



Ottawa Jr. 67's AAA Hockey Club

BY-LAWS

Version 14 – November 2020

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VERSION LOG

Versions 1 through 4 were initial work products for the pilot proposal to the ODMHA Minor Council.

Version 5 includes spelling and grammar corrections.

Version 6 2008 AGM updates

Version 7 2009 AGM updates

Version 8a 2010 AGM updates

Version 9 2012 AGM updates

Version 10 2013 AGM updates

Version 11 2014 AGM updates

Version 12 2015 AGM updates

Version 13 2017 AGM updates

Version 14 2020 AGM updates

GENERAL BY-LAW

A by-law relating generally to the transaction of the affairs of the Ottawa Jr. 67's AAA Minor Hockey Club;

BE IT ENACTED as a by-law of Ottawa Jr. 67's Hockey Club as follows:

DEFINITIONS

1. In this General By-law, unless otherwise defined herein:

"**AAA Hockey Club**" means the Ottawa Jr. 67's AAA Hockey Club;

"**Board of Directors**" means the Board of Directors of the AAA Hockey Club described in Section 10(a) of this General By-law;

"**Branch**" means a designated geographical governing body of Hockey Canada such as HEO;

"**Director(s)**" shall mean those individuals described in Section 10 of this General By-law who has been elected by the Members, as Directors of the AAA Hockey Club, to carry on the day-to-day affairs of the AAA Hockey Club;

"**District**" shall mean a grouping of minor hockey associations in a geographical subdivision of eastern Ontario, as approved by HEO;

"**District Association**" means a minor hockey association with a District;

"**District Council**" means a meeting of the presidents of the Home Associations within a District;

"**Hockey Canada**" means the governing body for amateur hockey in Canada;

"**Home Association**" shall mean the minor hockey associations within the territory granted the AAA Hockey Club established by HEO, for which a person would normally play by virtue of residence;

"**Members**" shall mean those members of the AAA Hockey Club described in Section 4 (a) (i), (ii) and (iii) of this General By-law who are in compliance with the

constitutions, letters patent, by-laws and regulations, as the case may be, of Hockey Canada, HEO and the AAA Hockey Club and who are not under suspension for any breach of the foregoing;

"**HEO**" shall mean Hockey Eastern Ontario, the governing body for minor hockey in eastern Ontario, as established in the Hockey Canada constitution.

2. The AAA Hockey Club operates under the jurisdiction of HEO and by virtue of this affiliation and is in compliance with the constitutions, letters patent, by-laws and regulations, as the case may be, of Hockey Canada, HEO and the AAA Hockey Club and who are not under suspension for any breach of the foregoing;

HEAD OFFICE

3. The Board of Directors of the AAA Hockey Club will determine the location of their Head Office.

MEMBERS

4.
 - (a) Membership of the AAA Hockey Club shall be comprised of the following classes of Members:
 - (i) Regular Members, which shall consist of:
 - (1) a parent or legal guardian of each individual who is on the AAA Hockey Club or Hockey Canada players registration certificate, who shall become Regular Members upon payment of the player's annual club registration fee determined by the Board of Directors;
 - (2) each Director of the AAA Hockey Club, who shall become Regular Members upon election as a Director; and
 - (3) each member of team management (coach, assistant coach, manager, trainer), who shall become Regular Members upon approval of their appointment to team management by the Board of Directors.

Each Regular Member shall be entitled to one (1) vote at all meetings of members. Membership for all Regular Members shall cease August 15th in each year.

- (ii) Special Members shall consist of those individuals designated by the Board of Directors who have demonstrated their desire to take an active part in promoting and participating in the activities of the AAA Hockey Club. Each Special Member shall be entitled to one (1) vote each, at all meetings of Members. Membership for all Special Members shall cease on August 15th in each year.

- (iii) Life Members, shall consist of those individuals, designated by a two-thirds (2/3) approval vote of the Board of Directors, who have made an exceptional contribution to the activities of the AAA Hockey Club over a number of years. Each Life Member shall be entitled to one (1) vote each, at all meetings of Members. Nominations for Life Membership may be made by any Regular Member and shall be considered once in each playing season at the Board of Directors meeting held immediately prior to the annual meeting of Members. Life Members shall be announced at the annual meeting. The presentation of a Life Members Award shall be made at a time and place decided by the Board of Directors.

- (b) The Board of Directors shall determine the dues or fees payable by Regular Members. The Treasurer or Registrar shall notify the Members at the Registration night of the Club dues or fees payable by them and, if any are not paid within sixty (60) days of the date of such notice such Members shall thereupon automatically cease to be Members.

- (c) Members may resign by resignation in writing, which shall be effective upon delivery to the Board of Directors. In the event of resignation by a Member, such Member shall remain liable for payment of any assessment or other sum levied or which became payable by him or her to the AAA Hockey Club prior to delivery of his or her resignation.

- (d) All Members shall abide by the provisions of the By-laws of the AAA Hockey Club.

- (e) Membership as a coach, player, parent, guardian or member of the Board, in the AAA Hockey Club is a privilege, not a right. Failure to obey the Policies, By-Laws and Code of Conduct of the AAA Hockey Club could result in suspension from all AAA Hockey Club functions for a specified period of time or complete expulsion from the AAA Hockey Club.

- (f) Any individual who repeatedly displays behaviour that breaches the Code of Conduct and fails to respect the Policies and By-Laws of the AAA Hockey Club shall be refused membership in the AAA Hockey Club.
- (g) In the event a parent / guardian breaches a suspension imposed in Paragraph 4 (e) above, the player of said parent / guardian can be suspended from all AAA Hockey Club activities or receive an expulsion from the AAA Hockey Club to ensure compliance with the suspension.

MEETINGS AND QUORUM, MEMBERS

5.

- (a) The annual or any special meeting of the Members shall be held at such place in Branch and at such time as the Board of Directors may determine.
- (b) The presence of at least ten (10) Members in person shall constitute a quorum at any meeting of Members.
- (c) No public notice nor advertisement of any meeting of Members shall be required, however, except as otherwise expressly provided herein, notice of the time and place of every meeting of Members shall be given to each Member by sending the notice by email, regular mail or by other electronic means, not less than twenty (20) days before the time fixed for the holding of such meeting, provided that any meetings of Members may be held at any time and place without such notice if all the Members are present thereat and consent to the holding of such meeting.

6.

- (a) There shall be an annual general meeting (AGM) of the AAA Hockey Club which shall be held at a place, date and time determined by the Board of Directors which, unless otherwise fixed by the Board of Directors shall be held prior to the completion of the hockey season and in any case not later than the 15th day of May in each year. At every annual meeting, in addition to any other business that may be transacted, the report of the Board of Directors and the financial statements shall be presented, the Directors shall be elected and scrutinizer appointed. The Members may consider and transact any business, without any notice thereof at any meeting of the Members.
- (b) The order of business at the annual meeting shall be as follows:

- (i) Calling the meeting to order;

- (ii) Reading of minutes of last annual meeting;
 - (iii) Reporting of committees, President's report and report of the Board of Directors;
 - (iv) Treasurer's report;
 - (v) Old business;
 - (vi) New business, resolutions, or matters that may properly be brought before the meeting, including without restriction the approval of the financial statements and acceptance of the report of the scrutinizer;
 - (vii) Presentation of slate of nominees for election of Directors;
 - (viii) Confirmation of appointment of two (2) scrutinizers;
 - (ix) Election of Directors;
 - (x) President's final remarks; and
 - (xi) Adjournment.
7. The Board of Directors shall have power to call, at any time, a special meeting of the Members. The Board of Directors shall call a special meeting of Members on the written requisition of not less than one-tenth (1/10) of the Members, which requisition shall state the general nature of the business to be presented at the meeting and shall provide sufficient information to permit the member to form a reasoned judgement on the decision to be taken.

VOTING, MEMBERS

- 8.
- (a) Each Member of the AAA Hockey Club shall at all meetings of Members be entitled to one vote and he or she may not vote by proxy.
 - (b) Questions arising at any meeting of Members, other than the election of Directors and except as expressly provided herein shall be decided by a majority of the votes of those present; in the case of an equality of votes, the Chair shall vote to break the tie.
 - (c) The method of voting at meetings of Members, except for election of Directors, shall be by a show of hands. A declaration by the President that a resolution has been carried or not carried and an entry to that effect in the minutes of the AAA Hockey Club shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes accorded in favour of or against such resolution. The demand for any method of voting other than by show of hands may be withdrawn, but if demanded and not withdrawn the question shall be decided by a majority of votes given by the Members present in person.

ERROR OR OMISSION IN NOTICE, MEMBERS

9. No error or omission in giving notice of any meeting or any adjourned meeting of the Members of the AAA Hockey Club shall invalidate such meeting or invalidate or make void any proceedings taken thereat and any Member may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat.

BOARD OF DIRECTORS

10. Subject to the terms of this General By-law, the affairs of the AAA Hockey Club may be managed by a Board of Directors. Directors shall be eighteen years of age or over with power under law to contract. The Board of Directors shall be comprised of a minimum of eight (8) directors of the following positions who shall (with the exception of the Past President, Director District B and Director District 9) be elected as Directors of the AAA Hockey Club in accordance with Article 11 of this General By-law:

- (i) President;
- (ii) 1st Vice-President of Operations;
- (iii) 2nd Vice-President of Development;
- (iv) 3rd Vice-President of Administration;
- (v) Secretary;
- (vi) Treasurer;
- (vii) Club Scheduler;
- (viii) Equipment Manager;
- (ix) Director of Communications;
- (x) Registrar;
- (xi) Director of Fundraising and Sponsorship;
- (xii) Director Risk and Safety;
- (xiii) Past President;
- (xiv) Director District B; and
- (xv) Director District 9.

- (a) The Board may, by resolution passed by at least two-thirds of the votes cast at a meeting of which notice specifying the intention to pass such resolution has been given, remove any Director as a Director before the expiration of his or her term of office, and may, by a majority of the votes cast at that meeting, elect any person in his or her stead for the remainder of his or her term.
- (b) Unless granted a leave of absence by the Board of Directors, any member of the Board of Directors, with the exception of Past President, Director District B and Director District 9, who is absent from two consecutive meetings of the Board may have his/her office declared vacant by the Board of Directors as per the process outlined in (b) above.

- (c) Should a vacancy occur among the elected members of the Board of Directors, the Board will appoint a replacement, by majority vote, to fill the vacancy at the earliest possible opportunity.

ELECTION OF DIRECTORS

11.

- (a) Each candidate for election as a Director may be nominated in two ways: in writing by a Member which written nomination shall be delivered to the Secretary at least five (5) full calendar days prior to the annual meeting. After all the nominations have been tabled at the annual meeting, any person who has been nominated may withdraw by announcing his or her withdrawal to the President, who shall thereupon instruct the Secretary to strike the name from the list. A candidate may also be nominated by a Member at the time of the annual general meeting.
- (b) Nominations will be accepted for election to the following offices, which individuals shall be elected as Directors at the annual meeting of Members by a plurality of votes cast by the Members:
- (i) President, provided that, nominations of an individual to the office of President shall be accepted only if such individual has previously been elected as a Director of the AAA Hockey Club;
 - (ii) 1st Vice-President of Operations;
 - (iii) 2nd Vice-President of Development;
 - (iv) 3rd Vice-President of Administration;
 - (v) Secretary;
 - (vi) Treasurer;
 - (vii) Club Scheduler;
 - (viii) Equipment Manager;
 - (ix) Director of Communications;
 - (x) Registrar;
 - (xi) Director of Fundraising and Sponsorship
 - (xii) Director of Risk and Safety
- (c) The Past President of the Ottawa Jr. 67's AAA Hockey Club shall be an ex-officio Director who shall hold such positions for a period of no longer than one (1) year, or until such time as the current President replaces him/her. Upon completion of the one (1) year period, the position of Past President will become vacant until such time as the term of office has expired for the current President.

- (d) The term of each Director shall be two (2) years. The President, 3rd Vice-President of Administration, Secretary, Registrar, Equipment Manager, Director of Fundraising and Sponsorship, and Director of Risk and Safety shall be elected in even numbered years and the 1st Vice-President of Operations, 2nd Vice President of Development, Treasurer, Club Scheduler and Director of Communications shall be elected in odd numbered years, in order to stagger the terms.
- (e) Election of all Directors shall be by secret ballot distributed at the annual meeting. Those elected will be announced by name only. Vote tallies will not be disclosed. The voting procedures for the election of Directors shall be conducted at the annual meeting as follows:
- (i) There shall be a returning Director, who shall be responsible for preparing, distributing and the counting of the ballots on the completion of voting and shall be assisted by two (2) scrutinizers. The Board of Directors prior to the meeting shall appoint a returning Director to this role.
 - (ii) Voting shall be scrutinized by two (2) scrutinizers who shall be appointed by the President, provided that such appointments shall be approved by the Members at the meeting.
 - (iii) Any candidate or Member may view the tally sheet in the presence of the returning officer.
 - (iv) Any candidate may request a recount of the ballots after the voting. The returning officer will conduct the recount of the ballots and shall be assisted by the two (2) scrutinizers.
 - (v) Any ballots used in conducting of such votes shall be destroyed upon completion of the voting process.

VACANCIES

12. Vacancies of Directors, however caused, shall, so long as a quorum of Directors remain in office, be filled by the Board of Directors but if there is not a quorum of Directors, the remaining Directors shall forthwith call a meeting of the Members to fill the vacancy.

POWERS OF DIRECTORS

13. The Board of Directors shall administer the affairs of the AAA Hockey Club all things and make or cause to be made for the AAA Hockey Club, in its name, any kind of contract which the AAA Hockey Club may lawfully enter into and, save as hereinafter provided, generally, may exercise all such other powers and do all such other acts and things as the

AAA Hockey Club is, by its letters patent or otherwise, authorized to exercise and do. Without in any way derogating from the foregoing, the Board of Directors:

- (a) shall advise the Members on all matters of policy and shall review the previous season's operations prior to the annual meeting of Members and establish policies for the forthcoming season prior to the commencement of tryouts;
- (b) shall maintain liaison with District Associations through District Council meetings for the purpose of ensuring that the policies and practices are not in conflict with those of the Home Associations;
- (c) may, in the event of a general or specific dissatisfaction with the operation of the AAA Hockey Club, by majority resolution, cause a Board of Directors meeting to be held within seven (7) days thereafter to discuss such matters. In the event that such concerns are not resolved at that time, the Directors, by majority resolution may call a special meeting of Members to consider the relevant matter;
- (d) shall ensure that a slate of nominees for Directors is available for each position for which there is to be an election, provided that, Members may make nominations in accordance with the provisions of Section 11(a);
- (e) shall appoint and approve all head coaches by May 1st, additional coaching staff by June 1st, and other team personnel by the start of the regular season;
- (f) shall monitor and ensure that each Member abides by the by-laws of the AAA Hockey Club and that players abide by any rules or regulations approved by the AAA Hockey Club, HEO and Hockey Canada;
- (g) may suspend or expel any Member who fails to comply with the by-laws of the AAA Hockey Club provided that the Board of Directors follow the principles of natural justice in the case of any such suspension or expulsion;
- (h) may approve and authorizes payment of expenditures on behalf of the AAA Hockey Club;
- (i) shall provide to all Members in attendance at the annual meeting a full report of the activities of the AAA Hockey Club since the last annual meeting;
- (j) shall have the power to consult with, or engage the services of legal counsel with respect to the affairs of the AAA Hockey Club; and

- (k) Collectively, the Board of Directors shall have the power to interpret all provisions of the by-laws, rules, regulations, policies and procedures of the AAA Hockey Club and to determine how best to administer the AAA Hockey Club.

MEETINGS AND QUORUM, BOARD OF DIRECTORS

14.

- (a) Subject to any express provision provided herein, meetings of the Board of Directors may be called by the President or a Vice-President, or by the Secretary on direction of the President or a Vice-President, or by the Secretary on direction in writing of two (2) Directors.
- (b) The Board of Directors may hold its meetings at such place or places as it may from time to time determine.
- (c) The quorum for the Board of Directors meetings shall be a simple majority of the counted votes of the Board, at least one of whom must be the President, 1st Vice-President, 2nd Vice-President or 3rd Vice-President.
- (d) No formal notice of any such meeting shall be necessary if all the Directors are present and waive notice. Notice of such meetings shall be delivered, telephoned or emailed to each Director not less than forty-eight (48) hours before the meeting is to take place or shall be mailed to each Director not less than fourteen (14) days before the meeting is to take place. The statutory declaration of the President or Secretary that notice has been given shall be sufficient and conclusive evidence of the giving of such notice.
- (e) The Board of Directors may appoint a day or days in any month or months for regular meetings at an hour to be named and no notice of such meeting need be sent. A meeting of the Board of Directors may also be held, without notice, immediately following the annual general meeting of the AAA Hockey Club.

VOTING, BOARD OF DIRECTORS

15. Questions arising at any meeting of the Board of Directors shall be decided by a majority of votes. In case of an equality of votes, the President, or his designate, shall cast the deciding vote. All votes at such meeting shall be taken by ballot if so demanded by any Director present, but if no demand be made, the vote shall be taken by a show of hands. Any member having a conflict of interest on a voting issue must declare their conflict for the record. They may speak to the issue but must abstain from the vote. A declaration by the President that a resolution has been carried and an entry to that effect in the minutes shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

INDEMNIFICATION

16. Every Director of the AAA Hockey Club, and his or her heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the AAA Hockey Club, from and against,

(a) all costs, charges and expenses whatsoever that he or she sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him or her, for or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him or her, in or about the execution of the duties of his or her office; and

(b) all other costs, charges and expenses that he or she sustains or incurs in, about, or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his or her own willful neglect or default.

REMUNERATION OF DIRECTORS

17. The Directors shall receive no remuneration for acting as such, except that the Treasurer and 2nd Vice-President of Development may, at the discretion and approval of the Board, be paid an honorarium or for services rendered.

Board of Directors Position Summaries

The President:

- provides leadership to the Ottawa Jr. 67's AAA Hockey Club and presides at all meetings of the Members and the Board of Directors
- represents the Board of Directors, its decisions and directions
- provides general management and supervision of the affairs and operations of the Club
- manages by-laws and membership, together with the Secretary, or other officer designated by the Board of Directors for the purpose
- appoints committees or sub-committees (e.g. coach selection or banquet) as required in the interests of the Club
- implements disciplinary action in accordance with Club policies, processes and procedures

The 1st Vice-President of Operations:

- is responsible for day-to-day operations including try-outs
- assigns and oversees team liaisons for each level prior to the start of tryouts
- is responsible for all liaison duties between the Club and the AAA League; attends all AAA League meetings; and acts as representative of the Club at these meetings
- assists the President as required

- performs the duties of the President in his/her absence or inability to act
- handles implementation and adherence of the Club's operating policies and procedures
- helps update documents, policies, procedures, etc. related to operations
- performs other Club duties, as required

The 2nd Vice-President of Development:

- is responsible for the Club's development program, including on-ice and off-ice initiatives
- is responsible for the coach selection process and acts as Chair of the Coach Selection Committee
- is responsible for the development selection process and acts as chair of the on/off ice selection committee
- meets with coaches throughout the season and reviews regular progress reports
- assists the President as required
- performs the duties of the President in his/her and the 1st Vice President's absence or inability to act
- helps update documents, policies, procedures, etc. related to development
- performs other Club duties, as required

The 3rd Vice-President of Administration:

- is responsible to ensure bylaws are up to date and consistent with district, HEO and Hockey Canada policies and procedures
- is responsible for scheduling and organizing the annual general meeting (AGM)
- assist the President, as required, in attending meetings and with HEO and districts
- assists the President as required with Club projects/initiatives that fall outside the scope of hockey operations
- performs other Club duties, as required

The Secretary:

- is responsible for coordinating meetings of the Members and the Board of Directors, including booking the venue and preparing, distributing and maintaining proper records of proceedings, including minutes for the Board of Directors and the AGM
- manages all documents and papers of a non-financial nature, including review and updating
- maintains a record of all persons who are Members and Board of Directors, in conjunction with the Registrar
- performs other Club duties, as required

The Treasurer:

- maintains all books pertaining to the financial affairs of the Club
- is responsible for the care and custody of the funds of the Club
- maintains accurate records of all monies received and disbursed to the satisfaction of the Audit Committee of the Club
- prepares annual budget for submission to the Board of Directors
- maintains the petty cash account, if required
- meets and liaises with team treasurers and reviews team operating budgets, as required
- handles implementation and adherence of the Club's financial policies and procedures
- prepares an annual report giving the receipts and disbursements of that year at the AGM

- prepares interim financial reports giving receipts and disbursements to date at the meetings of the Board of Directors
- invests / maintains investments of the Club monies, with the approval of the Board of Directors, if required
- maintains the Team Treasurer Manual
- performs other Club duties, as required

The Registrar:

- verifies that all players trying out for the Club are registered with their home associations
- welcomes and checks in players at tryout sessions
- collects club fees from players
- uses the Hockey Canada Registry to roster players and the verify the credentials of team officials
- ensures that all team lists are correct and forwarded to District/Branch Registrars and team officials
- collects player fees from home associations
- helps update documents, policies, procedures, etc. related to registration
- performs other Club duties, as required

The Equipment Manager:

- is responsible for the purchasing, repair and maintenance of an accurate inventory of all equipment and apparel as approved by the Board of Directors
- sources and liaises with third-party suppliers to ensure best value for money for the Club
- ensures that all equipment borrowed by Members or Officials is returned in a timely manner
- helps update documents, policies, procedures, etc. related to equipment
- performs other Club duties, as required

The Club Scheduler:

- acquires and allocates, with the cooperation of the Board of Directors, all ice for annual tryouts, games and practices for each season as required
- schedules on-ice and off-ice player development activities in conjunction with the 2nd Vice President
- delivers all on-ice and off-ice schedules in a timely fashion, to the coaches of the respective teams
- assists the Coaches in rescheduling or acquiring ice as required throughout the season
- monitors ice usage and ensures that all excess ice is returned in a timely manner
- ensures accuracy of all invoices of ice rentals in cooperation with the Treasurer
- attends league schedulers' meetings, as required
- helps update documents, policies, procedures, etc. related to Club scheduling
- performs other Club duties, as required

The Director of Communications:

- coordinates with the Webmaster to insure pertinent information is available via the Club's website
- collects stories and articles or items of interest and prepare a monthly newsletter, in conjunction with the President
- acts as the point of contact for media relations

- manages the Club's social media accounts
- ensures the website as current as possible
- helps update documents, policies, procedures, etc. related to communications
- performs other Club duties, as required

The Director of Fundraising and Sponsorship:

- coordinates the Club fundraising and sponsorship programs
- actively seeks out Club sponsors
- markets the Club to potential sponsors
- works with a team representative of each team to oversee any of their fundraising and/or sponsorship initiatives
- maintains documents, policies, procedures, etc. related to fundraising and sponsorship
- handles implementation and adherence of the Club's fundraising and sponsorship policies and procedures
- responsible for organizing the annual AAA Hockey Club banquet
- performs other Club duties, as required

The Director of Risk and Safety:

- manages and implements the Club's Risk and Safety program
- oversees Risk and Safety training
- handles implementation and adherence of the Club's risk and safety policies and procedures
- ensures compliance with HEO and Hockey Canada Risk and Safety programs
- is responsible for risk and safety, abuse and harassment issues within the Club; keeps the AAA League Risk and Safety Director informed of issues; and liaises as required with the HEO Risk and Management Team.
- maintains and enhances procedures with respect to screening volunteers to protect the Club, members and players from harm
- serves as the Club's safety resource person and ensures documentation and record keeping of regulated programs, materials and injuries
- acts as a liaison between the Board of Directors and the team trainers with respect to safety and trainer issues
- helps update documents, policies, procedures, etc. related to risk and safety, performs other Club duties, as required

SPECIAL OFFICERS

18. The Board of Directors may, by resolution, from time to time, appoint one or more persons as special officers (advisors) of the AAA Hockey Club in recognition of their respective contributions to the AAA Hockey Club or its predecessor, and/or their ability to provide ongoing advice and counsel to the Board of Directors by virtue of their experience. Special officers shall be entitled to receive notice of and to attend all meetings of the Board of Directors but shall not be entitled to vote thereat. Special officers shall hold office at the discretion of the Board of Directors.

RULES OF ORDER and ADJOURNMENTS

19.

- (a) The President shall preserve order and decorum, and decide questions of rules of order or practice, stating the applicable rule. Except as expressly provided herein, Robert's Rules of Order shall be followed at all meetings of Members, the Board of Directors, and other committees of the AAA Hockey Club.
- (b) When the ruling of the President is appealed against, he or she shall, without debate, put the question in the following words, "Shall the ruling of the President be sustained". He or she shall have the right to state his or her reason for the decision given.
- (c) All motions, before being debated, shall be read by the Secretary.
- (d) Any meetings of the Members or of the Board of Directors may be adjourned to another time, and such business may be transacted at such adjourned meeting as might have been transacted at the original meeting. No notice shall be required of any such adjournment. Such adjournment may be made notwithstanding that a quorum is not present.

REVENUE

20. The primary source of revenue of the AAA Hockey Club and its teams shall be derived as follows:

- (a) Tryout revenues, net of related expenses;
- (b) Club registration fees charged each player in an amount and manner to be determined by the Board of Directors;
- (c) Sponsorship fee charged to sponsors in an amount and manner to be determined by the Board of Directors;
- (d) Fundraising projects, both optional and compulsory, as approved by the Board of Directors; and
- (e) Parent contributions for team fees, to be determined by team management.

EXECUTION OF DOCUMENTS

21. (a) Deeds, transfer, licences, contracts, engagements and any other instrument in writing to be signed by the AAA Hockey Club may be signed on behalf of the AAA Hockey Club by either the President or the Vice-Presidents, together with the Treasurer.
- (b) All cheques, bills of exchange or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the AAA Hockey Club, shall be signed by either the President or the Vice-Presidents, together with the Treasurer or by any person or persons from time to time designated, and in such manner as determined by resolution of the Board of Directors. Any such person may alone endorse notes and drafts "for collection" or "for deposit" with the bankers of the AAA Hockey Club. Any one of such persons so appointed may arrange, settle, balance and certify all books and accounts between the AAA Hockey Club and its bankers, and may receive all paid cheques and vouchers and sign all of the bank's forms or settlement of balances and release or verification slips.

BOOKS AND RECORDS

22. The Board of Directors shall see that all necessary books and records of the AAA Hockey Club required by the by-laws of the AAA Hockey Club or by any applicable statute or law are regularly and properly kept. The Board of Directors will ensure the Hockey Club accounts are scrutinized by the Club's Audit Committee and that the Hockey Club receives a clean review. The Treasurer will review the results of the scrutinizer and if necessary, take the necessary steps to correct and prevent future exposures. The Treasurer will file a report of all the findings back to the Board of Directors at the next scheduled meeting.

INSPECTION BY MEMBERS

23. All Members shall have the right to inspect any account or book or document relating to the finances of the AAA Hockey Club, provided that, such accounts, books or documents shall be made available to such Member at the AAA Hockey Club office within ten (10) days after receipt of a request in writing.

PETITION AND REFERENDUM

24. Subject to applicable law, no Member shall send out, or cause to be sent out or circulated any

petition or communication relating to any resolution, referendum or proposal under consideration or that deals with the policy of the AAA Hockey Club without first having been authorized to do so by the Board of Directors.

AMENDMENTS TO BY-LAWS

25. (a) Amendments to the by-laws of the AAA Hockey Club may be proposed by a Member and shall be considered by the Board of Directors if received by the Secretary one month prior to the annual general meeting.
- (b) The Board of Directors shall consider such proposed amendment and, if passed by the Board of Directors, notice of proposed amendments to the By-laws shall be circulated to all Members, together with the notice of the annual meeting or special meeting, as the case may be.
- (c) Amendments to the by-laws of the AAA Hockey Club shall be passed by majority vote of the Members at an annual meeting or special meeting, as the case may be.

NOTICE

26. Notices of meetings of the Members and the Board of Directors shall contain such notices of motion and a business agenda so as to permit participants at such meeting to form a reasoned judgement thereon.

INTERPRETATION

27. In this General By-law and in all other by-laws of the AAA Hockey Club hereafter passed unless the context otherwise requires, words importing the singular number or the masculine gender shall include the plural number or the feminine gender, as the case may be, and vice versa, and references to persons shall include firms and AAA Hockey Club