

**“SOCIETIES ACT”**  
(amended version June 20, 2020)

**CONSTITUTION**

**OF**

**SOUTH DELTA MINOR HOCKEY ASSOCIATION**

1. The name of the Society is “SOUTH DELTA MINOR HOCKEY ASSOCIATION”, hereinafter referred to as the “Society”.
2. The objectives of the Society are as follows:
  - a) to promote and encourage good citizenship and sportsmanship among the members of the Society and the minor hockey players of South Delta;
  - b) to establish, maintain, conduct and promote among the members of the Society and others an active interest in minor amateur hockey;
  - c) to control and operate minor hockey in the area of the Municipality of Delta, known generally as South Delta as such area is more particularly defined in Article (3) of this Constitution.
3. The operations of the Society are to be chiefly carried on within the East Delta, Ladner, and Tsawwassen areas in the Municipality of Delta, such areas encompassing all lands lying west of the Great Northern Railway line in the Municipality of Delta. This provision is alterable. (Actual boundaries to be recorded with the governing body Pacific Coast Amateur Hockey Association.)
4. Upon winding up or dissolution of the Society, the assets which remain after payment of all costs, charges and expenses which are properly incurred in the winding up shall be distributed to such charitable organization or organizations in British Columbia having a similar charitable purpose. This provision shall be unalterable. (new article AGM Feb.28.01)

## **BY-LAWS**

### **PART I - INTERPRETATION**

5. (A) In these bylaws, unless the context otherwise requires,
- (i) "Director" means the directors of the society for the time being;
  - (ii) "Society Act" means the Society Act of the Province of British Columbia from time to time in force and amendments to it;
  - (iii) "Registered address" of a member, means his/her address as recorded in the register of Members;
  - (iv) "BCAHA" means the British Columbia Amateur Hockey Association and;
  - (v) "PCAHA" means the Pacific Coast Amateur Hockey Association;
  - (vi) "Member" means the parent(s) and /or legal guardian(s) of the South Delta Minor Hockey player. Each minor hockey player in good standing is entitled to one vote that can be exercised by only one of the associated Members as per the definition above.
  - (vii) Separate "Member" status is also awarded to any rostered head coach or assistant coach in good standing, of any registered team in the South Delta Minor Hockey Association, regardless of whether a coach is the parent or legal guardian of a South Delta Minor Hockey player in good standing. Each rostered coach or assistant coach awarded member status under this definition will be entitled to one vote. A member granted status under this definition can only hold a maximum of one vote regardless of the number of rostered positions held. (amended Feb 24/94, Feb 25/95 May 27/13)
- (B) The definitions in the Society Act on the date these bylaws become effective apply to these bylaws.
6. Word imparting the singular include the plural and vice versa, and words importing a male person include a female person and a corporation, or vice versa

# **BY-LAWS**

## **PART II- MEMBERSHIP**

7. The Members of the society are the applicants for the incorporation of the society, and those persons who subsequently have become Members, in accordance with these bylaws, and in either case, have not ceased to be Members.
8. A person may apply to the directors for membership in the society and upon acceptance by the directors shall be a Member.
9. Every member shall uphold the constitution and comply with these bylaws.
10. The amount of the first annual membership dues shall be determined by the directors, and after that the annual membership dues, if any, shall be determined at the annual general meeting of the society.
11. A person shall cease to be a Member of the society:
  - a) by delivering his/her 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 case of a corporation on dissolution;
  - c) on being expelled; or
  - d) on having been a member not in good standing for twelve (12) consecutive months.
12. (A) A Member may be expelled by a special resolution of the Members passed at a general meeting.  
(B) The notice of special resolution for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion.

(C) The person who is the subject of the proposed resolution for expulsion shall be given the opportunity to be heard at the general meeting before the special resolution is put to a vote.

13. 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 and owing by him/her to the Society, and he/she is not in good standing so long as the debt remains unpaid. To the extent that a coach who is neither a parent nor legal guardian of a South Delta Minor Hockey player is not required to pay an annual membership fee, this By-Law shall not apply to him/her (amended Feb 28/95)
14. Any Member not in good standing forfeits all rights, privileges, claims, and interests accorded a Member of the society, and shall not be entitled to receive notice of any general meeting of the society.
15. The executive shall have the power, by majority vote, to suspend any Member whose conduct shall have been determined by the executive to be improper, unbecoming, or likely to endanger the interest or reputation of the society, or who willfully commits a breach of the constitution or the by-laws of the society.
16. A Member who is suspended shall be notified, in writing, of the charge or complaint against him/her, and he/she shall have the right to be heard by the executive at any appeal hearing called for that purpose. The executive present at the appeal hearing shall confirm or alter the suspension of the Member, or reinstate such member as the case may be.
17. As an honour, the highest that may be bestowed by the Society, any member who has served this society as an executive Member, Volunteer Coach, and non-executive Member for at least five (5) years, and rendered outstanding and meritorious service may be elected an honorary life Member at an annual general meeting. Honorary life Members have the privilege of acting in an advisory capacity to the executive, and shall be accorded all rights and privileges of other Members. (Amended Feb 26/98).
18. Nominations for honorary life membership must be submitted, in writing, to the annual general meeting, signed by a Member in good standing,

detailing the service for which the honour is bestowed. The written submission shall become a part of the minutes of the annual general meeting.

### **PART III- MEETINGS OF MEMBERS**

19. General meetings of the society shall be held at the time and place, in accordance with the Society Act, that the directors decide.
20. Every general meeting, other than an annual general meeting, is an extraordinary general meeting.
21. The directors may, when they think fit, convene an extraordinary general meeting.
22. (A) Notice of a general meeting shall specify the place, day and hour of meeting and, in case of special business, the general nature of that business.  
(B) 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.
23. The society shall give not less than fourteen (14) days written notice of a general meeting, including annual general meetings.
24. The annual general meeting of the society shall be held at a time that is appropriate in accordance with the Province of BC Society Act, but no later than June 1<sup>st</sup> of the calendar year. (amended Feb 23/2011)
25. (A) No business, other than the election of a chairman of the meeting, and the adjournment or termination of the meeting, shall be conducted at a general meeting at a time when a quorum is not present.  
(B) If at any time during a general meeting there ceases to be quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.  
(C) A quorum is twenty-five (25) Members present exclusive of the executive.

26. If within thirty (30) minutes from the times appointed for a general meeting a quorum is not present, the meeting, if convened on the requisition of Members, shall be terminated; but in any other case, it shall 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 thirty (30) minutes from the time appointed for the meeting, the Members present constitute a quorum.
27. Subject to bylaw 28, the President of the society, a Vice President or in the absence of both, one of the other directors present, shall preside as chairman of the general meeting.
28. If at a general meeting
  - a) there is no President, Vice president or other director present within fifteen (15) minutes after the time appointed for holding the meeting: or
  - b) the President and all the other directors present are unwilling to act as chairman: the Members present shall choose one of their numbers to be chairman.
29. (A) A general meeting may be adjourned from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.  
(B) When a meeting is adjourned for ten (10) days or more, notice of the adjourned meeting shall be given as in the case of the original meeting.  
(C) 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.
30. (A) No resolution proposed at a meeting need be seconded, and the chairman of a meeting may move or propose a resolution.  
(B) In case of an equality of votes the chairman shall not have a casting or second vote in addition to the vote to which he may be entitled as a Member and the resolution shall not pass.

31. (A) A Member in good standing, present at a meeting of Members, is entitled to one (1) vote.
- (B) Voting is by a show of hands or ballots.
- (C) Voting by proxy is not permitted.
- (D) Voting may be a secret ballot if a motion for same is passed at the general meeting.
32. Nominations for vacant offices will be accepted from the floor at the annual general meeting, in addition to the slate of candidates submitted by the President's nominating committee. In the event that three (3) or more persons are nominated for any office of the society, the successful candidates shall be required to poll at least fifty (50) percent of the total votes cast for the position. If necessary, this will be established by elimination voting whereby the nominee receiving the least votes shall be dropped successively until a nominee shall have the required fifty percent (50%) vote.

#### **PART IV- DIRECTORS AND OFFICERS**

33. (A) 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 of the society in general meeting, but subject, nevertheless, to:
- (i) all laws affecting the society;
  - (ii) these bylaws; and
  - (iii) rules, not being inconsistent with these bylaws, which are made from time to time by the society in general meeting.
- (B) 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.
34. (A) The President, Vice-President (becomes President Elect), Director Rep 'A' Hockey, Director U11/U13 Community 'C' Hockey, Director U15/U18 Community 'C' Hockey, Director Initiation, Director Female Hockey, Director at Large and Treasurer shall comprise the elected directors of the society, which shall collectively be referred to as the executive of the society. (amended Feb.22/93, Feb.25/99, Feb. 26/04, Feb.23/11, May 21/15 and May 24/16, June 20/20.)

(B) The other roles will be non-voting positions known as Committee Chair and will include the following but not limited to:

- Registrar
- Secretary
- Equipment Manager
- Marketing & Sponsorship
- Risk Manager
- Tournament Director

Committees would be formed by each of the Directors and Treasurer to assist with and ensure the smooth operation of the association according to the association's mission statement, Constitution, By-Laws and Policies and Procedures. (amended May 21/15)

(C) A Board of Governance will be formed which will be made up of three (3) Non - SDMHA members and chaired by the SDMHA President. The Governance Board would oversee the elected board and provide oversight to ensure adherence to the Constitution, Policies & Procedures and intervene when any conflict of interest arises.

- I. The Board of Governance has the authority to present a motion to dissolve the entire board or the removal of ANY board member should there be a need arising from gross misconduct of the board or board member.
- II. In the event of a motion for complete dissolution of the board, the board would call a special general meeting of the Association to vote on the dissolution and elect new officers.
- III. In the event of a motion for a board member removal the following would happen:
- IV. Offending board member is notified and provided with the opportunity to resign.
- V. Should the member not wish to resign a formal motion for dismissal is presented to the board and voted.
- VI. If majority vote achieved (>50%) of voting board members member is removed from the board. (amended May 21/15)

35. (A)The directors shall commence their office on June 15<sup>th</sup> in the year of their election and retire from office on June 15<sup>th</sup> of the second year following their election when their successors shall commence office. (amended Feb.22/93, Feb.28/95, Feb.25/99, May 27/13).



(B) The number of directors shall be nine (9) or a greater number determined from time to time at the annual general meeting.

Note: The President of the association may only vote on motions that have resulted in a tie vote by the other board members. The president's vote (should it be required) will be the determining vote.

In the event that the President or any other board member is deemed to be in a direct conflict of interest they will recuse themselves from voting.

In the event that the board is unable to render a decision then the motion will be passed onto the Oversight committee and their decision will be final. The President has no vote on the Oversight committee. (amended Feb 22/93, Feb 26/98, Feb.28/02, May 21/15 and May 24/16).

(C) Separate elections shall be held for each office to be filled.

(D) An election may be by acclamation; otherwise it shall be by ballot.

(E) If no successor is elected the person previously elected or appointed continue to hold office.

(F) For the purpose of this Bylaw the office of Past President, if it is filled, will increase the number of directors from nine (9) to ten, (10). (amended Feb 22/93, Feb 28.28/95, Feb 25/99 and May 24/16.)

36. (A) The directors may at any time and from time to time appoint a Member as a director to fill a vacancy in the directors.  
(B) A director so appointed holds office until June 15<sup>th</sup> of the second year following his or her appointment but is eligible for re-election that year. (amended Feb 23/99, Feb 28/95, Feb 25/99 and May 27/13)
37. (A) If a director resigns his/her office or otherwise ceases to be a director or to hold office, the remaining directors shall appoint a Member to take the place of the former director.  
  
(B) No act or proceeding of the directors is invalid only by reason of there being less than the prescribed number of directors in office.

38. 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.
39. No director shall be remunerated for being or acting as a director, but a director shall be reimbursed for all expenses necessarily and reasonably incurred by him/her while engaged in the affairs of the society.

## **PART V-PROCEEDINGS OF DIRECTORS**

40. (A) The directors may meet together at the places they think fit to dispatch business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.  
(B) The directors may from time to time fix the quorum necessary to transact business, and unless so fixed the quorum shall be a majority of the directors then in office.  
(C) The President shall be the chairman of all meetings of the directors, but if at a meeting the President is not present within thirty (30) minutes after the appointed time for holding the meeting, any Vice Presidents shall act as chairman; but if none of them are present, the directors present shall choose one of their number to be chairman at that meeting.  
(D) A director may at any time, and the Secretary, on the request of a director, shall convene a meeting of the directors.
41. (A) The directors may delegate any, but not all, of their powers to a committee consisting of one or more directors as they see fit.  
(B) A committee so formed in the exercise of the powers so delegated shall conform to any rules imposed on it by the directors, and shall report every act or thing done in exercise of those powers to the earliest meeting of the directors to be held next after it has been done.
42. A committee shall elect a chairman of its meetings; but if no chairman is elected, or if at a meeting the chairman is not present within thirty (30) minutes after the time appointed for holding the meeting, the directors present who are Members of the committee shall choose one of their numbers to be chairman of the meeting.

43. The Members of a committee may meet and adjourn as they think proper.
44. For the 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.
45. 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, email, telegram, telex, fax, 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 meetings 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.
46. (A) Questions arising at a meeting of the directors and committee of directors shall be decided by a majority of votes.  
(B) In case of an equality of votes the chairman does not have a second or casting vote.
47. Resolutions proposed at a meeting of directors or committee of directors must be seconded, and the chairman of the meeting may move or propose a resolution.
48. A resolution, in writing, signed by all directors and placed with the minutes of the directors is as valid and effective as if regularly passed at a meeting of directors.

## **PART VI –DUTIES OF OFFICERS**

49. (A) The President shall preside at all meetings of the society and of the directors.

(B) The President is the chief executive officer of the society, and shall supervise the other officers in the execution of their duties.

(C) The President shall;

- (i) generally perform the duties usual to the President, and may, at his/her discretion, order the calling of meetings of the society or its committees. It shall be the duty of the President before each annual general meeting to appoint a nominating committee.
- (ii) exercise, in addition to his own powers conferred upon him by the constitution and bylaws, all duties and powers of the executive, when it is impossible for him to obtain a vote of the executive. This power is to be exercised only in case of emergency.
- (iii) have the power to suspend any player, coach manager, or officer of a team for ungentlemanly conduct on or off the ice, or for abusive language to any of the officials, or for alleged falsification of any registrations or records. Suspensions are to be effective until dealt with by the executive at the next scheduled regular meeting, not to exceed thirty (30) days.
- (iv) have the power to appoint one of any of the vice presidents to perform the duties of President in the Presidents absence. (amended Feb 28/02)

50. Vice President shall;

- a) Ensure compliance to the overall vision and core values of the South Delta Minor Hockey Association.
- b) Generally perform the duties usual to the Vice President
- c) Attend all meetings of the society and of the directors. Attend PCAHA and BC Hockey meetings and AGM on behalf of the association if the President is not available for meetings.
- d) If the President is not available, the Vice President shall supervise the other officers in the execution of their duties.
- e) The Vice President will assist the President in his general duties when requested by the President
- f) The Vice President will become the President Elect.

51. Director of U11/U13 Community "C" Hockey – shall;

- a) be in charge of the U11 and U13 divisions, including coaching coordination. (amended Feb 26/98, Feb.28/02 and May 24/16, June 20/2020.)

52. Director of U15/U18 Community “C” Hockey – shall;

- b) be in charge of the U15 and U18 divisions, including coaching coordination. (amended Feb 26/98, Feb.28/02 and May 24/16, June 20,2020)

53. Director Rep “A” Hockey shall;

- a) be in charge of the Rep U11, U13, U15, U18 and U21 Divisions including coach coordination. (amended Feb 24/94, Feb 26/98, and Feb 28/02, June 20/2020)

54. Director of Initiation Hockey;

- a) be in charge of Hockey U6 through U9 skating development. (amended Feb 28/02, and Feb.23/11, June 20/2020)

55. Director Female Hockey shall;

- a) be responsible for female hockey, including coach coordination. (amended Feb 26/98, Feb 28/02)

56. Director at Large shall;

- a) be responsible for any volunteer duties as set out by the executive and to assist the other executive members as needed. (amended Feb 26/98, Feb 28/02/June 20/2020.)

57. Treasurer shall:

- a) be responsible for keeping financial records, including books of accounts as are necessary to comply with the Society Act;
- b) render financial statements to the directors, Members and others when necessary;
- c) deposit all monies to the credit of the society in a chartered bank, credit union or trust company; and
- d) carry out such other duties as are herein prescribed or as may be prescribed from time to time by the executive.

a) be responsible for all players registered with Hockey Canada (HC), BCAHA and PCAHA as required. (amended Feb 23/11)

a) other special projects as requested by the Executive Board(amended May 27/13)

58. The offices of Secretary and Treasurer may be held by one person who shall be known as the Secretary Treasurer, in which case the total number of directors shall not be less than eight (8) or the greater number that may have been determined pursuant to bylaws 35 (B) and (F). (amended May 24/16)

59. In the absence of the Secretary from a meeting, the directors shall appoint another person to act as Secretary at the meeting.

#### **PART VII-SEAL**

60. The directors may provide a common seal for the society, and may destroy and substitute a new seal in its place.

61. 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 the President and Secretary Treasurer.

#### **PART VIII - BORROWING**

62. 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 replacement of money in the manner they decide, and, in particular but without limited the foregoing, by the issue of debentures.

63. No debenture shall be issued without the sanction of a special resolution.

64. The Members may by special resolution restrict the borrowing powers of the directors, but a restriction imposed expires at the next annual general meeting.

## **PART IX – AUDITORS**

65. This Part applies only where the society is required or has resolved to have an auditor.
66. The first auditor shall be appointed by the directors who shall also fill all vacancies occurring in the office of the auditor.
67. At each annual general meeting the society shall appoint an auditor to hold office until he/she is re-elected or his/her successor is elected at the next annual general meeting.
68. An auditor may be removed by ordinary resolution.
69. An auditor shall be promptly informed, in writing, of appointment or removal.
70. No director and no employee of the society shall be auditor.
71. The auditor may attend general meetings.

## **PART X – NOTICE TO MEMBERS**

72. A notice may be given to a Member, either personally, by email or mail to a member's registered address, by posting at the Ladner Arena and South Delta Recreation Centre, or by publication in the Delta Optimist newspaper or other newspaper that circulates in the South Delta area.
73. 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.

74. (A) Notice of a general meeting shall be given to:

- (i) every Member shown on the register of Members on the day notice is given; and
- (ii) the auditor, if Part X applies.

(B) No other person is entitled to receive a notice of general meeting.

## **PART XI – BANKING**

75. Accounts shall be kept in the name of the society at a bank, credit union, or trust company selected by the executive.

76. All cheques shall be signed by any two signing officers. Signing officers shall be the President, Treasurer and one other executive member. (amended Feb.26/04/May 24/16.)

77. The executive may also authorize, from time to time, such person or persons as they think necessary to transact the Society's banking with the said bank, credit union, or trust company, and to sign and execute on behalf of the Society all documents, securities, agreements, promises and pledges.

## **PART XII – FINANCIAL YEAR**

78. The financial year of the society shall be from May 1<sup>st</sup> to April 30<sup>th</sup>. (amended Feb 23/11)



### **PART XIII – AFFILIATION**

79. The society shall maintain affiliation with the BCAHA and the PCAHA, and shall observe all laws, rules and regulations by which these Associations are governed.

### **PART XIV – PLAYER ELIGIBILITY**

80. Applications by players for registration to play in the society's minor hockey program may be accepted if the applicant shows proof of the following;
- a) his/her age shall be consistent with the Hockey Canada regulations with respect to minor hockey eligibility (amended Feb 23/11);
  - b) he/she shall be the natural or adopted child or ward of a resident or taxpayer in the Ladner and Tsawwassen areas of the District Municipality of Delta, British Columbia, however, a non-resident may apply to the executive;
  - c) to participate in the game of hockey he/she shall have paid or caused to be paid on his/her behalf, the hockey registration fee to be established annually by the executive; and
  - d) he/she shall be eligible by all applicable Hockey Canada, BCAHA and PCAHA rules (amended Feb 23/11).
81. The final decision for acceptance or rejection of an application shall be with the executive.
82. Players shall wear equipment which meets the requirements stipulated by the Hockey Canada, BCAHA and PCAHA bylaws, and must comply with any further equipment regulations concerning safety as set out by the society, notwithstanding the foregoing the executive is empowered to issue playing rules and regulations, and is further empowered to enforce them. (amended Feb 23/11)

## **PART XV - BYLAWS**

83. On being admitted to membership, each Member is entitled to and the society may at its discretion give him, without charge, a copy of the constitution and bylaws of the society.
84. These bylaws shall not be altered or added to except by special resolution.

-END OF DOCUMENT -

Dated this 1<sup>st</sup> day of February 1988

(and as amended by special resolutions dated Feb.22/93, Feb.24/94, Feb.28/95, Feb.26/98, Feb.25/99, Feb.28/01, Feb.28/02, Feb. 26/04 , Feb. 23/11, May27/13, May 21/15, May 24/16, June 20/2020.)