



NOTICE OF MOTION

NOTICE OF MOTION #: 1

AMENDMENT TO BYLAWS

BYLAW #: 1.7

PAGE #: 7, 8

PARA. #: (h), (z)

SUBMITTED BY: Board of Directors

AUTHORIZED SIGNATURE:

CURRENT WORDING (if applicable):

- (h) "Division" or "Divisions" and any reference to "Junior", "Senior" or "Female" in connection therewith shall have the meaning given by Hockey Canada from time to time;
- (z) "Minor Hockey Association" means an association, registered as a body corporate in the Province of Alberta which has adopted bylaws and regulations that are consistent with the Bylaws and Regulations of Hockey Alberta and are approved by the Board and operates a program in Minor Hockey with one or more Hockey Teams in the following Divisions:
 - (i) Initiation;
 - (ii) Novice;
 - (iii) Atom;
 - (iv) Peewee;
 - (v) Bantam;
 - (vi) Midget;

PROPOSED WORDING:

- (h) "Division" or "Divisions" and any reference **to them shall have the meaning given by Hockey Canada from time to time;**
- (z) "Minor Hockey Association" means an association, registered as a body corporate in the Province of Alberta which has adopted bylaws and regulations that are consistent with the Bylaws and Regulations of Hockey Alberta and are approved by the Board and operates a program in Minor Hockey **with one or more Hockey Teams.**

RATIONALE FOR CHANGE:

Hockey Canada has defined 'Division' and as a member of Hockey Canada we should not be altering that definition in any way. This amendment ensures that our interpretation is always aligned with Hockey Canada's definition.

The names of the divisions of hockey are set by Hockey Canada and are subject to change based on Hockey Canada decisions. The HA Bylaws should not specifically identify something that is out of our direct control.



NOTICE OF MOTION

NOTICE OF MOTION #: 2

AMENDMENT TO BYLAWS

BYLAW #: 2.1

PAGE #: 9

PARA. #: (a)

SUBMITTED BY: Board of Directors (Ad-hoc Membership Committee)

AUTHORIZED SIGNATURE:

CURRENT WORDING (if applicable):

2.1 Regular Membership

- (a) Subject to the conditions precedent set out herein and compliance with these Bylaws and the Rules and Regulations, regular membership in Hockey Alberta is open to the following:
- (i) an Amateur Hockey Team of Junior, Senior or Female Division that is not within or a part of a Local Minor Hockey Association (hereinafter referred to as the "Member Team") that satisfies the requirements of the Board from time to time for regular membership and whose chief place of operations is located in Alberta; and
 - (ii) any Minor Hockey Association whose chief place of operations is located in Alberta, provided that Hockey Alberta will only recognize one Minor Hockey Association for each city, town, village or hamlet.

PROPOSED WORDING:

2.1 Regular Membership

- (a) Subject to the conditions precedent set out herein and compliance with these Bylaws and the Rules and Regulations, regular membership in Hockey Alberta is open to the following:
- (i) an Amateur Hockey **League** of the Junior, Senior, **College or University Division**, that is not within or a part of a Minor Hockey Association, that satisfies the requirements of the Board from time to time for regular membership and is **located in Alberta and registers players with Hockey Alberta;**
 - (ii) a Minor Hockey Association **that satisfies the requirements of the Board from time to time for regular membership and is located in Alberta and registers players with Hockey Alberta,** provided that Hockey Alberta will only recognize one Minor Hockey Association for each city, town, village or hamlet;



NOTICE OF MOTION

- (iii) an Accredited School program, that is not within or a part of a Minor Hockey Association, that satisfies the requirements of the Board from time to time for regular membership and is located and registers players with Hockey Alberta;**
- (iv) a Provincial or Regional organization that operates an amateur hockey program for Adapted Hockey or Recreational Hockey, that is not within or a part of a Minor Hockey Association, that satisfies the requirements of the Board from time to time for regular membership and is located and registers players with Hockey Alberta.**

RATIONALE FOR CHANGE:

The Board activated an Ad-Hoc Committee to review the current definition of membership, best practices amongst other organization and determine potential changes to the Hockey Alberta Bylaws that would recognize the full registration base of Hockey Alberta and make the organization more inclusive.

These proposed changes will ensure that all types of programs that are currently registered with Hockey Alberta and operating amateur hockey will have the opportunity to apply for full membership. Currently there are only two categories of membership and five or more different types of programs that operate hockey registered with Hockey Alberta.



NOTICE OF MOTION

NOTICE OF MOTION #: 3

AMENDMENT TO BYLAWS

BYLAW #: 4.

PAGE #: 13

PARA. #: 4.6(a), 4.6(b)

SUBMITTED BY: Board of Directors (Ad-Hoc Membership Committee)

AUTHORIZED SIGNATURE:

CURRENT WORDING (if applicable):

4.6 Right to Vote at Member's Meetings

- (a) Subject to subsection 4.6(b), at each General Meeting or Special Meeting, each Member Team shall have one vote and each Local Minor Hockey Association shall have one vote for each Hockey Team registered with Hockey Alberta in the Midget Division, to a maximum of twenty-five (25) votes; provided that, if a Local Minor Hockey Association has not registered a Hockey Team in the Midget Division, but has registered with Hockey Alberta a Hockey Team in any one (1) of the Initiation, Novice, Atom, Peewee and Bantam Divisions, that Local Minor Hockey Association shall have one (1) vote;
- (b) In order for a Member to qualify for voting privileges at a General Meeting or Special Meeting, the Member must:
 - (i) have had a Hockey Team(s) registered with Hockey Alberta in the year immediately preceding the said meeting which were involved in active competition;
 - (ii) pay the required annual dues payable for the forthcoming year if the meeting is an Annual Meeting;
 - (iii) have appointed a Member's Representative and established the authority of the Member's Representative to represent the Member to the satisfaction of the Board; and
 - (iv) be otherwise in good standing with the Board.

PROPOSED WORDING:

4.6 Right to Vote at Member's Meetings

- (a) Subject to subsection 4.6(b), at each General Meeting or Special Meeting, **any Regular Member in good standing shall be entitled to:**
 - (i) **one vote for the first one hundred players, or part thereof, registered in the previous season;**
 - (ii) **one vote for each additional one hundred players, or part thereof, registered in the previous season;**
 - (iii) **have all its votes cast whether it be represented by one or all of its delegates, or by a proxy holder in a manner and to the extent and with the authority conferred by the proxy.**



NOTICE OF MOTION

- (b) In order for a Member to qualify for voting privileges at a General Meeting or Special Meeting, the Member must:
- (i) **have had Players registered** with Hockey Alberta, in the year immediately preceding the said meeting, which were involved in active competition;
 - (ii) pay the required annual dues payable for the forthcoming year if the meeting is an Annual Meeting;
 - (iii) have appointed a Member's Representative and established the authority of the Member's Representative to represent the Member to the satisfaction of the Board; and
 - (iv) be otherwise in good standing with the Board.

RATIONALE FOR CHANGE:

A change in the membership structure of HA would provide an option for different types of members to be recognized by Hockey Alberta. The current voting structure assigns votes based on the number of Teams (Midget Teams in Minor Hockey and one vote for each Junior and Senior Hockey Team) and some groups that would be recognized within the proposed Membership structure do not identify Teams in the same manner.

This change would ensure all members were treated the same by not only giving them all the opportunity to vote, but also determining the number of votes based on the number of players registered within an organization instead of the number of Teams.



NOTICE OF MOTION

NOTICE OF MOTION #: 4

AMENDMENT TO BYLAWS

BYLAW #: 4.

PAGE #: 12, 13

PARA. #: 4.1, 4.3, 4.5, 4.7

SUBMITTED BY: Board of Directors

AUTHORIZED SIGNATURE:

CURRENT WORDING (if applicable):

4.1 Annual Meeting

The Annual Meeting shall be held within six (6) months after the conclusion of the fiscal year end (hereinafter referred to as the "Annual Meeting").

4.3 Special Meetings and Semi-Annual Meeting

Other meetings of the Members (hereinafter called "Special Meetings") shall be convened for any time and place in Alberta by a majority vote of the Directors. The Board, upon receipt of a written request for a Special Meeting signed by twenty (20) Members in good standing, shall convene a Special Meeting within sixty (60) days of the receipt of the request. A Special Meeting may be called for any purpose for which a meeting of the Members may be called for under these Bylaws. A General Meeting referred to as a Semi-Annual Meeting will be held once every year between the beginning of November and the end of January.

4.5 Quorum

Twenty (20) Members in good standing and present in person or by proxy shall form a quorum at any General Meeting or Special Meeting. In the event that twenty (20) Members are not present within one (1) hour of the hour given in the Notice of the said meeting, the chairman of the meeting shall adjourn the meeting to a date and time not less than twenty-one (21) days from the date of the original meeting. The Chief Executive Officer shall give seven (7) days written notice to the auditor and each Director, Member, Associate Member and Life Member of the date and place to which the meeting has been adjourned. The quorum for the adjourned meeting shall be those Members in attendance.

4.7 Voting

At all General Meetings and Special Meetings, every question shall be decided by a majority of the votes of the Member's Representatives present in person unless otherwise required by the Bylaws or by law. Every question shall be decided in the first instance by a show of hands (having regard to the right of multiple votes of the Local Minor Hockey Association) unless a poll is demanded by a Member's Representative. Unless a poll is demanded, a declaration by the chairman that a resolution has been carried or not carried and an entry to that effect in the minutes of the meeting shall be sufficient evidence of the fact without proof of the number or proportion of the votes accorded in favour of or against such resolution. The demand for a poll may be withdrawn, but if a poll is demanded and not withdrawn, the question shall be decided by a majority of votes cast by the Member's Representatives present in person, and such poll shall be taken in such manner as the chairman shall direct and the result of such poll shall be deemed the decision of the Members upon the matter in question.



NOTICE OF MOTION

4.1 Annual Meeting

The Annual Meeting shall be held **(in-person or remotely by the use of technology as approved by the Board)** within six (6) months after the conclusion of the fiscal year end (hereinafter referred to as the "Annual Meeting").

4.3 Special Meetings

Other meetings of the Members (hereinafter called "Special Meetings") shall be convened for any time and place in Alberta **(either in-person or remotely by the use of technology as approved by the Board)** by a majority vote of the Directors. The Board, upon receipt of a written request for a Special Meeting signed by twenty (20) Members in good standing, shall convene a Special Meeting within sixty (60) days of the receipt of the request. A Special Meeting may be called for any purpose for which a meeting of the Members may be called for under these Bylaws.

NEW Remote Participation / Meetings

- (a) **Any person entitled to attend a meeting of Members may participate in the meeting remotely by the use of technology as approved by the Board. A person so participating in a meeting is deemed to be present at the meeting.**
- (b) **The Board may determine that an entire meeting be held remotely by the use of technology that permit all participants to communicate adequately with each other during the meeting.**

4.5 Quorum

Twenty (20) Members in good standing **and deemed eligible to vote** shall form a quorum at any General Meeting or Special Meeting. In the event that twenty (20) Members are not **in attendance** within one (1) hour of the hour given in the Notice of the said meeting, the chairman of the meeting shall adjourn the meeting to a date and time not less than twenty-one (21) days from the date of the original meeting. The Chief Executive Officer shall give seven (7) days written notice to the auditor and each Director, Member, Associate Member and Life Member of the date and **time** to which the meeting has been adjourned. The quorum for the adjourned meeting shall be those Members in attendance.

4.7 Voting

At all General Meetings and Special Meetings, every question shall be decided by a majority of the votes of the Member's Representatives present **(in person or remotely by the use of technology as approved by the Board)** unless otherwise required by law. Unless a poll is demanded by a Member's representative or the meeting chairman, every question shall be decided in the first instance by a show of hands (having regard to the right of multiple votes of the Members) and a declaration by the meeting chairman that a resolution has been carried or not carried and an entry to that effect in the minutes of the meeting shall be sufficient evidence of the fact without proof of the number or proportion of the votes accorded in favour of or against such resolution. The demand for a poll may be withdrawn, but if a poll is demanded and not withdrawn, the question shall be decided by a majority of votes cast by the Member's Representatives present **(in person or remotely by the use of technology as approved by the Board)**, and such poll shall be taken in such manner as the chairman shall direct and the result of such poll shall be deemed the decision of the Members upon the matter in question.

RATIONALE FOR CHANGE:

The current Bylaws do not contain terminology that stipulates how the organization will operate online / virtual meetings. These changes will make it clear that when a Member's Meeting is called for, there are processes in place for the proper business of the meeting to be conducted whether the meeting is held in-person or via electronic means. Additionally, the previous amendment of the organization's fiscal year moved the Annual Meeting into the timeframe that is currently identified by Bylaw to be when a Semi-Annual meeting would take place. In recognition of this past change, the references to a Semi-Annual meeting should be removed.



NOTICE OF MOTION

NOTICE OF MOTION #: 5

AMENDMENT TO BYLAWS

BYLAW #: 5.

PAGE #: 17

PARA. #: 5.15

SUBMITTED BY: Board of Directors

AUTHORIZED SIGNATURE:

CURRENT WORDING (if applicable):

5.15 Remuneration

- (a) Directors shall be paid such sums in respect of their out-of-pocket expenses incurred in attending Board, Committee or Member meetings or otherwise in respect of the performance by them of their duties, as the Board may from time to time determine.

PROPOSED WORDING:

5.15 Remuneration

- (a) Directors shall be paid such sums in respect of their out-of-pocket expenses incurred in attending Board, Committee or Member meetings or otherwise in respect of the performance by them of their duties, as the Board may from time to time determine
- (b) **No member of the Board of Directors (Directors or Officers) shall receive any remuneration for his/ her services.**

RATIONALE FOR CHANGE:

New guidance from the Government of Alberta's Corporate Registries department has informed Hockey Alberta that to be compliant with the Societies Act, Bylaws must specifically state that Board Members do not receive honorariums. We do not provide honorariums and the current Bylaws do not make a statement one way or another so this change, required by Corporate Registries, will not impact how the organization operates and will simply ensure the Bylaws comply with government requirements.