

FORM 3

SOCIETY ACT

CONSTITUTION

1. The name of the Society is “Chetwynd and District Minor Hockey Association”.
2. The purposes of the Society are:
 - (A) To promote and encourage good *citizenship* and *sportsmanship* among the members of the association.
 - (b) To establish, maintain, conduct and promote, among the members of the association and others, an active interest in amateur hockey.
3. As an unalterable provision of this constitution this association will be affiliated with the British Columbia Amateur Hockey Association.
4. Upon winding-up or dissolution of the society, the assets remaining after the payment of all costs, charges and expenses properly incurred in the winding-up, including the remuneration of a liquidator, and after payment to employees of the society of any arrears of salaries or wages, and after the payment of any other debts of the society, will be distributed to a charitable organization (or organizations) in Canada, registered under the provisions of the Income Tax Act, which will be designated by the board of trustees. Any of such assets remaining which had originally been provided for a specific purpose, will, wherever possible, be distributed to a charitable organization, registered under the provisions of the Income Tax Act, carrying on work of similar nature to such specific purposes. The provisions of this clause are unalterable.

SOCIETY ACT

BYLAWS OF CHETWYND AND DISTRICT MINOR HOCKEY ASSOCIATION

Part 1 - Interpretation

1. (1) In these bylaws, unless the context otherwise requires,
 - (a) “directors” mean the directors of the Society for the time being;
 - (b) “Society Act” mean the Society Act of the Province of British Columbia from time to time in force and all amendments to it;
 - (c) “registered address” of a member means his address as recorded in the register of members.
- (2) The definitions in the Society Act on the date these bylaws become effective apply to these bylaws.
2. Words importing the singular include the plural and vice versa; words importing a male person include a female person and a corporation.

Part 2 - Membership

3. The members of the Society are the applicants for incorporation of the Society, and those persons who subsequently have become members, in accordance with the bylaws and, in either case, have not ceased to be members.
4. A person who:
 - (a) is a parent or guardian of a player who is registered to play hockey with the Association, or
 - (b) has undertaken voluntary service with the Association,may apply to the directors for membership in the Society and on acceptance by the directors will be a member.
5. Every member will uphold the Constitution and comply with these bylaws.
6. The amount of the first annual membership dues will be determined by the directors and after that the annual membership dues will be determined at the Annual General Meeting of the Society.
7. A person will cease to be a member of the Society

- (a) by delivering his resignation in writing to the Secretary of the Society or by mailing or delivering it to the address of the Society,
 - (b) on his death or in the case of a corporation on dissolution,
 - (c) on being expelled,
 - (d) having become a member by virtue of clause 4(a) hereof, no longer qualifying for membership on that basis and failing to qualify on the basis of clause 4(b) hereof; or
 - (e) on having been a member 'not in good standing' for 12 consecutive months.
8. (1) A member may be expelled by a special resolution of the members passed at a general meeting, or of the directors at any directors' meeting.
- (2) The notice of special resolution for expulsion will be accompanied by a brief statement of the reason or reasons for the proposed expulsion.
- (3) The person who is the subject of the proposed resolution for expulsion will be given an opportunity to be heard at the General Meeting or Directors' Meeting before the special resolution is put to a vote.
9. All members are in good standing except a member who has failed to pay his current annual membership fee or any other subscription or debt due to owing by him to the Society, and he is not in good standing so long as the debt remains unpaid.

Part 3 - Meetings of Members

10. General Meetings of the Society will be held at the time and place, in accordance with the Society Act, that the directors decide or upon a written request signed by at least 10% of the Society members.
11. Every General Meeting, other than an Annual General Meeting, is an extraordinary General Meeting.
12. The directors may, when they think fit, convene an extraordinary General Meeting.
13. (1) Notice of a General Meeting will be given at least 14 days prior to the date of the meeting, and will specify the place, day and hour of the meeting, and, in case of special business, the general nature of that business.

- (2) The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice, does not invalidate proceedings at that meeting.
- 14. The first Annual General Meeting of the Society will be held not more than fifteen months after the date of incorporation and after that an Annual General Meeting will be held at least once in every calendar year and not more than 15 months after the holding of the last preceding Annual General Meeting. The second and subsequent Annual General meetings will be held after the 15th day of March and no later than the 30th day of May in each year.

Part 4 - Proceedings at General Meetings

- 15. Special business is:
 - (a) all business at an extraordinary General Meeting except the adoption of rules of order; and
 - (b) all business transacted at an Annual General Meeting, except,
 - (i) the adoption of rules of order;
 - (ii) the consideration of the financial statements;
 - (iii) the report of the directors;
 - (iv) the report of the auditor, if any;
 - (v) the election of directors;
 - (vi) the appointment of the auditor, if required; and
 - (vii) the other business that, under these bylaws, ought to be transacted at an Annual General Meeting, or business which is brought under consideration by the report of the directors issued with the notice convening the meeting.
- 16.
 - (1) No business, other than the election of a Chairman and the adjournment or termination of the meeting, shall be conducted at a General Meeting at a time when a quorum is not present.
 - (2) If at any time during a General Meeting there ceases to be a quorum present, business then in progress will be suspended until there is a quorum present or until the meeting is adjourned or terminated.
 - (3) A quorum at a General Meeting is 4 (four) members present or a greater number that the members may determine at a General Meeting.

17. If within 30 minutes from the time the appointed for a General Meeting a quorum is not present, the meeting, if convened on the requisition of members, will be terminated; but in any other case, it will stand adjourned to the same day in the next week, at the same time and place, and if, at the adjourned meeting, a quorum is not present within 30 minutes from the time appointed for the meeting, the members present constitute a quorum.
18. Subject to bylaw 19, the President of the Society, the Vice-President or in the absence of both, one of the other directors present, will preside as Chairman of a General Meeting.
19. If at a General Meeting
 - (a) there is no President, Vice-President or other directors present within 15 minutes after the time appointed for holding the meeting; or
 - (b) the President and all other directors present are unwilling to act as Chairman,the members present will choose one of their number to be Chairman.
20.
 - (1) A General Meeting may be adjourned from time to time and from place to place, but no business will be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
 - (2) When a meeting is adjourned for 10 days or more, notice of the adjourned meeting will be given as in the case of the original meeting.
 - (3) Except as provided in this bylaw, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned General Meeting.
21.
 - (1) No resolutions proposed at a meeting need to be seconded and the Chairman of a meeting may move or propose a resolution.
 - (2) In case of an equality of votes the Chairman will not have a casting or second vote in addition to the vote to which he may be entitled as a member and the proposed resolution will not pass.
22.
 - (1) A member in good standing present at a meeting of members is entitled to one vote.
 - (2) Voting is by show of hands, unless five directors are present, who are entitled to vote, and the Chairman decides to vote by secret ballot.

- (3) Voting by proxy is not permitted.
23. A corporate member may vote by its authorized representative, who is entitled to speak and vote, and in all other respects exercise the rights of a member, and that representative will be reckoned as a member for all purposes with respect to a meeting of the Society.

Part 5 - Directors and Officers

24. (1) The directors may exercise all the powers and do all the acts and things that the Society may exercise and do, and which are not by these bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the Society in General Meeting, but subject, nevertheless to:
- (a) all laws affecting the Society;
 - (b) these bylaws; and
 - (c) rules, not being consistent with these bylaws, which are made from time to time by the Society in General Meeting.
- (2) No rule, made by the Society in General Meeting, invalidates a prior act of the directors that would have been valid if that rule had not been made.
25. (1) The following persons and twelve other persons will be the directors of the Society:
- President
 - Vice-President
 - Recording Secretary
 - Corresponding Secretary
 - Head Coach
 - Publicity Director
 - Registrar
 - Immediate past President
 - Equipment Manager
 - Head Team Person
 - Ice Coordinator
 - Head Referee
 - A Team Representative for each team registered with the Society
- (2) The number of directors will be 12 or some other number determined from time to time at a General Meeting.

26.
 - (1) The directors will retire from office at the end of May, each year, after the successors have been elected.
 - (2) Separate elections will be held for each office to be filled.
 - (3) An election may be by acclamation; otherwise, it will be by ballot.
 - (4) If no successor is elected the person previously elected or appointed may continue to hold office.
27.
 - (1) The directors may at any time, and from time to time, appoint a member as a director to fill a vacancy in the directors.
 - (2) A director so appointed holds office only until the conclusion of the next fiscal year following the Annual General Meeting of the Society, but is eligible for reelection at the meeting.
 - (3) If a director resigns his office or otherwise ceases to hold office, the remaining directors may appoint a member to take the place of the former director.
 - (4) No act or proceeding of the directors is invalid only by reason of there being less than the prescribed number of directors in office.
28. Nominations for various offices of the Society will be made by the Nominating Committee to be composed of the Past President who will be Chairman and two other members appointed by the Executive. If the Past President has departed the area, the Nominating Committee will be composed of three members appointed by the Executive who will name their own Chairman. Nominations from the Membership may also be made:
 - (1) By forwarding to the Chairman of the Nominating Committee a nomination in writing: or
 - (2) By nomination from the floor at the Annual General Meeting.
29. The members may, by special resolution, remove a director before the expiration of his term of office, and may elect a successor to complete the term of office.
30. No director will be remunerated for being or acting as a director but a director will be reimbursed for all expenses necessarily and reasonably incurred by him while engaged in the affairs of the Society.

Part 6 - Proceedings of Directors

31.
 - (1) The directors may meet together at the places they think fit, upon the calling of such a meeting by the President or any three Directors, to dispatch business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.
 - (2) The directors may from time to time fix the quorum necessary to transact business, and unless so fixed the quorums will be a majority of the directors then in office.
 - (3) The President will be Chairman of all meetings of the directors, but if at a meeting the President is not present within 30 minutes after the time appointed for holding the meeting, the Vice-President will act as Chairman, but if neither is present the directors may choose one of their number to be Chairman at that meeting.
 - (4) A director may at any time, and the Secretary, on the request of a director, convene a meeting of the directors.
32.
 - (1) The directors may delegate any, but not all, of their powers to committees consisting of the directors as they think fit.
 - (2) A committee so formed in the exercise of the powers so delegated will conform to any rules imposed on it by the directors, and will report every act or thing done in exercise of these powers to the earliest meeting of the directors to be held after it has been done.
33. A committee will elect a Chairman of its meetings; but if no Chairman is elected, or if at a meeting the Chairman is not present within 30 minutes after the time appointed for holding the meeting, the directors present who are members of the committee shall choose one of their number to be Chairman of the meeting.
34. The members of a committee may meet and adjourn as they think proper.
35. For a first meeting of directors held immediately following the appointment or election of a director or directors at an Annual or other General Meeting of members, or for a meeting of the directors at which a director is appointed to fill a vacancy in the directors, it is not necessary to give notice of the meeting to the newly elected or appointed director or directors for the meeting to be constituted, if a quorum of the directors is present.
36. A director who may be absent temporarily from British Columbia may send or deliver to the address of the Society a waiver of notice, which may be by letter, telegram, telex or cable, of any meeting of the directors and may at any time withdraw the waiver, and until the waiver is withdrawn,

(a) no notice of meeting of directors shall be sent to that director; and

(b) any and all meetings of the directors of the Society, notice of which has not been given to that director shall, if a quorum of the directors is present, be valid and effective.

37. (1) Questions arising at a meeting of the directors and committee of directors shall be decided by a majority of votes.
- (2) In case of an equality of votes the Chairman does not have a second or casting vote.
38. No resolution proposed at a meeting of directors or committee of directors need be seconded and the Chairman of a meeting may move or propose a resolution.
39. A resolution in writing, signed by all the directors and placed with the minutes of the directors is as valid and effective as if regularly passed at a meeting of directors.

Part 7 - Duties of Officers

40. (1) The **President** shall preside at all meetings of the Society and of the directors.
- (2) The **President** is the chief executive officer of the Society and shall supervise the other officers in the execution of their duties.
- (3) The **President** shall act as the official representative of the Society.
41. The **Vice-President** shall carry out the duties of the President during his absence.
42. The **Recording Secretary** shall:
- (a) keep the minutes of all meetings of the Society and directors;
- (b) have custody of all records and documents of the Society except those required to be kept by the Treasurer;
- (c) have custody of the common seal of the Society; and
43. The **Corresponding Secretary** shall:
- (a) conduct the correspondence of the Society

44. The **Treasurer** shall:
- (a) keep the financial records, including books of account, necessary to comply with the Society Act; and
 - (b) render financial statements to the directors, members and others when required.
45. The **Head Team Person** shall coordinate the activities of the team mothers for the teams in the Society, including fund-raising projects.
46. The **Registrar** shall maintain a permanent record of all players and members of the Society, and shall be responsible for the annual registration of team members with the B.C.A.H.A. and Mutual Aid Fund as required.
47. The **Head Referee** shall be responsible for obtaining referees and linesmen for all hockey games played under the jurisdiction of the Society, and shall ensure that a high standard of officiating is maintained, and shall ensure that wherever possible all referees and linesmen are registered with the B.C.A.H.A. and that they are provided with appropriate remuneration from the Society for the performance of their duties.
48. The **Publicity Director** shall be responsible for all forms of publicity and for the general promotion of the Society; issue notice of meetings of the Society and Directors.
49. The **Immediate Past President** shall serve in an advisory capacity for the benefit of the Directors.
50. The **Equipment Manager** shall be responsible for the maintenance and replacement of all equipment owned by the Association.
51. The **Head Coach** shall:
- (a) institute and maintain a high caliber of coaching ability in all teams, and shall coordinate and supervise training programs for all coaches, team officials and players in the Society;
 - (b) maintain an effective line of communication between the coaches, the Society and the National Coaches Certification Program; and
 - (c) shall form a committee who will recommend to the Directors, the appointment of team coaches and team officials.
52. The **Ice Coordinator** shall:

(a) obtain, allocate, schedule and coordinate the use of ice time by teams in the Society; and

(b) attend, on behalf of the Society, all meetings relating to the use of ice facilities used by the Society.

53. All other Directors shall have duties and responsibilities as prescribed by the President.
54. (1) The offices of **Secretary** and **Treasurer** may be held by one person who shall be known as the **Secretary Treasurer**.
- (2) When a **Secretary Treasurer** holds office the total number of directors shall not be less than 4 or greater number that may have been determined pursuant to bylaw 25(2).
55. In the absence of the Secretary from a meeting, the directors shall appoint another person to act as Secretary at the meeting.

Part 8 - Seal

56. The directors may provide a common seal for the Society and may destroy a seal and substitute a new seal in its place.
57. The common seal shall be affixed only when authorized by a resolution of the directors and then only in the presence of the persons prescribed in the resolution, or if no persons are prescribed, in the presence of the President and Secretary or President and Secretary Treasurer.

Part 9 - Borrowing and Finance

58. In order to carry out the purposes of the Society the directors may, on behalf of and in the name of the Society raise or secure the payment or repayment of money in the manner they decide, and, in particular but without limiting the foregoing, by the issue of debentures.
59. No debenture shall be issued without the sanction of a special resolution of the members.
60. The members may, by special resolution, restrict the borrowing powers of the directors, but a restriction imposed expires at the next Annual General Meeting.
61. A current operating account shall be maintained in any Canadian Chartered Bank as designated by the Executive. All current operating receipts received shall be deposited in this account out of which normal operating expenses shall be paid.

62. The Treasurer shall present details of all expenditures to the Executive at regular Directors' meetings for their approval.
63. Notwithstanding anything here and before contained, the Treasurer shall not make any expenditure in excess of an amount to be set annually by the Executive and to be reviewed and revised as required.
64. The Treasurer, with approval of the Executive, may maintain savings accounts or invest in short term bank deposits, as may be advantageous to the Association.
65. The Executive shall ensure that all conditions of deposit have been adhered to and shall approve all expenditures or withdrawals relating to savings and deposit accounts.
66. The signing authorities of all bank accounts shall be the Treasurer and one of the two Executive members preselected by the President.
67. All financial affairs of this Association shall be submitted to the auditors of the Association. Financial statements shall be presented to the members at the Annual General Meeting.
68. The fiscal year of the Association shall be from June 1st to May 31st.

Part 10 - Auditor

69. This part applies only where the Society is required or have resolved to have an auditor.
70. The first auditor shall be appointed by the directors who shall also fill all vacancies occurring in the office of auditor.
71. At each Annual General Meeting the Society shall appoint an auditor to hold office until he is re-elected or his successor is elected at the next Annual General Meeting.
72. An auditor may be removed by ordinary resolution.
73. An auditor shall be promptly informed in writing of appointment or removal.
74. No director and no employee of the Society shall be auditor.
75. The auditor may attend General Meetings.

Part 11 - Notices to Members

76. A notice may be given to a member, either personally or by mail to him at his registered address.
77. A notice sent by mail shall be deemed to have been given on the second day following that on which the notice is posted, and in proving that notice has been given it is sufficient to prove the notice was properly addressed and put in a Canadian post office receptacle.
78. (1) Notice of a General Meeting shall be given to:
- (a) every member shown on the register of members on the day notice is given; and
 - (b) the auditor, if Part 10 applies.
- (2) No other person is entitled to receive a notice of General Meetings.

Part 12 - Bylaws

79. On being admitted to membership, each member is entitled to receive from the Society, without charge, a copy of the Constitution and Bylaws of the Society.
80. These bylaws shall not be altered or added to except by special resolution.

Part 13 - Rules, Discipline and Complaints

81. The Directors may, from time to time as they see fit, establish, maintain and amend rules relating to the operation of the Society, including rules relating to the conduct of the members of the Society and the conduct of players and other persons involved in the Society's activities.
82. Any rules established, maintained or amended by the Directors shall be in writing and shall be made available for inspection by any member.
83. The **President** or **Designate** may discipline, suspend or expel any team registered with the Society, any player of any such team, or any official or referee retained by the Society, for a breach of any of the Society's Constitution, By-Laws or Rules.

84. The Discipline Committee shall consist of the Vice-President, who shall be the Chairman, and four (4) other members appointed by the Executive Committee, of which at least three (3) members shall be required to attend each hearing. Should any member of the Discipline Committee be directly involved (personally, parent of player, etc.) the President shall fill in for the Vice-President and the Executive Committee shall appoint another Association Member to fill in for any of the others. Should the President not be able to fill in for the Vice-President, because he/she is directly involved, another Executive Committee Member will then be appointed.

Part 14 - The Appeals Committee

85. The Appeals Committee is appointed by the President and comprises of a Chairperson and two members, the majority of whom must be members of the Executive and none of whom served on the Discipline Committee in this case.

Part 15 - Appeals Procedure

86. Any director, member, team, or official may appeal a decision handed down by the Discipline Committee.
87. An appeal by an aggrieved party, shall be submitted in writing to the Chairman of the Appeal Committee, and shall:
- (a) outline the nature of the grievance,
 - (b) present particulars pertinent to the grievance, and
 - (c) identify the desired corrective action
- for consideration by the Appeal Committee.
88. An appeal shall be post marked to be delivered to the Chairman of the Appeal Committee within seven days of the decision which is appealed.
89. The appeal shall be considered by the Appeal Committee and a report submitted to the Executive within 14 days of receipt of the appeal.

DATED at the _____, in the Province of British
Columbia, this _____ day of _____, 1998.

Witness(es)

Signature: _____
Name: _____
Address: _____

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Address: _____

Applicants for Incorporation

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Signature: _____

FORM 5
(Section 3 and 10)

SOCIETIES ACT

NOTICE OF ADDRESS OF SOCIETY

The address of the Society is

_____ until the day after the next Notice of Address of the
Society is filed by the Society.

Dated the _____ day of _____, 1998.

Chetwynd and District Minor Hockey Association
(Name of Society)

by _____
(Signature)

To the Registrar of Companies
Victoria, B.C.