

**Proposed Revisions to the Bylaws
of
Olds Minor Hockey Association
February 2009**

Overall Rationale

Most of the proposed changes are designed to better align the Association bylaws with the By-law Checklist published by the Corporate Registry division of the Government of Alberta. Compliance with that document provides Association members with clearer evidence of sound administrative practices by their representatives.

A second set of proposed changes more clearly defines the groups of representatives. The term “Board” is used to refer to the entire group. The term “Executive” is reserved for a subset of that group, made up of specifically designated officials.

Current Article

ARTICLE I MEMBERSHIP

- A. Membership in the Association may be obtained by any person interested in furthering the goals of the Association, living in the town of Olds and district, by applying for membership with the Secretary of the Association. Membership by persons living outside the district shall be at the discretion of the majority vote of the Executive.
- B. Members may voluntarily withdraw from the Association and may notify the Secretary in writing as to their intentions.
- C. If any member shall wilfully violate or fail to comply with the bylaws, policies, rules, guidelines or procedures of this Association, decisions of the Executive or be guilty of any conduct which is deemed detrimental to the welfare of the Association, or be in arrears for fees and assessments for any year, such member shall be liable to suspension by a 75% majority of the Executive, provided that such member shall have the opportunity to appear before and be heard by the Executive prior to any vote to suspend such membership.

Proposed Article

ARTICLE I MEMBERSHIP

- A. Membership in the Association may be obtained by any person interested in furthering the goals of the Association, living in the town of Olds and district, by applying **in writing** for membership with the Secretary of the Association. Membership by persons living outside the district shall be at the discretion of the majority vote of the **Board**.

- B. Members have the right to enjoy the full benefits and privileges of belonging to the Association. This includes, but is not limited to, the ability to cast a vote at any general meeting, the ability to stand for election to a Board position and the ability to be appointed to committees or to roles on teams by the Board.
- C. Members may voluntarily withdraw from the Association and may notify the Secretary in writing as to their intentions.
- D. If any member shall wilfully violate or fail to comply with the bylaws, policies, rules, guidelines or procedures of this Association, decisions of the Board or be guilty of any conduct which is deemed detrimental to the welfare of the Association, or be in arrears for fees and assessments for any year, such member shall be liable to suspension by a 75% majority of the Board, provided that such member shall have the opportunity to appear before and be heard by the Board prior to any vote to suspend such membership.
- E. The Board may restrict a member's benefits or privileges as part of a disciplinary process.
- F. Voting on any matter may only occur in person by the member, unless specifically designated by the Board on an individual matter.

Current Article

ARTICLE V MEETINGS

- A. The Association shall hold an Annual General Meeting in the Month of October and a Semi-Annual General Meeting in the Month of April in each year publicized in the local paper(s), not less than ten days prior to the said meeting.
- B. All other Specific General Meetings shall be called by the President or, in his absence, the Vice-President by publicizing the reason and the date for the meeting in the local paper(s) not less than ten days prior to the said meeting.
- C. Elections shall occur at the Spring General Meeting for the following season in such a way that the Executive positions are staggered so as to maintain continuity year after year. Year one elected positions will be the Vice-President, Secretary, Female Coordinator (Bantam and Midget), Novice Coordinator, Peewee Coordinator, Midget Coordinator and 1 Director. Year two elected positions will be the Vice-President, Treasurer, Female Coordinator (Atom and Peewee), Tyke Coordinator, Atom Coordinator, Bantam Coordinator and 1 Director.
- D. At least 50% of the member of the Executive shall be required to be present to constitute a quorum at any meetings of the Executive. Any 15 members present at a Meeting of the members shall constitute a quorum.
- E. Any member in good standing wanting to call a general meeting may petition the President with a petition, signed by the majority of the members of the Association, stating the reason for such meeting. Upon receipt of such petition, the president shall call a general meeting of the Members stating the reason for such meeting.

Proposed Article

ARTICLE II MEETINGS

- A. The Association shall hold an Annual General Meeting in the **month** of October and a Semi-Annual General Meeting in the **month** of April in each year publicized **on the Association website and** in the local paper(s), not less than ten days prior to the said meeting.
- B. All other **general meetings** shall be called by the President or, in his absence, the Vice-President by publicizing the reason and the date for the meeting **on the Association website or** in the local paper(s) not less than ten days prior to the said meeting.
- C. **Any member in good standing wanting to call a general meeting may present the President with a petition, signed by the majority of the members of the Association, stating the reason for such meeting. Upon receipt of such petition, the President shall call a general meeting of the members stating the reason for such meeting.**
- D. **Any 15 members present at a general meeting shall constitute a quorum.**
- E. **At least 50% of the member of the Board or Executive shall be required to be present to constitute a quorum at any meetings of the Board or Executive.**
- F. Elections shall occur at the **April** General Meeting for the following season.

Current Article

ARTICLE II EXECUTIVE

- A. The Executive or Board of Directors shall consist of a minimum of 7 and a maximum of 16 members including the Past President, President, Vice-President, Secretary, Treasurer, Referee-In-Chief, Female Coordinator (Atom and Peewee), Female Coordinator (Bantam and Midget), Tykes Coordinator, Novice Coordinator, Atom Coordinator, Peewee Coordinator, Bantam Coordinator, Midget Coordinator and 2 Directors. The minimum of 7 Executive members shall be the Past President, President, Vice-President, Secretary, Treasurer, and the 2 Directors.
- B. All Executive positions excluding the Vice-President, President, Past President and Referee-in-Chief will be elected to a two year term. The Vice-President will be elected to a three-year term as follows: first year as Vice-President, second year as President, and third year as Past President. The Referee-In-Chief, who is elected each year by local members of the Referee Association, will automatically be appointed to the Executive.
- C. All members of the Executive shall be deemed to be officers and directors of the Association.

- D. The Executive shall, subject to the Societies Act, the bylaws or directions given it by a 75% majority vote at any general meeting of the members of the Association properly called and constituted, have control and management of the day-to-day business and affairs of the Association.
- E. The Executive of the Association shall be empowered by a 75% majority vote of the members of the Executive, to dismiss any member of said Executive whose conduct is detrimental to the best interest of the Association, who misses 3 consecutive meetings or who fails to attend 75% of the meetings whereupon a member may be appointed by the Executive to complete said dismissed member's term. Further to this, the Executive shall appoint a member or members to the Executive to replace any position(s), which for one reason or another becomes vacated. Any appointment filled by the Executive will be for the remainder of the term and confirmed by the membership at the next election unless that position is up for election.
- F. The Executive shall supervise the collections and authorize the expenditures of the funds of the Association provided always that funds coming into the Association shall be allocated in accordance with the purpose so intended.
- G. The Executive shall interpret, define and settle all provisions of the bylaws of the Association and shall adjudicate all disputes arising within the Association. The Executive shall have the authority to institute policies or arbitration proceedings to deal with grievances.
- H. The Executive shall appoint delegates to attend all meetings of the members of the Alberta Amateur Hockey Association.
- I. Members of the Executive shall not be entitled to any income for duties performed as officers or directors of the Association. They shall however be entitled for reimbursement of out-of-pocket expenses upon providing documentation of such expenditures.
- J. The Executive shall be empowered to set up any committee or sub-committee to further the goals of the Association.

Proposed Article

ARTICLE III DIRECTORS AND OFFICERS

- A. The Association will be governed by a Board of Directors consisting of a minimum of 7 and a maximum of 16 members. The Executive members will be the President, Vice-President, Secretary, Treasurer and Referee-In-Chief. Other Board members will include the Past President, Female Coordinator (Atom and Peewee), Female Coordinator (Bantam and Midget), Tykes Coordinator, Novice Coordinator, Atom Coordinator, Peewee Coordinator, Bantam Coordinator, Midget Coordinator and 2 Directors at Large. The minimum of 7 Executive members shall be the Past President, President, Vice-President, Secretary, Treasurer, and the 2 Directors at Large.

- B. All members of the Board shall be deemed to be directors. The Executive members will be deemed to be officers.
- C. All Board positions excluding the Vice-President, President, Past President and Referee-in-Chief will be elected to a two year term. The Vice-President will be elected to a three-year term as follows: first year as Vice-President, second year as President, and third year as Past President. The Referee-In-Chief, who is elected each year by local members of the Referee Association, will automatically be appointed to the Board.
- D. The Board shall, subject to the Societies Act, the bylaws or directions given it by a 75% majority vote at any general meeting of the members of the Association properly called and constituted, have control and management of the day-to-day business and affairs of the Association.
- E. The Board of the Association shall be empowered by a 75% majority vote of the members of the Board, to dismiss any member of said Board whose conduct is detrimental to the best interest of the Association, who misses 3 consecutive meetings or who fails to attend 75% of the meetings whereupon a member may be appointed by the Board to complete said dismissed member's term. Further to this, the Board shall appoint a member or members to the Board to replace any position(s), which for one reason or another becomes vacated. Any appointment filled by the Board will be for the remainder of the term and confirmed by the membership at the next election unless that position is up for election.
- F. The Board shall supervise the collections and authorize the expenditures of the funds of the Association provided always that funds coming into the Association shall be allocated in accordance with the purpose so intended.
- G. The Board shall interpret, define and settle all provisions of the bylaws of the Association and shall adjudicate all disputes arising within the Association. The Board shall have the authority to institute policies or arbitration proceedings to deal with grievances.
- H. The Board shall appoint delegates to attend all meetings of the members of the Alberta Amateur Hockey Association.
- I. Members of the Board shall not be entitled to any income for duties performed as officers or directors of the Association. They shall however be entitled for reimbursement of out-of-pocket expenses upon providing documentation of such expenditures.
- J. The Board shall be empowered to set up any committee or sub-committee to further the goals of the Association.

Current Article

ARTICLE III DUTIES OF THE OFFICERS

- A. The President, or Vice-President in his absence, shall arrange the time, place and the agenda for all meetings of the Association and the Executive and shall sit as chair for all meetings of the members and the Executive.
- B. The President shall arrange to include on the agenda at the Annual General Meeting a full report of all activities of the Association including an audited financial report and reports of activities of the Executive and committees.
- C. It shall be the duty of the Secretary to attend all meetings of the Association and of the Executive and to keep accurate minutes of the same. In case of the absence of the Secretary, the duties will be discharged by such officer as may be appointed by the Executive. The Secretary shall have charge of all the correspondence of the Association and be under the direction of the President and the Executive.
- D. The Secretary shall also keep a current list of all the members of the Association and Executive as well as their addresses and phone numbers.
- E. The Secretary shall send notices of the various meetings as required.
- F. The Treasurer shall keep proper accounting records of the financial affairs of the Association and present regular reports to the Executive as directed by the Executive.
- G. In the event that the President of the Association is unable or unwilling to fulfill his duties, the Vice-President will assume the role of President of the Association.

Proposed Article

ARTICLE IV DUTIES OF THE OFFICERS

- A. The President, or Vice-President in his absence, shall arrange the time, place and the agenda for all meetings of the Association, **the Board** and the Executive and shall sit as chair for all **of these** meetings.
- B. The President shall arrange to include on the agenda at the Annual General Meeting a full report of all activities of the Association including an audited financial report and reports of activities of the **Board** and committees.
- C. It shall be the duty of the Secretary to attend all meetings of the Association, **the Board** and of the Executive and to keep accurate minutes of the same. In case of the absence of the Secretary, the duties will be discharged by such officer as may be appointed by the **Board**. The Secretary shall have charge of all the correspondence of the Association and be under the direction of the President and the **Board**.
- D. The Secretary shall also keep a current list of all the members of the Association and **Board** as well as their addresses and phone numbers.
- E. The Secretary shall send notices of the various meetings as required.

- F. The Treasurer shall keep proper accounting records of the financial affairs of the Association and present regular reports to the **Board** as directed by the **Board**.
- G. In the event that the President of the Association is unable or unwilling to fulfill his duties, the Vice-President will assume the role of President of the Association.

Current Article

ARTICLE IV FINANCES AND FINANCIAL RECORDS

- A. All funds of the Association shall be deposited in an accredited banking institution, authorized by the Executive, to an account in the name of the Association. For the purpose of carrying out its objectives, the Association may borrow, raise or secure the payments of money in such a manner as the Executive deems necessary.
- B. The signing authorities shall be any two of the President, Vice-President, Treasurer or Secretary of the Association. Furthermore the Executive, from time to time, may deem it necessary to add another person to the list of those eligible to sign on behalf of the Association.
- C. No one with signing authority for the Association shall sign a cheque payable to themselves.
- D. The fiscal year end of the Association shall be May 30th each year.
- E. The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Association appointed for that purpose. A complete and proper financial statement shall be presented by such auditor to the Executive at their meeting in October prior to the Annual General Meeting of the Association, where a copy of the auditor's report will be available for review.
- F. The books and records of the Association may be inspected by any member of the Association at any time upon giving 5 business days notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Executive shall at all reasonable times have access to such books and records.

Proposed Article

ARTICLE V FINANCES AND FINANCIAL RECORDS

- A. All funds of the Association shall be deposited in an accredited banking institution, authorized by the **Board**, to an account in the name of the Association. For the purpose of carrying out its objectives, the Association may borrow, raise or secure the payments of money in such a manner as the **Board** deems necessary.
- B. The signing authorities shall be any two of the President, Vice-President, Treasurer or Secretary of the Association. 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 Association.

- C. No one with signing authority for the Association shall sign a cheque payable to themselves.
- D. The fiscal year end of the Association shall be **May 31st** each year.
- E. The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Association appointed for that purpose. A complete and proper financial statement shall be presented by such auditor to the **Board** at their meeting in October prior to the Annual General Meeting of the Association, where a copy of the auditor's report will be available for review.
- F. The books and records of the Association may be inspected by any member of the Association at any time upon giving 5 business days notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the **Board shall have reasonable access** to such books and records **at all times**.

Current Article

ARTICLE VI VOTING

- A. If two or more names are nominated for any Executive positions, voting shall be conducted by secret ballot.
- B. The Past President will not cast a vote at Board meetings.
- C. The vote of the President at any meeting shall be cast only in the event of a tie.
- D. All members in good standing present at an Annual General Meeting or Specific General Meeting and all members of the Executive in good standing present at a meeting of the Executive will have the right to vote.
- E. Unless a secret ballot is requested by any member or director entitled to vote at any meetings, all resolutions (except special resolutions or where otherwise specified) shall be passed by a simple majority show of hands.

Proposed Article

ARTICLE VI VOTING

- F. If two or more names are nominated for any **Board or Executive position**, voting shall be conducted by secret ballot.
- G. The Past President will not cast a vote at Board meetings.
- H. The vote of the President at any meeting shall be cast only in the event of a tie.
- I. All members in good standing present at an Annual General Meeting or specific general meeting and all members of the **Board** in good standing present at a meeting of the **Board** will have the right to vote.

- J. Unless a secret ballot is requested by any member or director entitled to vote at any meetings, all resolutions (except special resolutions or where otherwise specified) shall be passed by a simple majority show of hands.

Current Article

ARTICLE VII COLORS

- A. The combination of black, gold and white will be the standard colours for the Olds Minor Hockey Association team jerseys for the age categories of Atom and up.
- B. The novice hockey teams and below shall have any combination of colours for their jerseys.

No proposed changes to Article VII

Current Article

ARTICLE VIII AMENDMENTS

- A. Amendments or alterations to the bylaws shall only be at a general meeting of the members of the Association called for that purpose, after notice in writing to the members provided by the Secretary 30 days prior to the meeting, and then, only by a 75% majority vote of the members present, or otherwise as provided by the Societies Act. The Secretary shall communicate each proposed amendment or alteration with the notice of the general meeting.

Proposed Article

ARTICLE VIII AMENDMENTS

- A. Amendments or alterations to the bylaws shall only be at a general meeting of the members of the Association called for that purpose, after notice in writing to the members provided by the Secretary 30 days prior to the meeting, and then, only by a 75% majority vote of the members present, or otherwise as provided by the Societies Act. **Posting the information to the website will be considered a form of providing notice in writing.** The Secretary shall communicate each proposed amendment or alteration with the notice of the general meeting.

Current Article

ARTICLE IX

- A. Upon dissolution of the Association, any assets remaining after paying all debts and liabilities be disbursed to STARS Air Ambulance, Charitable Registration #895094761RR001.

Proposed Article

ARTICLE IX

- A. Upon dissolution of the Association, any assets remaining after paying all debts and liabilities **shall** be disbursed to STARS Air Ambulance, Charitable Registration #895094761RR001.

Proposed Revision

Minor spelling, punctuation and grammar throughout.