/A	Covered in Appeals Policy

# 2022 CMHA BYLAW REVIEW AND PROPOSED AMENDMENTS



	<p>part of the CMHA has the right to appeal 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</p>		
Dissolution	<p>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.</p>	<p>A resolution passed by Special Resolution of the Members present at the meeting shall be required to surrender its certificate of incorporation.</p> <p>In the event of the dissolution of the CMHA, all remaining funds will be distributed to an eligible registered charity with similar objectives of the CMHA for the purpose of children's recreational activities. Under no circumstances shall the Members, or Board, receive any funds resulting from the dissolution of the CMHA.</p>	<p>Greater clarity. Requirement of the Societies Act to ensure no funds are received by Members of the Association.</p>