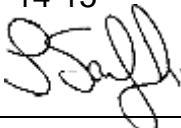




NOTICE OF MOTION

N.O.M. #: 1
BYLAW #: Article 5
SUBMITTED BY: Board of Directors

PAGE #: 14-15
SIGNATURE: 

CURRENT WORDING (if applicable):

5.2 Nominations

The Directors will appoint a nominating committee, which will be charged with the task of preparing a suggested slate of Directors and Officers who are to be nominated for election at the Annual General Meeting. The suggested slate will be submitted to the Directors together with the recommendation of the nominating committee, the written nomination of each individual by a Member in good standing and the qualifications and written consent of the suggested individual candidates. The Directors may approve a recommended slate of Directors and Officers, after considering the recommendation of the nominating committee and accompanying information, which will be delivered to the Members with the notice of the Annual General Meeting each year.

Nominations received too late for the nominating committee to consider in their recommendation to the Directors, but which are received in time to be sent with the notice of the Annual General Meeting or the supplemental materials, as described below, will not be accompanied by the recommendation of the Directors.

Any Member in good standing may nominate an individual to stand for election as a Director or Officer, provided the individual is properly qualified and has provided their written consent to act as a Director or Officer. Such nomination, together with the qualifications of the individual and their written consent must be delivered to the head office of Hockey Alberta by midnight on the 14th day preceding the Annual General Meeting. Nominations after such date will not be allowed, including nominations from the floor at the Annual General Meeting, unless there are not enough nominations to fill the positions that are up for election at that Annual General Meeting. All nominations received in sufficient time before delivering notice of the Annual General Meeting will be sent to the Members with the notice of the Annual General Meeting. All nominations received after notice of the Annual General Meeting has been sent, will be delivered to the Members by way of supplemental materials as soon as is reasonably practical following the expiry of 14 days before the Annual General Meeting. The supplemental materials will include the nomination and the nominee's qualifications and written consent.

If there are no nominees other than the slate recommended by the Directors, the slate will be declared elected at the meeting. If there is more than one nomination for any position to be filled, an election will be held for that position at the Annual General Meeting.

Directors and Officers elected or appointed pursuant to these bylaws will take office, and the prior Directors and Officers will cease to hold office, commencing at the conclusion of the meeting at which they were elected or appointed.



NOTICE OF MOTION

PROPOSED WORDING:

5.2 Nominations

The Directors will appoint a nominating committee, which will be charged with the task of preparing a suggested slate of Directors ~~and Officers~~ who are to be nominated for election at the Annual General Meeting. **Potential candidates must apply to the head office of Hockey Alberta by midnight on the 30th day preceding the Annual General Meeting. Nominations after such date will not be allowed, including nominations from the floor at the Annual General Meeting.** The suggested slate will be submitted to the Directors together with the recommendation of the nominating committee, ~~the written nomination of each individual by a Member in good standing~~ and the qualifications ~~and written consent~~ of the suggested individual candidates. The Directors may approve a recommended slate of Directors ~~and Officers~~, after considering the recommendation of the nominating committee and accompanying information, which will be delivered to the Members with the notice of the Annual General Meeting each year.

~~Nominations received too late for the nominating committee to consider in their recommendation to the Directors, but which are received in time to be sent with the notice of the Annual General Meeting or the supplemental materials, as described below, will not be accompanied by the recommendation of the Directors.~~

~~Any Member in good standing may nominate an individual to stand for election as a Director or Officer, provided the individual is properly qualified and has provided their written consent to act as a Director or Officer. Such nomination, together with the qualifications of the individual and their written consent must be delivered to the head office of Hockey Alberta by midnight on the 14th day preceding the Annual General Meeting. Nominations after such date will not be allowed, including nominations from the floor at the Annual General Meeting, unless there are not enough nominations to fill the positions that are up for election at that Annual General Meeting. All nominations received in sufficient time before delivering notice of the Annual General Meeting will be sent to the Members with the notice of the Annual General Meeting. All nominations received after notice of the Annual General Meeting has been sent, will be delivered to the Members by way of supplemental materials as soon as is reasonably practical following the expiry of 14 days before the Annual General Meeting. The supplemental materials will include the nomination and the nominee's qualifications and written consent.~~

~~If there are no nominees other than the slate recommended by the Directors, the slate will be declared elected at the meeting. If there is more than one nomination for any position to be filled, an election will be held for that position at the Annual General Meeting.~~

Directors ~~and Officers~~ elected or appointed pursuant to these bylaws will take office, and the prior Directors ~~and Officers~~ will cease to hold office, commencing at the conclusion of the meeting at which they were elected or appointed.



NOTICE OF MOTION

RATIONALE FOR CHANGE:

Removal of the term 'Officers' within this bylaw is housekeeping and a result of the fact that the nomination and election processes do not use this term. Individuals are nominated and elected as a Director or a specific position and the term 'Officer' refers to their specific role within the Board after being elected.

Removal of the ability for a candidate to put their name forward without being assessed by the nominating process ensures all candidates are properly vetted and follow the same process.

The requirement for an individual to be nominated by a member to stand for election has also been removed. The rationale is that the membership vote for the candidates for election at the AGM and the nominating committee completes background checks prior to putting forward the slate. Having a member nominate an individual for election does not provide any additional assurance or credibility given the nominating process that is in place. Good candidates for the Board have the potential to be left out of the process with the current bylaw simply because they may not have a connection to a specific member organization. This change would allow the nomination to be completed and does not affect the election process in any manner.

Adjustment of the deadline for nominations to 30 days prior to the Annual Meeting provides more time for the Members to properly review the slate of nominees and be prepared to vote at the meeting. This also allows the nominating committee sufficient time to assess any candidate whom puts their name forward.



**NOTICE OF MOTION
AMENDMENT TO BYLAWS**

N.O.M. #: 2

BYLAW #: Article 1, 5, 7

PAGE #: 7-8, 14, 18-19

SUBMITTED BY: Board of Directors

SIGNATURE:

CURRENT WORDING (if applicable):

Article 1 – Interpretation

1.7 Definitions

- (k) "Finance Director" for the Board of Hockey Alberta shall mean the individual appointed annually by the Board of Directors after completion of a recruitment and selection process led by the Board
- (cc) "Past Chair" means the individual who was the Chair for the term immediately prior to the election of a new Chair
- (jj) "Vice-Chair" means the individual elected by the Members to be the Vice-Chair of the Board for Hockey Alberta

Article 5 – Directors and Directors Meetings

5.1 Board

- (a) The Board shall be comprised of nine (9) individuals being the Past Chair and eight (8) Directors (including the Chair, the Vice-Chair, the Finance Director and five (5) Directors at large). The Chair, the Vice-Chair, and the five (5) Directors at large are elected by the Members. Each Director will serve a term of three years from the date of election to the Board by the Members. The Chair may serve a maximum of two three-year terms as Chair.

Article 7 – Officers

7.1 Officers

The Officers of Hockey Alberta shall be and consist of the following:

- (a) Chair;
- (b) Vice-Chair;
- (c) Finance Director;

7.2 Chair

The Chair shall preside and chair all General Meetings and Special Meetings and meetings of the Board and shall represent Hockey Alberta at all Hockey Canada meetings.

7.3 Vice-Chair

The Vice-Chair shall, in the absence or inability of the Chair, assume the duties of the Chair and shall, in that event, have all the powers, authority and restrictions of the Chair.

7.4 Finance Director

The Finance Director will be responsible for ensuring that proper books and records are kept and maintained and that audited financial statements for Hockey Alberta are prepared and available to the Members.



NOTICE OF MOTION AMENDMENT TO BYLAWS

PROPOSED WORDING:

1.7 Definitions

- ~~(k) "Finance Director" for the Board of Hockey Alberta shall mean the individual appointed annually by the Board of Directors after completion of a recruitment and selection process led by the Board;~~
- ~~(cc) "Past Chair" means the individual who was the Chair for the term immediately prior to the election of a new Chair;~~
- ~~(jj) "Vice Chair" means **the Director internally appointed by the Board** to be the Vice-Chair of the Board for Hockey Alberta.~~

5.1 Board

- (a) The Board shall be comprised of nine (9) individuals **being the Chair and eight (8) Directors. The Chair and the Directors are elected by the Members, pursuant to nomination and election procedures set out herein.** Each Director shall serve a term of three years from the date of election to the Board by the Members. The Chair may serve a maximum of two three-year terms as Chair.

Article 7 – Officers

7.1 Officers

A minimum of three (3) Officers of Hockey Alberta shall be appointed by the Board of Directors.

~~The Officers of Hockey Alberta shall be and consist of the following:~~

- ~~(d) Chair;~~
- ~~(e) Vice-Chair;~~
- ~~(f) Finance Director;~~

7.2 Chair

~~The Chair shall preside and chair all General Meetings and Special Meetings and meetings of the Board and shall represent Hockey Alberta at all Hockey Canada meetings.~~

7.3 Vice-Chair

~~The Vice-Chair shall, in the absence or inability of the Chair, assume the duties of the Chair and shall, in that event, have all the powers, authority and restrictions of the Chair.~~

7.4 Finance Director

~~The Finance Director will be responsible for ensuring that proper books and records are kept and maintained and that audited financial statements for Hockey Alberta are prepared and available to the Members.~~

If approved, this amendment would require adjustments to the numbering within 1.7 Definitions and the term 'Officers' would have to be removed from Bylaws 5.2 and 5.15.



**NOTICE OF MOTION
AMENDMENT TO BYLAWS**

RATIONALE FOR CHANGE:

This amendment includes the removal of the position of Past Chair as well as the titles of Vice Chair and Finance Director. The total composition of the Board would remain at nine (9) individuals by adjusting these two appointed and one elected position to three Director positions that are all elected by the Members.

The role of the Past Chair would be removed as it does not provide significant value to the organization and the Board believes having that position filled by another elected Director is more beneficial. The Vice Chair position would be removed as this position does not have any official duties outlined within the Bylaws that cannot be performed by any other Director.

The Finance Director position was previously appointed to guarantee the individual had the necessary skill set to lead the Board's financial duties. Changes to the Nominations Process have resulted in identifying the required skill sets of the Board, guaranteeing that an individual with financial acumen will always be on the Board to provide the expertise and lead the necessary duties.