



## SOCIETY BYLAWS CALGARY RAIDERS HOCKEY SOCIETY

Updated February 2024

### Name and Head Office

The name of the society is the **CALGARY RAIDERS HOCKEY SOCIETY**. This is the amalgamation of the Crowfoot Minor Hockey Association and the Simons Valley Hockey Association.

The registered office and mailing address of the Calgary Raiders Hockey Society shall be:

Calgary Raiders Hockey Society  
c/o Crowfoot Arena  
8080 John Laurie Blvd. NW located in Calgary, Alberta T3G 3S3

### 1. DEFINITIONS

1.1 In all Bylaws of the Association unless the context otherwise specifies or requires:

- a) “Act” means the Societies Act of the Province of Alberta as amended from time to time.
- b) “Annual General Meeting,” “Special Meeting” and “General Meeting” mean the meetings required by the Societies Act of Alberta.
- c) “Board” or “Board of Directors” means the Board of Directors which includes Officers and other duly elected Members.
- d) “Executive” shall be composed of the Officers as herein defined.
- e) “Member” means any Junior player of legal age, or parent or legal guardian of a minor aged child registered to play hockey with the Association for the playing season. Persons living in the designated communities have the opportunity to become a member with Board approval.
- f) “Motion” means a resolution of the Members or the Board, as applicable, passed at a meeting of the Members or the Board as applicable, by a majority of the Members, or the Directors as applicable.
- g) “Officers” mean individuals holding the following positions: President, Vice President(s), Treasurer & Secretary.
- h) “Arena” means the covered ice arena located at 8080 John Laurie Boulevard NW, Calgary, Alberta and operated by the Calgary Raiders Hockey Society.
- i) “Community Associations” mean the Calgary communities determined from time to time by Hockey Calgary.





- j) “Policy and Procedure Handbook” means the written document established for the Calgary Raiders Hockey Society to give its membership an understanding of the requirements that have become policy through the decisions made by the Board of Directors.

## **2. MEMBERSHIP**

- 2.1 Membership shall be open to parents or legal guardians of a minor child, or to a player over the age of 18 who participates in hockey activities under the jurisdiction of the Calgary Raiders Hockey Society and who has paid the necessary registration fee(s) approved by the Board of Directors. The Calgary Raiders Hockey Society jurisdiction is the communities and players as determined by Hockey Calgary.
- 2.2 All members in good standing have the right to attend and vote at the Annual General Meeting, General Meeting or Special Meeting.
- 2.3 All members in good standing have the right to stand for office on the Board.
- 2.4 Any other community member interested in furthering the objectives of the Calgary Raiders Hockey Society may become a member on approval of the Board of Directors and payment of a membership fee; if applicable.
- 2.5 All members are obligated during Calgary Raiders Hockey Society activities to conduct themselves according to the Policies and Procedures and Bylaws of this Society.

## **3. LIMITATION ON THE LIABILITY OF MEMBERS**

- 3.1 No member is, in their individual capacity, liable for any debt or liability of the Society.

## **4. MEMBERSHIP WITHDRAWAL**

- 4.1 Any member wishing to withdraw from Membership may do so upon written notice to the Board through its Administrator or Secretary/Treasurer; refer to the Calgary Raiders Hockey Society refund policy. Any member in arrears for fees and assessments will not be allowed to register with the Calgary Raiders Hockey Society in subsequent years until the delinquent amounts have been settled to the satisfaction of the Board of Directors.





## 5. EXPULSION OR SUSPENSION

5.1 The Directors may expel or suspend, with or without conditions, any members from membership and/or from participating in the Calgary Raiders Hockey Society program, by resolution of the Directors passed by a two thirds majority of the votes cast at a properly called Directors' meeting if;

- a) The conduct of the member is determined by the Directors, in their sole discretion; to be improper, unbecoming, or contrary to the interests or reputation Calgary Raiders Hockey Society or;
- b) The member commits a breach of the Bylaws or policies, rules, or regulations of the Calgary Raiders Hockey Society; that are in effect from time to time.
- c) Any member who has been suspended or expelled and declared not to be in good standing may, upon application for reinstatement to the Calgary Raiders Hockey Society, be reinstated by a vote of three-quarters (3/4) of the Board and shall comply with such conditions as may be set by the Board prior to reinstatement as a member.
- d) Any member who is suspended or expelled from the Calgary Raiders Hockey Society shall forthwith forfeit all rights, claims, interest, and privileges arising from, or associated with, his membership in the Calgary Raiders Hockey Society.
- e) Any registered participant and/or member of the Calgary Raiders Hockey Society who commences legal action in any Court against the Calgary Raiders Hockey Society will be placed on an automatic suspension from all games, practices, and social activities under the jurisdiction of the Calgary Raiders Hockey Society and Hockey Calgary for the remainder of the season or until the matter has been resolved. Such a participant or member may also be liable for all legal costs and disbursements incurred by the Calgary Raiders Hockey Society in connection with defending and/or responding to such court action should the Calgary Raiders Hockey Society be successful.

## 6. THE GOVERNANCE OF THE SOCIETY

6.1 The Board governs and manages the affairs of the Society. The Board has the powers of Society, except as stated in the *Societies Act*.

6.2 The powers and duties of the Board include:

- a) Promoting the objectives of the Society





- b) Operate the hockey program at all levels
- c) Promoting membership in the Society
- d) Maintaining and protecting the Society's assets and property
- e) Planning and accounting for capital expenses
- f) Approving an annual budget for the Society
- g) Paying all expenses for operating and managing the Society
- h) Paying persons for services and protecting persons from debts of the Society
- i) Investing any extra monies
- j) Financing the operations of the Society, and borrowing or raising monies
- k) Making policies for managing and operating the Society
- l) Having the power to rescind, alter, or add to the Calgary Raiders Hockey Society Policy and Procedure Manual as the need arises
- m) Approving all contracts for the Society
- n) Maintaining all accounts and financial records of the Society
- o) Appointing legal counsel as necessary
- p) Making policies, rules, and regulations for operating the Society and using its facilities and assets
- q) Selling, disposing of, or mortgaging any or all of the property of the Society
- r) Act as a liaison as needed with Hockey Calgary, the Y.M.C.A, and the City of Calgary
- s) Effectively manage the Crowfoot Arena on behalf of all users. The Board of Directors shall designate a standing committee known as the Arena Management Committee to take all necessary steps to operate the Arena. This committee is minimally composed of the Board Secretary/Treasurer, Arena Director, Arena General Manager plus one additional Board Director. Arena financial affairs are separate from the Hockey Program and at no time shall the Hockey Program be entitled to the financial resources allocated to the Arena. The Arena Management Committee shall report to the Board from time to time as required and all capital expenditures require Board approval.





## 7. BOARD OF DIRECTORS

- 7.1 The affairs of the Calgary Raiders Hockey Society shall be managed by a President, Vice President, Secretary/Treasurer plus at least three (3) elected Directors. The Board may decide on any additional Director roles as required.
- 7.2 The Executive shall be responsible to the general membership and shall have full control and management of the Society within the Bylaws to serve the best interests of the membership.
- 7.3 Meetings of the Board shall be held as often as may be required, but at least six meetings annually shall be called by the President.
- 7.4 A person appointed or elected a Director becomes a Director if they were present at the Calgary Raiders Hockey Society AGM and did not refuse the appointment. They may also become a Director if they were not present at the meeting but consented in writing to act as Director before the appointment or election or if they acted as a Director pursuant to the appointment or election.
- 7.5 In the event a vacancy occurs during the year, the Executive shall be empowered to appoint a replacement from the membership for the balance of the term.
- 7.6 At a meeting of the Board of Directors quorum for the Board of Directors will consist of 50% + 1 of voting board members.
- 7.7 Any Director or Officer may be removed from the Board of Directors by a vote of no less than 75% of the Board for any cause which the Society may deem reasonable.
- 7.8 No Director shall be removed from the Board without being notified of such removal in writing. Upon receipt of such written notice, the Director has the right to object to such expulsion or suspension to the Executive at a meeting called for that purpose within thirty days of the date of such written notification. The Director must present this request to the President in writing within seven days of such notification of expulsion or suspension. The Executive may uphold or overturn such expulsion or suspension.





## 8. DUTIES OF THE DIRECTORS

### 8.1 PRESIDENT

The President shall perform the duties of the office of the President as follows:

- a) Shall be an ex-officio member of all committees
- b) Shall preside at all Directors meetings of the Calgary Raiders Hockey Society
- c) Shall not vote except to cast a deciding vote
- d) Oversee all Directors and is responsible for all duties of the Calgary Raiders Hockey Society
- e) Chair the Annual General Meeting and Special General Meetings
- f) Act as a liaison as needed with the Y.M.C.A, the City of Calgary, and Hockey Calgary.

### 8.2 VICE-PRESIDENT

The Vice-President shall be a Director and shall act as President in the absence of the President. The duties of the Vice-President shall include:

- a) Assist the President as required
- b) Coordinate the overall functioning of the Hockey Program

### 8.3 SECRETARY/TREASURER

The Secretary/Treasurer shall perform the duties of the office of the Treasurer and Secretary which shall include:

- a) Attend and participate at Board Meetings
- b) Attend the Annual General Meeting
- c) Reports to the Board
- d) Shall properly account for the funds of the Society and keep such books as may be directed.
- e) Shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual General Meeting a statement duly audited of the financial position of the Society.





- f) Shall be responsible for overseeing the minutes of the Board meetings.
- g) File annual Society returns.

- 8.3.1 Persons nominated for Secretary/Treasurer should have a financial background, preferably a professional accounting designation.
- 8.3.2 In case of the absence of the Secretary/Treasurer, their duties shall be discharged by such person as appointed by the Board.

## 9. CONDUCTING BUSINESS

- 9.1 At the Board of Director's discretion, motions can be ratified without the use of a formal meeting via the use of telephone and/or email.
- 9.2 In ratifying resolutions by a mechanism other than a formal meeting the following will apply:
  - a) Telephone/Video Conference – The motioning Director will obtain the support and seconding by one other Director. Each Director will be contacted via telephone and explained the motion. Their vote will be documented.
  - b) Email – An e-mail outlining the motion will be raised by a Director and seconded by another Director. Each Director will receive a copy of the motion. Each Director will respond within at least three (3) business days to the motion.
- 9.3 All such motions via telephone or e-mail will be accepted and/or rejected based on the same rules for formal Calgary Raiders Hockey Society Board meetings.
- 9.4 Motions will be reviewed and documented in the minutes at the next formal Calgary Raiders Hockey Society Board meeting.

## 10. ELECTIONS AND VOTING

- 10.1 Elections for the Board shall be held at the Annual General meeting. Each Director shall be elected to hold office for a term of two years or until his successor has been appointed or until his written resignation has been received. The President and Secretary/Treasurer shall be elected on alternating years.
- 10.2 Nominations for Board positions must be declared in writing to the President at least one week prior to the Annual General Meeting date to be considered for election. It is at the discretion of







the Board to allow a member who hasn't fulfilled this declaration to run for election and only if a vacant Board position exists.

- 10.3 Every member in good standing is entitled to one (1) vote at the Annual General Meeting and any other general meeting called by the President. A show of hands decides every vote, unless in the circumstances the President of the meeting determines that it is appropriate to use secret ballots, or if at least five (5) voting members present request that the vote be by secret ballot in which case the vote will be conducted by secret ballot.
- 10.4 Members in good standing can vote in advance of meetings if they are unable to attend. This voting shall be done in writing by proxy and at least 24 hours in advance of a meeting, however, will only be available for society issues (not board member voting). A proxy is considered an attendance count.
- 10.5 The President has the casting vote in the case of a tie vote.
- 10.6 A majority of the votes of the voting members present decides each issue and resolution, except where these Bylaws or governing law provide otherwise.
- 10.7 The President declares a resolution carried or lost. This statement is final and does not have to include the number of votes 'for and against' the resolution.

## **11. MEETINGS OF THE SOCIETY**

### **11.1 Annual General Meeting**

- 11.1.1 This Society shall hold an Annual General Meeting on or before June 30<sup>th</sup> each year. The Board sets the place, day and time of the meeting.
- 11.1.2 Notice will be given a minimum of 10 (ten) days in advance and circulated by email and posted on the Calgary Raiders Hockey Society website. The Notice will state the place, date and time of the Annual General Meeting and any business requiring a Special Resolution.
- 11.1.3 The Annual General Meeting deals with the following matters:
  - a) Adopting the agenda
  - b) Adopting the minutes of the last Annual General Meeting
  - c) The President's report of the year's activities
  - d) The Secretary/Treasurer's report and the audited financial statements







- e) Appointing the auditors
- f) The approval of major capital expenditures
- g) Report from any committees as deemed appropriate by the President
- h) Electing of the Directors for the ensuing term.
- i) Considering matters specified in the meeting notice
- j) Other specific motions that any member has given notice of before the meeting is called.
- k) Any other business of the Calgary Raiders Hockey Society except that no vote shall be taken upon any matter for which notice of a Special Resolution is required unless such notice has been given.

11.1.4 A quorum at any general meeting of members shall consist of no less than 30 members in good standing. In the event quorum is not reached by the start time of the meeting, quorum will be considered reached with those in attendance at 15 minutes past the scheduled start time.

## 11.2 Special Meeting

11.2.1 Special Meeting may be called by the President or Secretary/Treasurer upon:

- a) Resolution of the Board of Directors to that effect or;
- b) On the written request of at least five (5) Directors. The request must state the reason for the Special Meeting and the motions(s) intended to be submitted at this Special Meeting; or;
- c) On the written request of at least one- third (1/3) of the number of registered players. The request must state the reason for the Special Meeting and the motions(s) intended to be submitted at such Special Meeting.

11.2.2 Notice will be given a minimum of 10 (ten) days in advance and circulated by email and/or posted on the association website. The notice will state the place, date and time of the Special Meeting and any business requiring a Special Resolution.

11.2.3 Only the matter(s) set out in the notice for the Special Meeting are considered at the Special Meeting.

11.2.4 Any Special Meeting has the same method of voting and the same quorum requirements as the Annual General Meeting.





## 12. REMUNERATION

- 12.1 No Officer or Director shall receive remuneration for their role or for providing services to the Society. Members of the Society who are not elected to the Board may receive remuneration for designated duties as contracted by the Board at their discretion.
- 12.2 No immediate family member of the Calgary Raiders Hockey Society paid staff may hold a position on the Calgary Raiders Hockey Society Board of Directors, unless approved by the majority vote of the Board.

## 13. FINANCE, ACCOUNTS and AUDIT

- 13.1 The books, accounts and records of the Society shall be audited at least once each year by a duly qualified accountant. A complete and proper statement of the books for the previous year shall be submitted by the auditor(s) at the Annual General Meeting of the Calgary Raiders Hockey Society.
- 13.2 The fiscal year of the Society in each year shall be April 1 – March 31.
- 13.3 All expenditure must be approved by the Board, but any expenditure may be approved by acceptance and approval of a budget by the Board.
- 13.4 The budget meeting must be attended by at least the President, Vice President(s) and Treasurer of the Calgary Raiders Hockey Society Board of Directors.
- 13.5 A preliminary Hockey budget is to be prepared by June 1<sup>st</sup> of each year for the purpose of setting registration revenues and per player and per team expenses.
- 13.6 Any members of the Calgary Raiders Hockey Society Board shall be entitled to reimbursement, with prior consent, for reasonable expenses incurred while engaged in business approved by the Calgary Raiders Hockey Society.
- 13.7 Cheques on the Calgary Raiders Hockey Society and Crowfoot Arena bank accounts must be signed by two signing authorities.
- 13.8 Any cheque payable to a signing authority shall not be signed by him/herself.
- 13.9 The books and records of the Society may be inspected by any member of the Society at any time upon giving reasonable notice and arranging a time satisfactory to Director(s) having charge of same. Each member of the Board shall at all times have access to such books and records.





#### 14. BORROWING POWERS

- 14.1 No money shall be borrowed by the Calgary Raiders Hockey Society except with the approval of a Special Resolution of the Members provided however that the Board may borrow such amount as it can show will be paid from general revenues.

#### 15. BYLAWS

- 15.1 These Bylaws may be made, repealed, or altered by a Special Resolution at any Annual General or General Meetings of the Society.
- 15.2 The ten (10) days' notice of the Annual General or General Meetings of the Society must include details of the proposed resolution to change the Bylaws.
- 15.2 The made, repealed, or altered Bylaws take effect after approval of the Special Resolution at the Annual General Meeting or General Meeting and accepted by the Corporate Registry of Alberta.
- 15.3 The Board shall have the authority to make and amend the Policy and Procedure Handbook governing any or all matters relating to the objects of the Calgary Raiders Hockey Society, in addition to the discipline, suspension and expulsion of the Officers, Directors, Members, and Participants enrolled in the Hockey Program.
- 15.4 The Board shall have the authority to make and publish the Policy and Procedure Handbook and may from time to time make changes as necessary and any such rules shall be binding on all Members. Changes and additions to the Policy and Procedure Handbook must be accepted by a minimum of 50% plus 1 member of the entire Board of Directors.

#### 16. INDEMNITY

- 16.1 Each Board Member shall be deemed to have assumed a position on the Board upon election at the AGM, on the express understanding, agreement and condition that he and his heirs, executors and administration shall, from time to time and at all times, be indemnified and saved harmless out of the funds of, and by Calgary Raiders Hockey Society from and against all costs, charges, actions, causes of action, damages, judgments, claims, liabilities and expenses whatsoever, including but without limitation, his costs on a solicitor/client basis and any amount Calgary Raiders Hockey Society reasonably paid by him/her to settle any action, cause of action, claim or liability or to satisfy any judgment, which he suffers, sustains or incurs:
- a) in or from any action, suit or proceedings which is brought, commenced, or prosecuted against him for or in respect of any act, deed, omission, matter or thing whatsoever made, done, omitted to be done or permitted by him or any other Board Member in or about the execution of his or their position and,





- b) or from or in relation to the affairs of the Calgary Raiders Hockey Society; provided that such costs, charges, actions, causes of action, damages, judgments, claims, liabilities and expenses are occasioned without any fraud or bad faith on his part and the Calgary Raiders Hockey Society shall so indemnify and save harmless each such Board Member.

## **17. SEAL OF THE SOCIETY**

- 17.1 The Board may adopt a 'seal' as the seal of the Society.
- 17.2 The President shall have charge of the seal of the Society unless the Board decides otherwise.
- 17.3 The seal of the Society can only be used by persons as authorized by the Board. The Board must pass a motion to name the authorized persons.

## **18. DISTRIBUTING ASSETS & DISSOLVING THE SOCIETY**

- 18.1 The Society does not pay any dividends or distribute its property among its members.
- 18.2 If the Society is dissolved, any funds or assets remaining after paying all the debts are to be paid to the Crowfoot Arena. If at the time of dissolution, the Crowfoot Arena does not exist, any assets remaining are to be transferred to eligible charitable or non-profit groups in accordance with a Resolution of the Members at a General Meeting.
- 18.3 In no event do any Members receive any assets of the Society.

## **19. NOTICES**

- 19.1 The Board shall have the authority to make and amend the Policy and Procedure Handbook governing any or all matters relating to the objects of the Calgary Raiders Hockey Society in addition to the discipline, suspension and expulsion of the Officers, Directors, Members, and Participants enrolled in the Hockey Program.
- 19.2 The Board shall have the authority to make and publish the Policy and Procedure Handbook and may from time to time make changes as necessary and any such rules shall be binding on all Members. Changes and additions to the Policy and Procedure Handbook must be accepted by a minimum of 50% plus 1 member of the entire Board of Directors.





## 20. MISCELANEOUS

In relation to a special meeting held on October 5th, 2023 the following will apply:

- a) The first Board of Directors will be voted in.
- b) The President and Vice President roles will be filled with board members from the 2022/2023 Crowfoot and Simons Valley Hockey Association Board of Directors.
- c) All parents/guardians with a child in good standing with either Crowfoot or Simons Valley Hockey Association from the 2022/2023 year will be considered a member for voting purposes, allowing one vote per member.

Bylaws were approved on October 5th, 2023 along with the Amalgamation Agreement made between Crowfoot Minor Hockey Association and the Simons Valley Hockey Association by the Calgary Raiders Hockey Society membership.

Bylaws were approved on December 1<sup>st</sup>, 2023 by the Corporate Registry of Alberta.

A Special Meeting was held to amend bylaws on February 16, 2024. The set of bylaws was repealed and replaced on this date.

