

Alberta Field Hockey Association Bylaws



NAME The legal name of the society is the Alberta Field Hockey Association (hereinafter referred to as the “Society”), which carries on business as:

Field Hockey Alberta

1.0 OBJECTS

The objects of the Society are:

- i) Foster, encourage, and develop the game of hockey (both field and indoor hockey) in Alberta;
- ii) Provide and service hockey programs in Alberta;
- iii) Make hockey a readily accessible, competitive or recreational option for all, providing the widest possible opportunities of participation for all persons regardless of sex, age, race or religion;
- iv) Affiliate and liaise with Field Hockey Canada, the other provincial field hockey associations in Canada and any other organizations as necessary to pursue these objects;
- v) Take all appropriate action necessary for the promotion of the interests of the game of hockey.

2.0 BYLAW REGULATIONS

2.1 Purpose of By-Laws:

These By-Laws represent the structural and operational terms of reference which shall be used by the Society in fulfilling its registered objects.

2.2 The By-Laws and the Objects of the Society shall not be rescinded, altered or added to except by **Special Resolution** of the Society.

2.3 For all purposes herein, “Special Resolution” shall mean a Special Resolution passed by a majority of not less than 75% of such members entitled to vote as are present in person at a General Meeting, of which not less than thirty (30) days’ written notice specifying the intention to propose the resolution as a Special Resolution has been duly given.

3.0 MEMBERSHIP

3.1 Subject to the voting procedures set out in By-Law 7.0, the Society shall have both Voting and Non-Voting Membership Categories.

3.2 **Voting Membership Categories:**

- 3.2.1 **Regional Association Members** shall be those Associations which are recognized by the Society, are responsible for women’s hockey, men’s hockey or both within a Region, have paid the annual Regional Association Membership fee, and submitted their Annual General Meeting’s minutes. Regional Association Members are also required to inform the Society of any change in office bearers within thirty (30) days of the change(s) occurring.

To apply for Regional Association Membership, a formal Association must exist, and it must submit to the Society its by-laws, list of office bearers, and reasons for wishing to become a Regional Association Member. The Executive shall accept or reject the application, which in all cases must be ratified by a two-thirds majority at the Society's subsequent General or Special General Meeting. If so ratified, at that point the Regional Association is entitled to nominate a Regional Director.

A Region shall have either:

- i) one Association that represents both genders (one Regional Director); or
- ii) one Association representing males (one Regional Director) and another Association representing females (one Regional Director).

No Region shall have more than two (2) Regional Directors.

The Association(s) as defined above shall be the only one(s) recognised for voting purposes at General and Special General meetings (as per By-Law 7.4.2).

The Executive shall establish and may amend the boundaries of Regions in Alberta from time to time, in order to promote the interests of the Society.

- 3.2.2 **Senior Playing Members** are individuals, whose names appear on the senior team lists submitted by a Regional Association Member or a Club which does not belong to a Regional Association, and on whose behalf the annual Senior Playing Membership fee has been paid prior to the commencement of a General or Special General meeting. Senior teams are teams which participate in regular Association league games, championships and tournaments.

Senior Playing Members may also be individuals whose names do *not* appear on a senior team list submitted by a Regional Association Member, but who play hockey in a Region not supported by a Regional Association Member, or wish to trial for an Alberta representative team. They must submit a completed Membership Form together with the annual Senior Playing Membership fee prior to participation.

- 3.2.3 **Associate Members** are non-playing individuals, who have an interest in the game of hockey, who are recognized by the Society and who have paid the annual Associate Membership fee.

To apply for Associate Membership, an individual must complete a Membership Form and submit it to the Society along with the Associate Membership fee. The Executive shall accept or reject the application.

3.3 Non-Voting Membership Categories:

- 3.3.1 **Junior Playing Members** are individuals, whose names appear on the junior team lists submitted by a Regional Association Member or a Club which does not belong to a Regional Association, and on whose behalf the annual Junior Playing Membership fee has been paid prior to the commencement of a General or Special General meeting. Junior teams are teams which participate in junior Association or School league games, championships and tournaments. No Junior team may have more than three (3) members over the age of 21.

Junior Playing Members may also be individuals whose names do *not* appear on a junior team list submitted by a Regional Association Member, but who play hockey in a Region not supported by a Regional Association Member, or wish to trial for an Alberta representative team. They must submit a completed Membership Form together with the annual Junior Playing Membership fee prior to participation.

3.3.2 **Honorary Members** are individuals who have made a notable contribution to hockey in Alberta, are recommended by a unanimous vote of the Executive, and elected by a three-fourths majority of the votes cast at a General or Special General Meeting of the Society. Honorary Members shall not pay membership fees.

3.3.3 **Affiliate Members** are such societies, corporations, community groups, schools and other organizations which are recognized by the Society and which have paid the annual Affiliate Membership fee.

To apply for Affiliate Membership, a Membership Form must be completed and submitted to the Society along with the Affiliate Membership fee. The Executive shall accept or reject the application.

3.4 Provincial Representation

3.4.1 In order to participate in a Society sponsored championship, competition or tournament as a member of a representative Alberta hockey team, an individual must be a paid registered member of the Society and have paid the fees levied for the event.

4.0 SUSPENSION AND DISCIPLINE OF MEMBERSHIP

4.1 The Executive may, by three-fourths of the votes cast, suspend immediately a member including a member of the Executive, under circumstances including the following:

- i) non-payment of annual fees;
- ii) gross neglect of duty; or
- iii) behaviour likely to bring discredit on the Society.

The suspension of a member must be confirmed by three-fourths of the votes cast by members at a General or Special General meeting.

4.2 The Executive may, by three-fourths of the votes cast, suspend immediately a Regional Association Member under circumstances including the following:

- i) non-payment of annual fees;
- ii) failure to submit required documentation;
- iii) gross neglect of duty; or
- iv) behaviour likely to bring discredit on the Society.

In such case, the Regional Association's Director ceases to be a member of the Executive immediately. The suspension of a Regional Association Member must be confirmed by three-fourths of the votes cast by members at a General or Special General meeting.

4.3 The Executive may, by three-fourths of the votes cast, remove any member of the Executive, except Regional Directors, under circumstances including, but not limited to, the following:

- i) neglect of duty;
- ii) repeated failure to attend Executive meetings; or
- iii) failure to perform assigned action items.

In the case of a Regional Director, the Executive, by three-fourths of the votes cast, may request the Regional Association to replace their Regional Director.

- 4.4** Any member may initiate action to remove a member of the Executive from office, or to suspend or terminate her or his membership. Such suspension or termination shall not be valid until confirmed by three-fourths of the votes cast at a General or Special General meeting.
- 4.5** Any member may resign from the Society by notice in writing, which shall be effective immediately upon receipt by the Society. Such notice shall not, however, absolve the member from any liability for fees or otherwise to the Society.
- 4.6** The Society shall adopt a Code of Conduct and Discipline Procedure Policy for all members.

5.0 THE EXECUTIVE

5.1 The Executive shall comprise:

Management Operations group:

- i) President
- ii) Vice-President Administration
- iii) Vice-President Finance

Elite Athlete Development group:

- iv) Vice-President High Performance
When deemed necessary by the Executive, one Vice-President High Performance may be elected for each of the women's and men's development programs.

Leadership Development group:

- v) Vice-President Coaching
- vi) Vice-President Umpiring

Regional Development group:

- vii) Vice-President Regional Development
- viii) Regional Directors
- ix) Two (2) Directors-at-Large

- 5.2** A Regional Director may not be the President or a Vice-President of the Society during the term of appointment as Regional Director.
- 5.3** Any other voting member may hold a maximum of two (2) Vice-Presidential positions.
- 5.4** Any director or officer, upon a majority vote of all members in good standing, may be removed from office for any cause which the society may deem reasonable.
- 5.5** The Executive is responsible for:
- i) the operation of the Society in accordance with these By-Laws.
 - ii) the day-to-day business of the Society working with the professional staff;
 - iii) the development and recommendation of policy to the membership and the implementation and ongoing evaluation of such policy;
 - iv) the establishment of special committees;
 - v) the review of major financial matters and the approval of an annual operating budget; and

- vi) the exercise of such other authority as may be delegated by the members at an Annual, General or Special General Meeting.

5.6 Officers

The following shall be the Officers of the Society:

President, Vice-President Administration, Vice-President Finance and one other Vice-President appointed by the Executive at their first meeting following an Annual General Meeting. (Also see By-Law 10.3).

5.7 Duties of the Members of the Executive

5.7.1 The President shall:

- Be the Chief Executive Officer of the Society and be responsible for all of the Society's functions, including specifically the Society's adherence to the Code of Conduct and Discipline per By-Law 4.4;
- Direct the daily activities of the Society on behalf of the Executive and in conjunction with the other Officers;
- Chair all meetings of the Society and Executive in accordance with these By-Laws;
- Be the official spokesman for the Society, but may delegate this authority in regard to public announcements to any Vice-President;
- Be ex-officio, a member of all committees;
- Ensure that employee appraisals are conducted at least annually;
- Be the voting member for Alberta at General and Special General Meetings of Field Hockey Canada and liaise with other provincial hockey associations, but may delegate this authority.

5.7.2 The Vice-President Administration shall:

- Be the Chief Operations Officer of the Society and exercise general supervision over the office staff and the administrative functions of the Society;
- In consultation with the President, draw up an agenda for each meeting of the Society and Executive;
- Arrange for the recording of Minutes at all meetings of the Society and Executive;
- Ensure that an accurate file of all minutes, correspondence, and reports pertaining to the business of the society is maintained;
- Ensure the maintenance of membership lists;
- Ensure the regular production and distribution of a newsletter to all members;
- Chair the Nominations Committee and ensure that nominations are obtained in a timely manner;
- be responsible for the timely filing of all required documents prescribed by the Societies Act and by regulatory agencies.

5.7.3 The Vice-President Finance shall:

- Be the Chief Financial Officer of the Society and exercise general supervision and control over the financial operations of the Society;
- Be responsible for the maintenance of all required books of account and financial records in cooperation with hired staff;
- Ensure that financial statements are prepared at the end of the fiscal year for review or audit in accordance with By-Law 10;
- Present financial statements at all Executive meetings;
- Ensure that all revenue is deposited with a financial institution approved by the Executive and which is a member of the Canadian Deposit Insurance Corporation;
- Oversee the preparation of an annual budget for the Society and present it to the Executive for approval;
- Liaise with the staff as required.

- 5.7.4 The Vice-President(s) High Performance shall:
- Exercise general supervision and control over the development of Elite Athletes;
 - When two Vice-Presidents of High Performance have been elected, one individual shall be responsible for the women's programs and one for the men's programs in all the duties set out below;
 - Present to the executive all major policies concerning the Provincial Team /Squad Program for approval and Chair the High Performance Committee;
 - Oversee the selection process and all programs and preparations for the provincial hockey and indoor hockey teams;
 - Ensure the maintenance of the provincial team inventory and kits;
 - Liaise with the staff as required.
- 5.7.6 The Vice-President Coaching shall:
- Present to the executive all major policies concerning Coaching development for approval;
 - Oversee the planning, promotion, and administration of all coaching clinics, and, in particular, the administration of the National Coaching Certification Program (NCCP);
 - Circulate and receive applications for provincial team coach positions and oversee the selection and evaluation of them;
 - Promote the development and circulation of instructional materials for coaches;
 - Liaise with the staff as required.
- 5.7.7 The Vice-President Umpiring shall:
- Present to the executive all major policies concerning Umpiring for approval;
 - Oversee the planning, promotion, and administration of all umpire development clinics including the Field Hockey Canada Umpire Certification Program and any indoor hockey umpire certification program that may be developed;
 - Facilitate the assessment of umpires;
 - Ensure the circulation and distribution of the Rules of Hockey and Indoor Hockey and any current rule interpretations to the membership;
 - Ensure that a current list of rated umpires in Alberta is maintained;
 - Arrange for the appointment of umpires to any tournament sanctioned by the Society;
 - Liaise with the staff as required.
- 5.7.8 The Vice-President Regional Development shall:
- Present to the Executive all major policies concerning the regional development of hockey and indoor hockey for approval and Chair the Regional Development Committee;
 - Oversee the promotion and delivery of development programs throughout Alberta
 - Advocate the expansion of Club Hockey and encourage opportunities for all age groups and both genders to play;
 - Liaise with regional development personnel and volunteers and, in particular, the various partners of the Alberta Games program;
- 5.7.9 The Regional Directors shall:
- Report to the Executive the level of development and activity of men's or women's hockey and indoor hockey in their respective regions and serve on the Regional Development Committee;
 - Facilitate the promotion and delivery of development programs throughout their Region;
 - Facilitate the expansion of Club Hockey and opportunities for all age groups and both genders to play;
 - Supervise that notices of General or Special General Meetings and accompanying material forwarded to their Region are distributed to the members in their Region and encourage attendance of their members at such meetings;
 - Liaise with the Vice-President Regional Development, the staff and other regional development personnel and volunteers.

5.7.10 The Directors-at-Large shall:

- Assist in the general running of the Society as deemed appropriate by the Executive.

5.8 Term of Office

The term of office for all Executive positions shall be two (2) years, except for the Directors-at-Large which shall be for one (1) year, commencing immediately following election or appointment, as applicable, at an Annual General Meeting.

5.9 Vacancies

- 5.9.1 A Vice-President who has resigned, has been expelled or is otherwise unable to fulfil the obligations and duties of the position, shall be replaced for the remainder of that individual's term by a person appointed by the Executive;
- 5.9.2 In the event there is no nomination for a Vice-Presidential position at an Annual General Meeting, the Executive may fill the vacancy. The individual so appointed will serve until replaced at a subsequent Annual General Meeting, in accordance with By-Law 8.7.1 or 8.7.2;
- 5.9.3 In the event of a vacancy in the Presidency, or if there is no nomination for that position at an Annual General Meeting, the Executive shall appoint one of the other Officers to assume the Presidency for a specified time until a General Meeting can be held to elect a replacement. The individual elected at such Meeting will serve until the first subsequent Annual General Meeting, in accordance with By-Law 8.7.1.

6.0 COMMITTEES

- 6.1 **Standing Committees** shall have continuing responsibility in areas of the Society's interests as defined by the Executive.
- 6.2 **Special Committees** shall be appointed by the Executive or the President at any time it is necessary to refer an issue for special consideration and shall exist only as long as is necessary to discharge that function and it shall be responsible to the appointing body. Any disciplinary matter shall specifically be dealt with by a Special Committee.
- 6.3 The following shall be the Standing Committees of the Society:
- Nominations
 - Emergency
 - High Performance Development
 - Leadership Development
 - Alberta Regions Development

The method of operation and duties of each standing committee shall be developed by the Executive and recorded in the Society's Policies and Procedures Manual.

6.4 The standing committees shall be comprised as follows:

- 6.4.1 Nominations:
The Officers of the Society, except the President
Senior Staff member
- 6.4.2 Emergency:
President
Vice-President Finance
One Vice-President from applicable portfolios
Staff member from applicable area

- 6.4.3 High Performance:
 - President
 - Vice-President(s) High Performance
 - Vice-President Coaching
 - Two Senior Head coaches
 - Two player representatives from senior provincial squads
 - Staff member from applicable area
- 6.4.4 Leadership Development:
 - Vice-Presidents Coaching and Umpiring – alternate as Chair
 - Two Senior Head Coaches
 - Two Senior Umpires
 - Vice-President Regional Development
 - Staff member from applicable area
- 6.4.5 Regional Development:
 - Vice-President Regional Development
 - Vice-President Administration
 - All Regional Directors, or their designate
 - Staff member from applicable area

7.0 MEETINGS AND VOTING AT MEETINGS

7.1 Executive Meetings

- 7.1.1 The executive shall meet a minimum of four times per year.
- 7.1.2 Executive meetings may be called by the President or by a majority of the Executive, with a minimum of fourteen (14) days notice where sent by mail or electronic mail.
- 7.1.3 A quorum for an Executive meeting shall be greater than 50% of the members of the Executive.

7.2 Voting at Executive Meetings

- 7.2.1 Voting at Executive meetings shall be by a show of hands and each member of the Executive shall have one vote and every question shall be determined by a numerical majority of votes cast.
- 7.2.2 By request of an Executive member, voting on a specific question shall be by secret ballot.
- 7.2.3 The Chair shall vote only in the case of a tie.
- 7.2.4 There shall be no voting by proxy at Executive meetings, however, by request of a majority of the Executive members a vote may be taken via conference call, fax machine or by mail or electronic mail.

7.3 General and Special Meetings

- 7.3.1 The **Annual General Meeting** of Members shall be held in Alberta each year within one hundred and eighty (180) days of the Society's fiscal year end and at such date, place, and time as the Executive may determine.
- 7.3.2 **Special General Meetings** of members may be called by written request representing one-third of the registered voting members. A Special General Meeting shall deal with one item of business only, which may be discussed and voted upon.

7.3.3 Thirty (30) days written notice of each General or Special General meeting shall be given to all members.

The notice shall be forwarded to all members of the Society, by mail or electronic mail, and be posted on the website.

The notice shall include the items of business to be conducted and sufficient information to form a reasoned judgement. No other item of business may be presented for a vote without due notice. However, such items may be discussed and, except where the Societies Act requires a meeting, subsequently voted upon by mail or electronic mail.

7.3.4 Accidental omission to give notice to or the non-receipt of the notice of a meeting by any voting member shall not invalidate the proceedings at any meeting.

7.3.5 A quorum for the transaction of business at General and Special General Meetings of the Society shall comprise voting members representing thirty (30) registered votes.

7.3.6 At the Annual General Meeting the business of the meeting shall include:

- i) the reports of the members of the Executive;
- ii) the report of the auditor or of two members elected pursuant to By-Law 10.2;
- iii) the election of the Executive members for positions that fall vacant;
- iv) the setting of membership fees for the next fiscal year.
- v) the appointment of an auditor or the election of two members pursuant to By-Law 10.1

7.4 Voting at General and Special General Meetings

7.4.1 Any member shall have the right to attend and to be heard at General and Special General meetings of the Society.

7.4.2 Voting privileges at General and Special General Meetings are as follows:

- i) Regional Association Member:
 - 10 votes per Regional Member, where the Association represents one gender, or
 - 20 votes per Regional Member, where the Association represents both genders

The President or designate of a Regional Association Member shall cast the votes for the Regional Association.

- ii) Senior Playing Members:
 - 1 vote per member
- iii) Associate Members:
 - 1 vote per member

7.4.3 No proxy votes shall be accepted at any General or Special General meeting.

7.4.4 Unless otherwise required in the By-Laws, or by law, every question at a General and Special General Meeting shall be determined by a numerical majority of votes cast.

7.4.5 The Chair of any General or Special General Meeting shall vote only in the case of a tie.

- 7.4.6 By request of the Executive or by written notice representing at least fifteen percent of the registered voting membership, a mail vote shall be conducted. In such cases, a minimum of thirty days shall be given between the mailing of information and ballots and the return of such ballots to the registered office of the society.

8.0 ELECTIONS AND APPOINTMENTS

- 8.1 In order to be a member of the Executive or be appointed to committees, individuals must be registered, paid-up members of the Society. Paid employees of the Society may not be a member of the Executive, but may be appointed by the Executive to committees on a non-voting basis.
- 8.2 Regional Directors shall be appointed in writing by the Executive of their Regional Member Associations. The appointment shall be effective until rescinded in writing.
- 8.3 The other members of the Executive shall be elected by secret ballot at the Annual General Meeting.
- 8.4 The Nominations Committee shall seek nominations for the Executive, commencing not later than 90 days prior to the date of the next Annual General Meeting. Nominations received by the date specified in By-Law 7.3.3 shall be distributed to the voting membership together with the notice of the Annual General Meeting.
- 8.5 Nominations received subsequently shall be accepted until 5:00 p.m. of the date before the Annual General Meeting and be posted at the site of the Annual General Meeting not later than one half hour before the meeting is called to order.
- 8.6 No nominations shall be accepted from the floor once an Annual General Meeting is in session.
- 8.7 Elections
- 8.7.1 The following Executive positions shall be subject to election in a Society year ending in an odd numbered calendar year:
- President
 - Vice-President Finance
 - Vice-President High Performance (if there is only one, or for the Women if gender specific)
 - Vice-President Umpiring
- 8.7.2 The following Executive positions shall be subject to election in a Society year ending in an even numbered calendar year:
- Vice-President Administration
 - Vice-President High Performance (for the Men, if gender specific)
 - Vice-President Coaching
 - Vice-President Alberta Regions
- 8.7.3 The following Executive positions shall be subject to election every Society year:
- Directors-at-Large
- 8.7.4 An election will only be held where more than one (1) nomination is received for an Executive position, except for Directors-at-Large, when an election will only be held where more than two (2) nominations are received.

9.0 FISCAL YEAR

- 9.1** The fiscal year shall commence on April 1 of each year and end on March 31 of each year.

10.0 ACCOUNTS AND REVIEW (AUDIT)

- 10.1** The books, accounts, and records of the Society shall be reviewed annually, but may alternatively be audited at the option of the Executive, by a duly qualified accountant appointed, or by two members of the Society elected for that purpose at the Annual General Meeting.
- 10.2** A complete and proper statement of the standing of the books for the previous year shall be submitted by such reviewer(s) or auditor at the Annual General Meeting of the Society.
- 10.3** The signing authority of the Society shall be vested in the Officers of the Society and an Administrative Staff member appointed by the Executive. The signatures of any two of these persons shall be required on any financial instruments of the Society.
- 10.4** The books, accounts, and records of the Society shall be kept at the registered office of the society.
- 10.5** The books and records of the society may be inspected by any member of the society at the Annual General Meeting or at anytime upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.

11.0 BORROWING POWERS

- 11.1** For the purpose of carrying out its objects, the Society may borrow or raise or secure the payment of money in such manner as the Executive think fit, and, in particular, by the issue of debentures, but this power shall be exercised only under the authority of the Society, and in no case shall debentures be issued without the sanction of a Special Resolution of the Society.

12.0 REIMBURSEMENT

- 12.1** Executive, Directors, and Committee members shall not receive remuneration for their services, but by resolution of the Executive, may be reimbursed for reasonable expenses incurred in conjunction with their attendance at meetings or carrying out the business of the Society.

13.0 INDEMNIFICATION

- 13.1** Executive and Committee members shall be indemnified by the Society against all costs, losses and expenses incurred by them in or about the discharge of their respective duties, except where they exceed the scope of their duties or where events occur as a result of their own willful acts, neglects or default.

14.0 TRUST FUNDS

- 14.1** The Society shall have the power to establish trust funds as required from time to time. The terms of reference of each trust fund shall be ratified by the Executive.

15.0 THE SEAL

- 15.1** The Executive may, but is not required to adopt a Seal to be the common seal of the Society. If so adopted, the Seal shall be under the control of the Executive and the responsibility for its custody and use from time to time shall be determined by the Executive.

16.0 PARLIAMENTARY AUTHORITY

- 16.1** Any matter of order or procedure respecting the Society for which express provision has not been made in the By-Laws, or for which only partial provision has been made, shall be determined, whenever possible, in accordance with the latest edition of Roberts Rules of Order.
(Repealing and amending By-Laws — see By-Law 2.0)

17.0 ARBITRATION

- 17.1** Any dispute arising out of the affairs of the Society and between any members of the Society or between:
- i) a member or person who is aggrieved and who has for not more than six (6) months ceased to be a member, or
 - ii) a person claiming through the member or aggrieved person or claiming under the By-Laws of the Society,
 - iii) and the Society or a director or officer of the Society, shall be decided by arbitration, which shall be under the Arbitration Act.
- 17.2** A decision made pursuant to an arbitration is binding on all parties and may be enforced on application to the Court of Queen's Bench, and unless the By-Laws otherwise provide there is no appeal from it.

18.0 DISTRIBUTION OF ASSETS

- 18.1** In the event of dissolution or winding up of the Society, all its remaining assets, after payment of its liabilities, shall be distributed to Field Hockey Canada or one or more qualified donees as defined under the provisions of the Income Tax Act.