

## **Bylaws of YELLOWKNIFE RECREATIONAL HOCKEY ASSOCIATION**

### **Article 1: General**

#### **1.1 Purpose**

These bylaws relate to the general conduct of the affairs of the Association, an association incorporated under the Northwest Territories Societies Act (RSNWT 1988-c.S-11).

#### **1.2 Interpretation**

Except as provided in the Act, the Executive Committee of the Association shall have the sole authority to interpret any provision of these by-laws which is ambiguous or unclear.

### **Article 2: Definitions and Interpretations**

“Act” refers to the Northwest Territories Societies Act.

“Appeal” refers to the review of a disciplinary or other administrative decision by the Association.

“Association” refers to the YK Rec Hockey Association.

“Extraordinary Resolution” means a resolution in writing passed by a majority of no less than eight members of the Association.

“He and She” are used interchangeably and may refer to the other gender as appropriate.

“Majority” means half plus one of the eligible voting members in attendance at a meeting.

“Member” refers to a properly registered team, player or on ice official as defined by these bylaws.

“Team” means nineteen (19) or more players, that have been admitted to the Yellowknife Recreational League by a resolution of the board of directors of the Association.

“Written Notice” shall mean a notice that is hand delivered or provided by mail, fax, email or courier to the relevant recipient, or placed in a newspaper in general circulation in Yellowknife.

### **Article 3: MEMBERSHIP**

#### **3.1 Eligibility**

Membership is available to any team that is committed to the objects of the Association and agrees to abide by the Association policies, procedures and regulations.

### 3.2 Categories

The association has two categories of membership:

- a) Non-Voting Member includes any player or team official, duly registered with a member team in good standing with the Association, or a player in the spare pool, an off-ice or on-ice official duly registered with the Association eligible to participate in the league.
- b) Voting Members are the teams that are recognized by the Association and each is eligible to appoint a team representative to represent them at Association meetings and have provided at least 1 Executive member and or 1 referee to the league.

### 3.3 Application for Membership

#### 3.3.1 Non-voting members

A non-voting member shall not be admitted as a member unless he has

- a) Paid registration fees as determined by the Association and
- b) Applied and been registered with a member team,
- c) Been approved as a member by the Association.

#### 3.3.2 Voting Member

A voting member shall not be admitted as a member unless it has

- a) Applied with the appropriate documentation to the Association
- b) Paid membership fees as determined by the Association and
- c) Been approved as a member by the Association

#### 3.3.3 Affiliated Member

Any individual person may become an affiliated member of the Association by resolution of the Board of Directors, and shall be granted rights as determined by the resolution.

### 3.4 Good Standing

A member shall be deemed in good standing when they have paid their registration fees as prescribed by the association, they are not in violation of any association bylaws, policies or regulations and there are no disciplinary actions or investigations pending.

### 3.5 Rights

A member in good standing is entitled to participate in the Association programs in accordance with Association policies, procedures and regulations as well as participate in Association decisions consistent with their member status.

### 3.6 Responsibilities

A member is responsible for supporting the objects of the Association while adhering to Association bylaws, policies, procedures and regulations.

### 3.7 Resignation

A member may resign from the Association by giving written notice to the Association except when they are subject to a disciplinary investigation or action by the Association.

### 3.8 Discipline and Appeals

- a) A member that fails to meet their responsibilities to their team or the Association may be subject to discipline, suspension or expulsion from the Association.
- b) A member that is subject to discipline, suspension or expulsion from the Association may appeal the decision in accordance with Association policies and procedures.
- c) Any recourse to legal action before the rights of appeal as set out in the Association bylaws, policies and regulations have been exhausted, shall result in automatic suspension from the association.
- d) Any member that has pursued legal action before exhausting all association avenues of appeal shall be liable for all legal costs and disbursements incurred by the Association should the courts rule in favour of the Association, prior to having any membership rights reinstated.

### 3.9 Registration

Fees Annual registration fees shall be determined at the Annual General Meeting or a Special General Meeting.

### 3.10 Fees in Arrears and League Responsibilities Void

A member or a group of members playing and voting privileges may be suspended for failing to pay registration fees by the prescribed date or the member(s) have not fulfilled required responsibilities or are not in good standing with the league for more than 6 months. A member may be expelled from the Association if registration fees remain unpaid for thirty (30) days past the prescribed date. Notwithstanding expulsion from the Association, a former member remains liable for any membership dues and liabilities owing prior to the expulsion.

## ARTICLE 4: MEETINGS OF THE MEMBERS

The Association shall conduct its business according to the following:

### 4.1 Annual General Meeting

#### a) Location and Date

The Association shall hold an Annual General Meeting, each year, at a location and on a date to be set by the Executive Committee. The date must be at least thirty (30) days after the date on which the fiscal year of the Association ends.

b) Agenda

The agenda for the Annual General Meeting shall include:

- 1) Call to Order
- 2) Approval of Agenda
- 3) Adoption of Minutes from previous Meeting
- 4) Director and Committee Reports
- 5) Approval of Financial Statements
- 6) Appointment of Chartered Accountant
- 7) Election of Directors
- 8) New Business
- 9) Adjournment

c) Notice

Notice of the Annual General Meeting, including the agenda, shall be provided to all Voting Members at least fifteen (15) days prior to the date of the meeting. Notice shall include an advertisement in a newspaper in general circulation in Yellowknife.

d) New Business

Any Voting Member that wishes to place new business on the agenda must so notify the President at least ten (10) days prior to the date of the meeting. Notice must include a statement of the business to be discussed.

e) Chair

The meeting shall be chaired by the President or another Director as determined by the Executive Committee.

f) Quorum

A quorum at the Annual General Meeting shall be a minimum of eight (8) eligible voting members.

g) Voting

Votes shall be cast only by Voting Members in good standing and there shall be only one vote per member. Votes may not be cast by proxy.

h) Determination of Votes

Votes shall be determined by a show of hands unless a recorded ballot is requested by a majority of the voting members present.

i) Majority of Votes

Unless it is a matter requiring an Extraordinary Resolution, a Majority vote of the eligible members present shall decide each issue. A tie vote shall fail.

j) Extraordinary Resolution

Matters required to be determined by an Extraordinary Resolution shall be passed by a majority of not less than three-quarters of the eligible members in attendance.

k) Rules of Order

All meetings of the Association shall be conducted according to Robert's Rules of Order except when superseded by the Act or this bylaw, in which case the Act or bylaw shall take precedence.

#### 4.2 Special General Meeting

a) Location

The Association shall hold a Special General Meeting, at a location to be determined by the Executive Committee, in accordance with these bylaws.

b) Calling of Special General Meeting

A Special General Meeting of the Members may be called at any time:

- 1) at the discretion of the President;
- 2) by a Majority vote of the Executive Committee; or
- 3) by an application in writing by eight (8) Voting Members to be received by the President.

The written request shall include a description of the issue(s) to be considered. The meeting shall be held within twenty-one (21) days of receipt of the written request.

c) Notice

Written notice of the Special General Meeting, including the agenda, shall be provided to all Voting Members at least fifteen (15) days prior to the date of the meeting and such notice shall contain the date, time, place and purpose of the meeting. Notice shall include an advertisement in a newspaper in general circulation in the Northwest Territories.

d) Chair

The meeting shall be chaired by the President or another Director as determined by the Executive Committee.

e) Quorum

A quorum at a Special General Meeting shall be a minimum of eight (8) eligible voting members.

f) Voting

Votes shall be cast only by Voting Members in good standing and there shall be only one vote per member. Votes may not be cast by proxy.

g) Determination of Votes

Votes shall be determined by a show of hands unless a recorded ballot is requested by a majority of the voting Members.

h) Majority of Votes

Unless it is a matter requiring an Extraordinary Resolution, a Majority vote of the eligible members present shall decide each issue. A tie vote shall fail.

i) Extraordinary Resolution

Matters required to be determined by an Extraordinary Resolution shall be passed by a majority of not less than three-quarters of the eligible Members in attendance.

## Rules of Order

All meetings of the Association shall be conducted according to Robert's Rules of Order except when superseded by the Act or this Bylaw, in which case the Act or Bylaw shall take precedence.

### ARTICLE 5: DIRECTORS OF THE ASSOCIATION

#### 5.1 Responsibilities

The Executive Committee is responsible for:

- a) establishing and addressing the Association objects;
- b) establishing strategic and policy direction for the Association;
- c) ensuring the financial health of the Association;
- d) ensuring that the Association has adequate human resources;
- e) overseeing Association programs and operations; and
- f) ensuring effective relations with the membership and relevant organizations it may partner with in the delivery of Association programs.

#### 5.2 Powers

Except as otherwise provided in the Act or these bylaws, the Executive Committee has the powers of the Association and may delegate any of its powers, duties and functions in the discharge of its responsibilities. Directors of the Association will receive a \$500.00 refund for their respective teams as partaking as directors of the association and carrying out its objectives.

#### 5.3 Composition

The Executive Committee shall consist of the following Directors comprised of:

- a) President;
- b) Scheduler;
- c) Registrar;
- d) Disciplinary Head;

- e) Team Representative for each member team;
- f) Treasurer;
- g) Secretary;
- h) Web and Media Advisor;
- i) Referee-in-Chief; and
- j) Past President
- k) Tournament Advisor

#### 5.5 Positions

The general duties of each Executive Committee member are as follows:

- a) the President shall be responsible for the overall supervision of the affairs and operations of the Association, including the Executive Committee.
- b) the Scheduler– Scheduling and operations shall be responsible for the scheduling and operations of the league including all agreements entered into by the Association to facilitate the objects of the Association.
- c) the Registrar shall be responsible for all affairs relating to the Associations members registration in compliance with Hockey Canada.
- d) the Team Representative shall represent their team at all meetings, hearings and other situations requiring their input.
- e) the Disciplinary Head will be responsible for notifying the Web Advisor of all suspensions requiring league notification on the website as well facilitating any Disciplinary Reviews as required
- f) Tournament Advisor – will be the Chair of the tournament committee and responsible for various tournament duties and to work alongside the organization selected to run the tournament.
- g) the Web and Media Advisor shall be responsible for announcing all league meetings with the required local media and ensure all league notices including but not limited to suspensions, meetings etc are posted on the league website.
- h) the Treasurer shall be responsible for maintaining full and accurate accounts of all receipts and disbursements of the Association.

- f) the Secretary shall be responsible for maintaining the official correspondence and records of the Association at all meetings according to Roberts Rule of Order. All meeting notes will be provided to the President for review and posted on the league website no more than 1 week following any and all meetings.
- g) the Referee-in-Chief shall be responsible for the overall supervision and certification of on-ice officials and the assignment of officials to games sponsored by the Association as well as being a liaison between the two associations in organizing clinics etc. The Referee in Chief position will be selected and a name forwarded by the Yellowknife Referee's Association at the start of each season.
- h) the Past President shall act as an advisor to the President and help maintain administrative and policy continuity from year to year when available and willing.

All Directors shall contribute to the effective functioning of the Executive Committee by assuming specific responsibilities as may be assigned from time to time.

#### 5.5 Appointments

When, for any reason, a vacancy occurs on the Executive Committee, except for the immediate Past President, the remaining directors may appoint a qualified person to fill the vacancy until the next Annual General Meeting.

#### 5.6 Eligibility

Any person may be nominated for election to the Executive Committee, who is:

- a) a member in good standing of the Association;
- b) a resident of the Northwest Territories;
- c) not an employee or paid contractor of the Association; and
- d) at least nineteen (19) years old.

A candidate seeking the position of President must have occupied an elected or appointed position within the Association or an affiliated association for at least one of the past three years.

#### 5.7 Resignation

A Director may resign from the Executive Committee at any time by presenting her written notice of resignation to the President. This resignation shall become effective on the date which the request is approved by the Executive Committee.

### 5.8 Vacate Office

A Director shall be deemed to have vacated his/her position when he/she:

- a) ceases to be a member in good standing of the Association,
- b) ceases to reside within the Northwest Territories; and
- c) without reasonable excuse, fails to attend three consecutive meetings of the Executive Committee.

### 5.9 Removal

A Director may be removed by Extraordinary Resolution of the members present at an Annual General Meeting or Special General Meeting provided that the Director has been given notice of and the opportunity to be present at such a meeting.

### 5.10 Conflict of Interest

Directors shall exercise their responsibilities in a manner which avoids actual or perceived conflict of interest.

## ARTICLE 6: ELECTIONS

### 6.1 Election of Directors

The election of Directors shall take place at the Annual General Meeting by those Members present and eligible to vote.

### 6.2 Nominations

A person may be nominated for election, at the Annual General Meeting by:

- a) a Nominating Committee or
- b) a member from the floor.

The nomination may be made in person or in writing and must be seconded by a member present at the meeting. In either case, the nominee must consent to the nomination. If the nominee is not present, the nominee must provide written notice of acceptance of the nomination.

### 6.3 Team Representatives

Team Representatives shall be nominated by their team members, and must meet all requirements of eligibility for the position.

### 6.3 Order of Elections

Directors shall be elected in the following order:

- a) President
- b) Scheduler
- c) Registrar
- d) Discipline Head
- e) Treasurer
- f) Secretary
- g) Web and Media Advisor
- h) Referee in Chief (Will be selected by the Yellowknife Referee's Association.
- i) Tournament Advisor
- j) Past President (will remain on for 1 year once term is over)

### 6.4 Voting

Votes shall be cast only by Members in good standing and there shall be only one vote per Member. Votes may not be cast by proxy.

### 6.5 Determination of Votes

Voting shall be by recorded ballot, unless otherwise determined by the eligible Members present.

### 6.6 Majority of Votes

A Majority vote shall decide each issue. A tie vote shall fail.

### 6.7 Term of office

Elections will occur as follows:

Odd Years: President, Discipline Head, Treasurer

Even Years: Registrar, Scheduler, Secretary and Web and Media Advisor

## ARTICLE 8: EXECUTIVE COMMITTEE MEETINGS

### 8.1 Call of Meetings

Meetings shall occur at the call of the President or at the request of a Majority of the Directors.

### 8.2 Number of Meetings

The Executive Committee shall hold meetings at least every two months and may hold additional meetings as determined from time to time.

### 8.3 Notice

Before each meeting of the Executive Committee, the President shall provide each Director with sufficient notice of the meeting together with the agenda of the business to be transacted at the meeting.

### 8.4 Quorum

A Majority of the Directors entitled to vote shall be quorum for a meeting of the Executive Committee.

The Executive Committee may conduct regular in person meetings and vote on specific issues by e-mail.

### 8.5 Chair

If the President is absent from a meeting, the Executive Committee shall appoint, from among its members, a Director to preside over the meeting.

### 8.6 Voting

Voting at Executive Committee meetings shall be as follows:

- a) all Directors shall have a vote. The President shall vote only to break a tie vote.
- b) except where there exists a conflict of interest, no Director shall abstain from voting.
- c) questions shall be decided by a majority vote.
- d) in the event of a tie vote, the President must cast the deciding vote.
- e) voting shall be done by a show of hands unless a majority of the Directors approve a secret ballot.

### 8.7 Minutes of Meetings

Minutes of Annual General, Special General, Executive Committee and Standing Committee meetings shall be held with the Secretary and may be examined by the Members upon request.

### 8.8 Standing Committees

The Executive Committee may establish Standing Committees, as required, to assist the Directors in the delivery of their responsibilities.

### 8.9 Ad hoc Committees

The Executive Committee may establish ad-hoc committees, from time to time, to address specific tasks.

### 8.10 Terms of Reference

The Executive Committee shall establish terms of reference and operating procedures for all committees.

### 8.11 Vacancy

When a vacancy occurs on any committee, the Executive Committee may appoint a qualified person to fill the vacancy for the remainder of the committee's term.

#### 8.12 Removal

Appointments to committees are made at the pleasure of the Executive Committee who may remove committee members at their discretion.

#### 8.14 No Remuneration

All Directors and members of committees shall serve without remuneration except for reimbursement of expenses in accordance with Association policies and procedures.

#### 8.15 President Ex-officio

The President shall be an ex-officio, non-voting member of all committees of the Association.

#### 8.16 Shall Indemnify

The Association shall indemnify and hold harmless out of the funds of the Association each Director from and against any and all claims, demands, actions, or costs which may arise or be incurred as a result of occupying the position or performing the duties of a Director unless resulting from acts of fraud, dishonesty or bad faith.

#### 8.17 Insurance

The Association shall purchase and maintain insurance for the benefit of its Directors as the Executive Committee may determine.

### ARTICLE 9: COMMITTEES

#### 9.1 Standing Committees

The duties of each standing committee are as follows,

Tournament Committee:

By Law Committee:

League Structure Committee:

### ARTICLE 10: DISCIPLINE AND GRIEVANCE

The Association shall establish policies and procedures relating to the discipline, the appeal of a disciplinary decision or the grievance of a Member.

Directors shall be subject to discipline as described in this bylaw and policies established by the Executive Committee, from time to time.

## ARTICLE 11: POLICIES, PROCEDURES AND REGULATIONS

Association policies, procedures and regulations shall be in accordance with this bylaw and the bylaws and policies of Hockey North.

All matters not specifically addressed by Association policies, procedures and regulations shall be governed by the bylaws, policies and regulations of Hockey North and Hockey Canada.

Policy decisions made by the Executive Committee may be appealed to Hockey North.

## ARTICLE 12: ADMINISTRATIVE FEES

The Association may charge a fee for undertaking various administrative tasks on behalf of its members. The fees may be established or amended only at an Annual General Meeting or a Special General Meeting.

## ARTICLE 13: AMENDMENT TO BYLAWS

### 13.1 Extraordinary Resolution

These bylaws may only be amended, revised, repealed or added to by an Extraordinary Resolution of the Members at a Special General Meeting or Annual General Meeting.

### 13.2 Notice

Proposed amendments to the bylaws shall be submitted, in writing, to the Secretary at least twenty-one (21) days prior to the Meeting at which the proposed amendment shall be considered.

There shall be fifteen (15) days written notice of the Meeting which shall include details of the proposed change to the bylaws.

### 13.3 Registration

The amended bylaws shall take effect only after acceptance by the Registrar of Societies of the Northwest Territories.

## ARTICLE 14: GENERAL FUNCTIONS

### 14.1 Seal

The Association shall have a Seal such to be placed in the presence of at least two of the Directors of the Association or by such person or persons as the Executive Committee shall approve by resolution.

#### 14.2 Fiscal Year

The fiscal year of the Association shall be September 1<sup>st</sup> to August 31<sup>st</sup> unless otherwise determined by the Executive Committee from time to time.

#### 14.3 Notice

In this bylaw, the number of days specified for giving notice shall mean total days, irrespective of weekends or holidays.

#### 14.4 Error of Notice

The accidental omission to give notice of a meeting of the Executive Committee or of the Members, the failure of any Director or Member to receive notice, or an error in any notice which does not affect its substance shall not invalidate any action taken at the meeting.

#### 14.5 Bank

All monies received by or on behalf of the Association shall be deposited in the Association's bank account in trust for the Association, which shall be with one of the chartered banks of Canada located within the City of Yellowknife in the Northwest Territories.

#### 14.6 Financial Signing Authority

Up to three persons, including at least two members of the Executive Committee may have financial signing authority for the Association. The Executive Committee members must include the Treasurer. Financial signing authority shall be authorized by resolution of the Executive Committee. All financial instruments must include the signatures of two authorized persons.

#### 14.7 Execution of Agreements

All written agreements entered into in the name of the Association shall be signed by two Directors or other persons authorized to do so by resolution of the Executive Committee.

#### 14.8 Borrowing

The Association may borrow funds upon such terms and conditions as the Membership may determine at an Annual General Meeting or Special General Meeting.

#### 14.9 Books and Records

The Association shall ensure that all books and records required to be kept by the Act, these bylaws or any other statute or law are regularly and properly kept.

The Association will from time to time specify a time and place at which Members may view the books and records of the Association.

#### 14.10 Auditor

An auditor may be appointed, at the Annual General Meeting, for the ensuing year.

The financial records of the Association shall be kept by the Treasurer and shall be audited by the auditor prior to the subsequent Annual General Meeting.

#### 14.11 Financial Statements

At each Annual General Meeting, an annual statement containing:

- a) the assets and liabilities of the Society in the form of a balance sheet; and
- b) the income statement of the Society since the date of incorporation or date of the previous financial statement and signed by the auditor, or by two Directors if there is no auditor, shall be presented for the inspection of the members.

#### 14.12 Surplus of Funds

- a) The Association shall retain at least 10% each year of the following season's projected Expenditures of its funds to ensure financial feasibility.

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