BYLAWS

INDUS MINOR HOCKEY ASSOCIATION

INDUS MINOR HOCKEY ASSOCIATION
225155A RANGE ROAD 281A
Indus, AB T1X 0H7
www.indusminorhockey.ca
Revised: 10/6/2020

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1. ARTICLE I – PREAMBLE

1.1. DESCRIPTION OF ASSOCIATION

The organization shall be an independent body, registered with the Government of Alberta as a Non-Profit organization, known as the Indus Minor Hockey Association, hereinafter referred to as the IMHA. The IMHA is a member of Hockey Canada, Hockey Alberta and the Central Alberta Hockey League and shall operate and abide by the regulations and rules of each.

All Members shall commit to obey and abide by the Objectives, Bylaws and Regulations of the Association and any amendments thereto and shall agree to be bound by said Bylaws, Regulations and Rules of the Association and that the Bylaws, Regulations and Rules are to be interpreted by the Board.

1.2. PURPOSE OF THE BYLAWS

This document provides the Members of the IMHA with the basis from which decisions are made. This document represents an attempt to set out objectives, rules and course of conduct under which the IMHA shall operate. It is, of course, recognized by the drafters of this document that we cannot foresee all situations that may arise in the future.

2. ARTICLE II – DEFINITIONS AND INTERPRETATION

2.1. DEFINITION OF TERMS

- **ACRONYMS**

HC	Hockey Canada
HA	Hockey Alberta
CAHL	Central Alberta Hockey League
IMHA	Indus Minor Hockey Association
BVAS	Bow Valley Agricultural Society

- **ACT** – refers to the Societies Act of Alberta.
- **ANNUAL GENERAL MEETING** - also referred to as the “AGM” means the meeting of the Society held annually to deal with matters of business described in 7.1.
- **ASSOCIATION** – shall mean Indus Minor Hockey Association (IMHA) unless otherwise noted.
- **BOARD OF DIRECTORS** - Consisting of the Executive Board as well as all other Directors as described in 5.2.
- **BOARD** – Consisting of the elected Executive Board and Board of Directors.
- **BYLAWS** - The rules and regulations enacted by the association to provide the framework for its operation and management.
- **EXECUTIVE BOARD -** Consisting of the following Directors: President, Vice-President, Secretary, Registrar and Treasurer as outlined in 5.1.
- **MEMBER** – refers to a Member of the Society as defined by Article 4.
- **ORDINARY RESOLUTION** – means a resolution passed at a General Meeting or Director’s meeting by a vote of not less than fifty percent (50%) of those present plus one (1).
- **REGISTER OF MEMBERS** – means the register of all persons that are Members of the Association containing the address, email address and phone numbers of each Member, so far as can be ascertained.
- **REGISTERED OFFICE** – means the registered address and office for the Society (225155A Range Road 281A, Indus, Alberta, T1X 0H7).
- **SPECIAL MEETING** – means a meeting of the Members of the Society convened to address a specific matter of interest and importance to the Society as described in 7.3.1.
- **SPECIAL MEETING OF THE EXECUTIVE BOARD** – means a meeting of the Board of Directors to address a specific matter of interest and importance to the Society as described in 7.3.2.
- **SPECIAL RESOLUTION** – is a resolution passed at a Special Meeting of the Membership. There must be at least twenty-one (21) days’ notice for this meeting. The notice must state the proposed resolution. There must be approval by a vote of 75% of the Members who vote in person; (meeting quorum numbers apply).
- **VOTING MEMBER** – means a Member entitled to vote at the meeting of the society.

2.2. INTERPRETATION

The following rules of interpretation must be applied in interpreting these Bylaws.

- Singular and plural: words indicating the singular also include the plural, and vice versa.
- Words pertaining to gender shall include any gender.
- Corporation: words indicating persons also include corporations.
- Headings are for convenience only. They do not affect the interpretation of these Bylaws.
- Liberal Interpretation: these Bylaws must be interpreted broadly and generously.

3. ARTICLE III – BYLAWS

3.1. MAINTENANCE OF THE BYLAWS

All elected Directors are responsible for ensuring that the Bylaws are kept up to date. The President is responsible for custody of the master copy of the Bylaws and the distribution of any updates. The Secretary is responsible for ensuring that when the Bylaws are amended the updated copies are submitted to HA, the Province of Alberta and the Alberta Gaming, Liquor and Cannabis within the required timelines. The amended bylaws take effect when a stamped copy is returned from Alberta Registries.

At an AGM or Special Meeting called for that purpose, the Members of the Society may make, alter and repeal Bylaws for the general management of the Society.

In the event the Bylaws do not adequately cover any situation or item of concern to the Board of Directors or Members, reference shall be made to the Societies Act of Alberta which shall be the supreme authority whereby the actions and activities of the Society are managed and controlled.

4. ARTICLE IV – MEMBERSHIP

4.1. MEMBERSHIP ADMISSION

Any person residing in Alberta and being the full age of eighteen (18) years may become a Member upon payment of the applicable fees.

4.2. CLASSIFICATION OF MEMBERS

4.2.1. Voting Membership

Families with a child registered in IMHA, upon full payment of registration fees, shall be granted full membership privileges. Members of IMHA are responsible for behaving in accordance with the Bylaws and objectives of the society. Members in good standing are eligible to attend regular scheduled board meetings, as well as vote at the AGM and special meetings. Each child in the association shall have two (2) votes attributed to them however no parent/guardian will count more than one (1) vote to any IMHA decision. The names of the two (2) parents and/or guardians to be given voting rights will be determined at the time of registration. Membership year will begin September 1st ending August 31st of the following year.

4.2.2. Associate Membership

Individuals with an interest in enhancing or improving the association can apply for an Associate Membership to the IMHA Executive Board before August 1st of each year; and the Board of Directors will vote on the application(s) at the regularly scheduled Board of Directors meeting in August. Membership year will begin September 1st ending August 31st of the following year.

Upon approval of the Associate Membership application, the Applicant will be required to pay the $1.00 membership fee in order to receive full voting membership privileges.

4.3. MEMBERSHIP FEES

Membership fees in IMHA shall be determined on an annual basis. Both voting memberships and Associate membership fees are due as payable by September 1st of each year.

4.4. MEMBERSHIP RIGHTS AND PRIVILEGES

Any Member in good standing is entitled to:

- Receive notice of all general meetings of the Society.
- Attend any meeting of the Society.
- Exercise other rights and privileges given to Members in these bylaws.

4.5. MEMBERSHIP WITHDRAWAL

Any Member wishing to withdraw from membership may do so upon a notice in writing via email the Executive Board of the IMHA, specifically the Registrar and Treasurer.

4.6. MEMBER EXPULSION

Any Member in arrears for fees shall be automatically suspended as of October 15th and shall thereafter be entitled to no voting privileges or powers in the IMHA until reinstated.

Any Member who will not accept payment terms or creates an environment that is not conducive to youth sport development, can be suspended or removed from the membership at the discretion of the Board of Directors.

Any Member, upon a majority vote of the Board of Directors, may be expelled for any cause deemed reasonable by the IMHA.

Further information and guidelines can be found in the Conduct Management Plan in the IMHA Policies and Procedures.

5. ARTICLE V – GOVERNANCE OF THE SOCIETY

5.1. EXECUTIVE BOARD

The Executive Board shall consist of the following Directors:

- President
- Vice President
- Secretary
- Treasurer
- Registrar

Duties of the Executive Board Members are outlined in Article 6.1.

Vacancies in the Executive Board Offices of President, Vice-President, Secretary, Registrar and Treasurer shall be filled by an existing Director of the Board. Vacancies resulting from this would then be filled as per Article 5.4.5.

5.2. BOARD OF DIRECTORS

Consisting of the Executive Board as well as 11 other Directors which may include, but is not limited to the following positions:

- Director of Equipment
- Director of Fundraising
- Director of Hockey Development:
  - Evaluations Coordinator
  - Player Development Coordinator
  - Coaching Coordinator
- Director of Ice Scheduling
- Director of Intro to Hockey
- Director of Tournaments
- CAHL League Director
- CAHL Governor(s)
- Webmaster
- Past-President

5.3. ELECTIONS AND TERMS OF BOARD MEMBERS

The Directors of the Executive Board as well as the Board of Directors, with the exception of the Past President, shall be elected by majority vote at the AGM held on or before June 1st of each year. Directors elected are not required to reside within the boundaries of the IMHA. To apply for any Executive Board position, it is preferred that one must have previously held a Board Member position within the IMHA for at least one (1) complete season.

5.3.1. Elections

In order to maintain continuity of the Board of Directors it is recommended that Directors be elected in rotating years.

Rotating on odd years:

- Vice-President
- Registrar
- Treasurer
- Director of Hockey Development
    - Player Development Coordinator
    - Evaluations Coordinator
- Director of Ice Scheduling
- Director of Tournaments
- CAHL League Director

Rotating on even years:

- President
- Secretary
- Webmaster
- Director of Hockey Development – Coaching Coordinator
- Director of Fundraising
- Director of Equipment
- Director of Intro to Hockey

Rotating each year: CAHL Governor(s).

The exception to the above rotation is the position Past President. In order to maintain continuity of the Board, it recommended that the Past President will remain on the board for at least one season following the election of a new President.

5.3.2. Term Length

The term for all Directors shall be held for two (2) years, beginning at the conclusion of the AGM. The only exception to this being CAHL Governors, who have a term of one (1) year. Additionally, in the case of CAHL Governors, if either CAHL Governor is not selected by CAHL as a Governor for the entirety of the season, they will no longer be considered a part of the IMHA Board of Directors.

A person elected to fill a vacancy on the board may be required to accept a term of only one year, in order to maintain the recommended rotation of the Board of Directors.

5.3.3. Director Resignation

Any Director of the board may resign at any time in writing, by email or in person with written resignation to the President.

5.3.4. Director Removal

Any Director of the Board, upon a majority vote of all Board Members, may be removed from office for any cause deemed reasonable by the IMHA.

All information in the possession of the exiting Director must be turned over to the successor at the next board meeting.

5.3.5. Vacancies

The Board has the power to appoint, upon consent, a person to be a Director to fill any board vacancy that occurs, but in doing so must ensure that the total number of Directors shall not at any time exceed the number prescribed by the Bylaws. Any Directors so appointed shall only hold office until the next Annual General Meeting and then shall be eligible for re-election. Alternatively, the continuing Directors may fulfill the duties of any vacancy in the board.

6. ARTICLE VII – Duties of the Board

6.1. EXECUTIVE BOARD

6.1.1. President

The President is responsible for coordinating the activities of the Board and interfacing with Members of the IMHA on issues that arise from time to time. The President is also the prime contact between the IMHA and HC, HA, CAHL and the BVAS. The President shall have the power to represent any Member of the Executive Board by proxy, on any occasion and will be responsible to the Executive Board for any action taken on their behalf. The President is responsible for attending regularly scheduled Board meetings and providing leadership in the decision making process. The President is a voting Member of the Board only in the event of a tie to create a fifty percent (50%) plus one (1) majority vote.

Responsibilities:

- Facilitate meetings.
- Read all incoming correspondence and ensure that it is forwarded to the appropriate Board Member in time for action.
- Reply to all correspondence as required on behalf of the IMHA.
- Maintain files for all correspondence.
- Ensure the IMHA is represented at all functions/events requiring IMHA support.
- Ensure player/coaching records are maintained and kept current.
- Review Bylaws and Policies and Procedures and arrange for updates if required.
- Conduct management: to implement an investigation committee as needed, determine severity of offence and discipline and enforce consequences.
- Approve and manage all documentation for IMHA players wishing to participate in Elite Stream Activities outside of IMHA.

The President shall preside at all meetings of the IMHA and the Board. In the President's absence the Vice-President shall preside at any such meeting, and in the absence of both, a chairman may be elected from those present to preside over the meeting.

6.1.2. Vice-President

The Vice-President is responsible for assuming the duties of the President in the event the President is unable to carry out their duties or resigns. The Vice-President is required to attend all regularly scheduled meetings and also supports the Board on projects or assignments as required by the Board. The Vice-President is a voting Member of the Board.

Responsibilities:

- Ensure that each team has a manager and trainer and that all people behind the bench are certified for that team and have the appropriate certification cards.
- Ensure that Criminal Record/Vulnerable Sector checks for all registered team personnel are submitted and up to date as per IMHA Policies and Procedures.
- Advise and ensure each team follows applicable health and safety regulations.
- Inform all trainers on the proper procedure for and importance of Injury reports and the filing of these reports with HA.
- Schedule and co-ordinate the annual Year End Awards night.

6.1.3. Secretary

The Secretary is responsible for the recording of and distribution of minutes of the Board meetings. The Secretary is a voting Member of the Board and is required to attend regularly scheduled meetings.

The Secretary shall keep a record of all the Members of the IMHA and their addresses and send notices of meetings as required.

Responsibilities:

- Accurately record minutes of each meeting ensuring appropriate rules of order are followed.
- Prepare agenda and ensure copies of pertinent information are made available to the Membership via the website at least 24 hours prior to meetings.
- Ensure copies of meeting minutes are made available to each Board Member for review within seven (7) days of the meeting; Minutes will also be sent to Webmaster for posting on the website once voted on by the Board
- Ensure proper notification is issued for meetings.
- Relay information of meetings to team managers where required for distribution to IMHA families.
- AGLC Licensing/Financial Reporting.
- HA sanctions and permits.
- Booking Association Facilities for Monthly Meetings/Pictures/Year End Awards Night(s).
- Updating Policies and Procedures with relevant motions that have been approved at previous meetings.

6.1.4. Treasurer

The Treasurer is responsible for maintaining accurate financial records, preparing payment of invoices and other expenses accrued by the IMHA, and providing financial advice and assistance in budget preparation to the Board. The Treasurer is a voting Member of the Board and is required to attend regularly scheduled meetings.

The Treasurer shall receive all monies paid to the IMHA and shall be responsible for the deposit of it in whatever financial institute the Board may order. The Treasurer shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the AGM a statement duly audited as hereinafter set forth for the financial position of the IMHA and submit a copy of same to the secretary for the records of the association.

Start of Season Responsibilities:

- Receive material from outgoing treasurer and ensure filing system is in place for bank statements, expenses, deposits, accounts receivables, accounts payables and any term deposits.
- Ensure banking forms and signature cards are updated with the financial institution.

During Season Responsibilities:

- Receive authorized invoices for payment from Board Members.
- Prepare cheques for payment, mail and record transactions.
- Collect revenue from registration, fundraising and other events ensuring deposit in financial institute.
- Prepare statements for monthly meetings.
- Prepare financial statements for the AGM.
- File all appropriate documents with Corporate Registries annually.
- Assist the Board with development of the annual budget.
- Keep records of each IMHA family account and Player tournament accounts.

End of Season Responsibilities:

- Ensure any necessary tax forms are distributed to Members.
- Collect any outstanding balances and report any uncollectible amounts to the registrar such that they can be added to a family's registration fee or families can be blocked from registering until the amounts are paid.

6.1.5. Registrar

The Registrar is responsible for ensuring all players in IMHA are registered according to HA requirements. The Registrar also provides assistance to the Treasurer on matters related to payment of registration fees. The Registrar is a voting Member of the Board and is required to attend regularly scheduled meetings.

The Registrar shall keep a record of all Members of the association and their contact information, send all notices of the various meetings as required and shall collect the annual dues or assessments levied by the IMHA. Such monies shall be promptly turned over to the treasurer. The Registrar shall also file with the governing minor hockey associates all necessary documents.

Registration Responsibilities:

- Coordinate and administrate the Hockey Canada Registries (HCR) online registration of players prior to the beginning of the season.
- With assistance from the Treasurer, ensure only families in good standing can have access to the HCR Online Registration System.
- Add any necessary account balances to Members registration fees for the upcoming season.
- Keep an ongoing tally of registered players such that the Board can begin planning for the upcoming season.

Start of Season Responsibilities:

- Coordinate HA and CAHL online registration in a timely manner, ensuring residency, release forms and birth certificates are in order.
- Prepare summary of players registering at each level (U7 through U18).
- Provide assistance to the Treasurer on collection of fees.
- Provide player lists to Director(s) of Hockey Development & Director of Intro to Hockey.
- Coordinate and maintain HCR online registration.

During Season Responsibilities:

- Ensure any late registering players are fully registered with HA and CAHL and ensure appropriate release forms have been obtained prior to a player playing their first game with IMHA.
- Ensure player eligibility in HA for provincial play-downs.

6.2. BOARD OF DIRECTORS

Complete listings of the duties of the Board of Directors, as outlined in 5.2, are included in the IMHA Policies and Procedures.

In addition, the Board of Directors may appoint Sub-Committees to deal with specific situations or problems, which may arise. They shall define the reason the sub-committee was formed and state a date on which the sub-committee shall make its recommendations to the Board. These recommendations will be passed by a majority vote before being implemented. Once a sub-committee has fulfilled the purpose for which it was formed it will be disbanded.

6.3. CONFIDENTIALITY AGREEMENTS

It is the policy of the IMHA for all volunteers to sign a Volunteer Confidentiality and Non-Disclosure Agreement prior to taking office on the Executive Board or the Board of Directors. All team personnel must also sign the agreement. All signed agreements will be collected and filed by the Secretary and/or President.

Breaches of confidentiality can result in the removal of volunteers from their position on the board. In the event that a suspected breach of confidentiality has occurred, the Board Member in question will be notified and a special meeting will be called to deal with the matter as laid out in 7.3.2.

6.4. AUDITING

The books, accounts and records of the Secretary and Treasurer must be audited at least once a year by a duly qualified accountant or by two Members of the society elected for that purpose at the Annual General Meeting, excluding the Treasurer.

The fiscal year end of the society in each year shall be March 31st.

The books and records of the IMHA may be inspected by any Member of the association at the AGM provided for herein or at any time upon giving 30 days' notice to the President, Secretary, Treasurer and requested parties. All parties will arrange a time no longer than 45 days after the initial request, that is satisfactory and all reviews will be held in the IMHA office or an agreed upon location. Each Member of the Executive Board shall at all times have access to such books and records.

7. ARTICLE VII – MEETINGS

All meetings shall follow an agenda as prepared by the President or Secretary and distributed to the applicable Members via the website prior to the meeting. The agenda will include an opportunity for each director to provide a report/update on anything pertaining to their specific position. All meetings will be held in person. In the event that an in-person meeting cannot be held, an online meeting will be scheduled in its place. All standard meeting rules will still apply.

The AGM and all General Board meetings are open to all Members in good standing. Any Member or partner wishing to speak at a meeting must inform the President seven (7) days prior to the meeting in order to have it added to the agenda.

There are three types of meetings as outlined in the following Articles.

7.1. ANNUAL GENERAL MEETING

The IMHA shall hold an Annual General Meeting (AGM) on or before June 1st of each year, twenty-one (21) days' notice of which, shall be given to all members.

An agenda for the AGM will be made available to the association members via the website no later than seven (7) days before the meeting. Notices of the meeting shall be posted on the IMHA website and any other applicable media no later than one week prior to meeting time.

The order of business at the Annual General Meeting shall be:

- Call to order.
- Reading of the minutes from the last AGM and related business arising from the minutes.
- Financial Report followed by old business. The financial report will include for distribution at this meeting a Notice to Reader from the past season.
- President's report and reading of all correspondence.
- Addition of Amendments to the Bylaws if required.
- New business and related correspondence.
- Election of Directors as required. The currently elected executive to complete the meeting.

Voting by the general membership on general policy and procedural matters at the AGM is not encouraged; these matters should be discussed thoroughly at the Board meetings. The decisions of the Board should be made through normal voting procedures during the regular Board meetings.

7.1.1. Nominations and Elections

Nominations shall be made from the floor for all positions on the Board of Directors with the exception of Director(s) of Hockey Development. Nominations for Director(s) of Hockey Development must be submitted to the Executive Board of the IMHA two (2) weeks prior to the AGM.

Elections at the AGM will be conducted where applicable in the order of President, Vice-President, Secretary, Treasurer and Registrar, followed by all other Director positions.

7.2. GENERAL BOARD MEETINGS

Board Meetings, called by the President, shall be held as often as necessary but no less than 10 times a year and are open to the general membership. Members will be given seven (7) days notification of the date and time of the meeting via the IMHA website.

7.3. SPECIAL MEETINGS

7.3.1. Special Meetings

The President or Secretary shall call a Special Meeting of the IMHA membership upon receipt of a petition signed by 60 of the Members in good standing setting forth the reasons for calling such meeting. Notice of a Special Meeting shall be made in writing to the last known email address of each Member at least twenty-one (21) days prior to such meeting.

Special Meetings may also be called at the written request of any four (4) Directors. The request to call such meeting shall state the business to be brought forth at the meeting and must provide at least twenty-one (21) days' notice.

7.3.2. Special Meetings of the Executive Board

Special Meetings of the Executive Board may be held when considered necessary by the Executive Board or on a written request to the Executive Board by any Member of the IMHA. The following is the prescribed method for resolving complaints or conflicts that may arise within the IMHA.

i. In the event that any Member of the IMHA has a complaint or conflict that cannot be resolved through discussions with the parties involved, the member has the right to request that the Executive Board settle any complaint. The complaint must have a tangible resolution that can be settled by vote.

ii. The complaint must be put in writing to a Member of the Executive Board of the IMHA. This request in writing for a Special Meeting of the Executive Board should detail the issues of the parties involved and the action being requested of the Executive Board.

iii. The Executive Board shall have no less than seven (7) days and no more than fourteen (14) days to call the Special Meeting of the Executive Board. The Executive Board and the parties comprising both sides of the issue raised in the request for a Special Meeting of the Executive Board shall be informed of the issue to be discussed at the meeting as well as the date, time and place of the meeting.

iv. At such meeting, the party who has written the letter shall be given the opportunity to state their side of the issue. The party or parties on the other side of the issue shall then be given the opportunity to respond to the issue at hand. It is intended that this meeting shall give all parties the opportunity to state their case.

v. In the event it is the decision of the Executive Board that they require additional information, they may adjourn the meeting for the gathering of the additional information. This adjournment cannot be for any longer than seven (7) days from the date of the Special Meeting of the Executive Board.

vi. At such time as all the information has been heard, the Executive Board may request that all parties involved in the dispute, including Executive Board Members involved in the dispute, remove themselves from the meeting.

vii. After the Executive Board has reviewed all the information available, they have to come to a decision as to how to resolve the dispute by a majority vote.

viii. A response in writing has to be rendered and delivered to all parties concerned within seven (7) days of the Special Meeting of the Executive Board. In the event of any adjournment, as contemplated above in this article, the decision is to be delivered within seven (7) days of the meeting being re-convened.

8. ARTICLE VIII – QUOROM

8.1. ANNUAL GENERAL MEETING (AGM)

Twenty (20) members in good standing shall constitute a “full quorum” at any general meeting.

8.2. GENERAL BOARD MEETINGS

Ten (10) of the elected Board of Directors in good standing shall constitute a “full quorum” at any Board meeting. Alternatively, any four (4) Executive Board Members shall constitute a quorum at any meeting.

8.3. SPECIAL MEETINGS

8.3.1. Special General Meetings

Twenty (20) members in good standing shall constitute a “full quorum” at any special general meeting.

8.3.2. Special Meetings of the Executive Board

All of the Executive Board in good standing shall constitute a “full quorum” at any Special Meeting of the Executive Board, except in instances where there is an issue of conflict of interest.

9. ARTICLE IX – VOTING PROCEDURES

9.1. ANNUAL GENERAL MEETING, GENERAL BOARD MEETINGS AND SPECIAL MEETINGS

Any Member present who has not withdrawn from membership nor has been suspended or expelled as herein provided, shall have the right to vote at the Annual General Meeting and any Special Meetings of the IMHA. Such votes must be made in person and not by proxy or otherwise.

The President only votes at any general board meeting in the instance of a tie.

Decisions of any vote are based on a simple majority of fifty percent (50%) plus one (1). Except in the case of Special Resolutions and Bylaws Amendments, where a 75% majority is required.

A show of hands decides every vote at every General Meeting. A ballot method can be used if any Director requests it. For online meetings only, electronic voting may occur and the voting process will be determined by the Chairperson prior to the meeting. The same voting rules apply for electronic voting during online meetings.

10. ARTICLE X – FINANCE AND MANAGEMENT MATTERS

10.1. REGISTERED OFFICE

The Registered Office of the IMHA is:
225155A Range Road 281A,
Indus, Alberta, T1X 0H7

10.2. REMUNERATION

Unless authorized at any meeting no director or Member of the IMHA shall receive any remuneration for his or her services. Notwithstanding any other provisions of these bylaws, the directors may be reimbursed for travel and expenses incurred in conduct of their duties. All requests for reimbursements for travel and expenses of the Board must be submitted to the treasurer on the IMHA expense form.

The profits, if any, or any other income of the IMHA, shall be applied solely towards the promotion of its objectives and no part of any profit, income or assets of the IMHA shall be payable to or otherwise available for the personal benefit of any Member or Members of the IMHA. No assets or proceeds of the IMHA shall be available or paid to any Member or Members of the association upon dissolution of the IMHA. See Article 14 in regards to dissolution procedures.

10.3. BORROWING POWERS

For the purpose of carrying out its objectives, IMHA may borrow, raise or secure the payment of money in such manner as it thinks fit and in particular by the issue of debentures. This power shall be exercised only under the authority of the IMHA, and in no case shall debentures be issued without the sanction of a special resolution of the IMHA.

10.4. SIGNING AUTHORITY

Five Members of the Executive Board (Treasurer, President, Vice-President, Registrar and Secretary) shall have signing authority for the IMHA. Signing authority will be reviewed and updated by the Treasurer with the appropriate financial institutions at the commencement of each new season (after the AGM). All cheques require two (2) signatures.

10.5. THE SEAL

The board may adopt a seal as the Seal of the Society. The Secretary has control and custody of the seal, unless the Board decides otherwise. The Seal of the Society can only be used by Directors authorized by the Board. The board must pass a motion to name the Authorized Directors.

11. ARTICLE XI – CONFLICT OF INTEREST

No Member shall be allowed to engage in any role or activity within the Association that is a potential or actual conflict of interest under this Bylaw. A potential or actual conflict of interest exists when:

i. A Member's commitments and obligations to the Association could or are perceived to be compromised by that Member's other interests, commitments or obligations; or
ii. A Member is in a position to influence a team or teams, with a view to personal or commercial gain, to themselves or a family member, or give improper advantage to others.

Please note, parent or legal guardian selected to coach or manage with a team on which their child is a player will not be considered in conflict of interest on the basis of that relationship alone.

If at any time a Member of the Executive Board or Board of Directors could be perceived as being in conflict of interest with regard to a specific decision, they will be recused of their position while the matter is being dealt with.

In the event that a suspected conflict of interest occurs, the Board Member in question will be notified and a special meeting will be called to deal with the matter as laid out in 8.3.

12. ARTICLE XII – AMENDMENTS TO BYLAWS

The Bylaws can only be altered, rescinded or added to by a special resolution of the Members. Special resolution is defined in Article 2.1. Proposed amendments must be in writing twenty one (21) days before an Annual General Meeting and emailed to the membership, as well as posted on the IMHA website with the meeting date. No Amendments will be allowed from the floor at the Annual General Meeting.

A vote will be called following discussion. A 75% majority vote of the general membership of the IMHA in attendance at the AGM is required to pass the proposed amendment to the Bylaws.

13. ARTICLE XIII – DISTRIBUTING ASSETS AND DISSOLVING THE SOCIETY

13.1. DISSOLVING THE SOCIETY

Should the majority of the membership of the IMHA desire to dissolve the IMHA and create a new hockey association with new or neighboring associations then the following procedures must be adhered to.

- There must be a petition to dissolve the present IMHA for the purpose of creating a new association or joining an existing association.
- This petition must have substantial unanimity (minimum of 67% or 2/3rds of the IMHA family membership in favor, one vote per family).
- The petition must be submitted to the Executive Board of IMHA. The IMHA will not accept this petition prior to January 1st in order to allow the IMHA to deal with registrations and start-up issues for the season.
- The petition will direct the IMHA to investigate the options of combining with other associations or creating a new association.

The Executive Board must, within four (4) weeks of receiving this petition, strike a dissolution/new association committee. The current Executive Board of the IMHA is to ensure that all age groups are represented on this committee. This committee will be required to report on the progress of the dissolution/new association options at the monthly IMHA meetings.

Once the dissolution/new association committee has prepared a complete proposal to dissolve the current IMHA and have a new Association created or a merger with another association in place then they shall set a date for a publicly advertised information meeting. This meeting should propose the committee's recommendations and the format for the vote for ratification and should be posted in at least three locations where the public can read them. These locations should also be advertised through the media.

Under no condition will the IMHA be dissolved unless a new association is in place that has both HA and CAHL constitutions in place.

13.2. DISTRIBUTING ASSETS

In the event of the dissolution of the Society, which shall require a Special Resolution of the Membership, the assets remaining after payment of all debts and liabilities shall be transferred to Charity or Non-Profit of the Boards approval, with the exception of gaming proceeds.

All remaining gaming proceeds, after payment of all debts and liabilities, shall be disbursed to eligible charitable groups or purposes as per Alberta Gaming, Liquor and Cannabis Commission.