

Calgary Open Ringette League

BY-LAWS

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ARTICLE 1. PREAMBLE, DEFINITIONS AND INTERPRETATION
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The name of the Society is the Calgary Open Ringette League, with Corporate Registry number of 122608335.

The following terms have these meanings in these Bylaws:

- A) **"ACT"** means the Societies Act (Alberta);
- B) **"LEAGUE"** means The CALGARY OPEN RINGETTE LEAGUE;
- C) **"CORL"** means The CALGARY OPEN RINGETTE LEAGUE;
- D) **"BOARD"** means the BOARD OF DIRECTORS of the League;
- E) **"DIRECTOR"** means the appointed and elected Directors of the League;
- F) **"MEMBER"** means Full Members, Affiliate Members, and Interim Members;
- G) **"PLAYER"** means any individual who plays the sport of adult (+18 years) ringette and is registered with **CORL** by a team participating in the League for which that individual plays;
- H) **"MATERIAL INTEREST"** means any direct or indirect personal or financial interest in the outcome of any matter under consideration at any Meeting of the League;
- I) **"SPECIAL RESOLUTION"** means a Resolution passed:
 - a) at a meeting of which not less than 30 days written notice specifying the intention to propose
AND
the resolution has been given
 - b) by the vote of not less than 75% of the quorum of voting Members present
- J) **"GENERAL MEETING"** shall mean Annual General Meeting, Special General Meeting or Emergency General Meeting

ARTICLE 2. GENERAL

A) AMENDMENT

Subject to the SOCIETIES ACT (ALBERTA), the Bylaws of the League shall not be altered, amended, added to or rescinded except by Special Resolution and none of the foregoing shall be in effect until registered by the Registrar, as defined in the SOCIETIES ACT (ALBERTA).

B) INCLUDED WORDS

In all Bylaws the feminine shall include the masculine, the singular the plural, and the plural the singular. Wherever reference is made to the Societies Act (Alberta) or a section thereof, such reference shall be deemed to extend and apply to any amendment to the act or section, as the case may be.

C) CORPORATE SEAL

The League does not have a corporate seal.

ARTICLE 3. MEMBERSHIP

A) MEMBERSHIP CATEGORIES

a) Full Members:

The League accepts any individuals registered on teams that have been accepted into the League or administered by the League for Full Membership.

Such Members shall have paid the prescribed Membership fee by the required date where applicable. The term of Membership shall be from **September 15** of one calendar year to September **14** of the next calendar year.

b) Affiliate Member Groups:

Affiliate Membership may be granted to individuals on approved Sub-Committees, or other organizations connected with CORL (for example but not limited to: Tournament Committees, Provincial Championship Committees). Affiliate Member groups may elect or appoint an individual to serve as a voting Director on the CORL Board of Directors for the duration of their Sub-Committees' mandate or project. Affiliate Members shall not pay a Membership Fee.

c) Interim Members:

Interim Membership is temporarily granted to any individual who volunteers for a League Bingo, Casino or other CORL sponsored fundraiser event. The membership shall be of the duration of the duties as required. Interim Members shall not pay a Membership Fee, and shall have no voting privileges.

B) PROXY VOTING

Proxy voting is NOT permitted at meetings of the League.

C) MEMBERSHIP FEES

A motion passed at a Board of Directors meeting shall set membership fees from time to time.

D) RESPONSIBILITIES OF MEMBERSHIP

All Members agree to abide by the Bylaws, Operating Policies and Rules and Regulations of the League as they exist from time to time and to conduct themselves in a manner that does not jeopardize the reputation of the League. All Members agree to pay the prescribed fees by the required deadlines as set from time to time.

E) WITHDRAWAL OF MEMBERSHIP

A Member may withdraw their Membership by written notification to the CORL Board of Directors. Withdrawal of Membership shall not affect the right of the League, at the discretion of the Board of Directors, to pursue payment of any monies owed to the League by the Member.

F) SUSPENSION ON FINANCIAL GROUNDS

If Member(s) are in arrears of prescribed fees for a period of 30 days from the date that such fees are due, their Membership shall be automatically suspended, and they shall cease to be a Member in good standing and shall forfeit all rights, privileges and powers. One of the conditions of reinstatement shall be full payment of the arrears and such additional costs applied to late payment of fees in arrears.

G) SUSPENSION OR CANCELLATION OF MEMBERSHIP

The Membership of any Member may upon a carried Special Resolution, be suspended or canceled, in either case with or without conditions, for any cause which may be deemed reasonable, including any continuing breach of the Bylaws of the League, the Policies of the League, the Rules and Regulations of the League, or for conduct which jeopardizes the safety or reputation of the League or any of its Members.

A Member may appeal a suspension or cancellation of Membership within 30 days of such decision being rendered by submitting in writing to the President, a request to appeal the decision.

H) APPEAL PROCESS FOR SUSPENSION OR CANCELLATION OF MEMBERSHIP

Upon receipt of the request to appeal, the President (unless the President is the Member appealing, then the Vice President) will form and chair an appeal committee comprised of two other elected League Directors and two appointed League Directors. The committee will meet in person within ten days of the appeal being received and shall render a decision within five days of the meeting.

The committee will immediately inform the Board of Directors and the appellant of the decision. A successful appeal shall result in the automatic reinstatement of the Member.

ARTICLE 4	MEETINGS
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A) GENERAL MEETINGS**a) Annual General Meeting**

An Annual General Meeting of the League shall be held in either August or September of each calendar year.

The purpose of the meeting shall be:

To receive the financial statements of the League for the previous season

To receive the interim financial reports and to appoint auditors to review the financial statements for the current season

To receive the reports of the Board of Directors

To elect Directors of the League

b) Special General Meetings

A Special General Meeting of the League shall be called by the President, upon receipt of a written request signed by 100 Full Members. Such a request shall state the reason for the Special General Meeting. Written notice of Special General Meetings shall be posted on the League website within seven days after the receipt of the request and the notice shall be given seven days in advance of the meeting date.

c) Emergency General Meetings

The Board of Directors may call Emergency General Meetings as required from time to time.

d) Voting Privileges / Delegates for General Meetings

Any Member of the League may attend a General Meeting, however only Full Members shall have voting privileges.

Each team shall be allowed up to 2 voting delegates

AND, in addition

Members of the Board of Directors shall carry ONE vote at General Meetings of the League.

e) Notice of General Meetings

Notice of General Meetings to the Board of Directors shall be given:

- at a Board of Directors Meeting or by email.

Notice of General Meetings to Members shall be: posted on the League web site and by email to League teams' contacts.

- 21 days in advance of the meeting date for an Annual General Meeting
- 7 days in advance of the meeting date for a Special General Meeting or an Emergency General Meeting

f) Quorum for General Meetings

A quorum for General Meetings shall be:

- A minimum of twenty voting Members, including at least 50% of the filled Board of Directors positions, OR
- A minimum of 75% of the filled Board of Directors positions.

B) BOARD OF DIRECTORS MEETINGS

Meetings of the Board of Directors shall be held a minimum of 3 times during each year. Each Member of the Board of Directors shall carry ONE vote and NO proxy voting is permitted. A minimum of 7 days notice shall be given by email for meetings, with a quorum being 50% of the Elected Directors positions in attendance.

C) MEETING PROCEDURES

The President shall preside at all meetings of the League. Should the President be unable to attend, the Past President, Vice President, or Treasurer shall chair the meetings. The meeting Chair shall not vote except to break a tie vote.

Should the Chair of any meeting of the League be at conflict on an issue, or wish to step down from the chair for a meeting or any portion thereof, they shall relinquish their duties and their voting privileges by handing the chair to the following (applied in sequence): Past President, Vice President, Treasurer.

Voting on the regular business of the League shall be by a show of hands unless a resolution is carried to vote by secret ballot with a simple majority required to carry the resolution.

ARTICLE 5	BOARD OF DIRECTORS
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The Board of Directors shall consist of elected Directors of the League plus appointed Directors of the League. Members of the Board of Directors must be Full Members of the League.

A) COMPOSITION

There shall be a minimum of 8 Directors on the Board of Directors.

The **Elected Directorships** may include (but are not limited to):

President	VicePresident	Treasurer
Secretary	Registrar	Facilities Director
League Director	League Coordinator	

The **Appointed Directorships** may include (but are not limited to):

Past President	Tier Delegates	Special Events
Sponsorship	Affiliate Member Groups Delegates	

The Board of Directors may designate other Directorships from time to time.

B) POWERS AND DUTIES OF THE BOARD

The Board of Directors shall be part of and responsible for the following:

- The calling and conducting of meetings
- The daily operations of the League
- Approval of an annual League operating plan and budget
- Approval of any changes to an approved budget
- Amendments to the rules and regulations of the League
- The approval of Affiliate Memberships
- The Directors may appoint committee or project chairpersons to assist in the completion of their responsibilities as required.
- Amendments to the Bylaws of the League (to be passed by Special Resolution)

a) Duties of ELECTED Directors:**President**

- The principle leader of CORL with overall responsibility for the management and supervision of the affairs of CORL.
- Ensure the planning and budgeting for the future is carried out in accordance with the wishes of the members.
- Assign such duties, as from time to time, become necessary and which are essential to the conduct of the affairs of the League.
- The President shall be ex-officio a member of all Committees. She/he shall, when present, preside at all General Meetings and Board Meetings. In his/her absence, the Past President, Vice-President or Treasurer shall preside at any such meetings. In their absence, a chairperson may be elected at the meeting to preside.

Vice President

- Attend General Meetings and Board Meetings.
- Perform the duties of the President during her/his absence
- The Vice President shall assist the President as required and shall inherit the duties of the Presidency should the President be unable to fulfill them.
- Oversee the Special Events Director to organize association sponsored clinics, workshops, etc.

Treasurer

- Attend General Meetings and Board Meetings.
- The Treasurer shall receive all monies paid to the League and be responsible for League banking. All funds shall be properly accounted for and books shall be kept as may be directed.
- Prepare all CORL invoices and ensure their timely collection and pay all accounts owed by CORL.
- The Treasurer shall prepare an annual Budget which shall be approved by the Board and the Membership at the Annual Meeting.

- Present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual Meeting a statement of the financial position of the League and submit a copy of same to the Secretary for the records of the League.
- Establish policies and procedures which are in compliance with Alberta Gaming rules for depositing and utilizing Casino earnings (if applicable);
- Prepare and file Casino Financial Reports (with the assistance of the Sponsorship Director) (if applicable)
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Secretary

- It shall be the duty of the secretary to attend General Meetings and Board Meetings, and to keep accurate minutes of the same. In case of the absence of the Secretary, his/her duties shall be discharged by such officer as may be appointed by the Board.
- Coordinate the Member access to any historical minutes upon written request.
- Prepare the agenda for all meetings of the Members and Board in consultation with the President
- Make arrangements including venue, date, and times for League meetings and send adequate notice of meetings.
- The Secretary shall have charge of all the correspondence of the League and be under the direction of the President and the Board.
- File the annual return, changes in the Executive of the League amendments in the bylaws and other incorporating documents with Alberta Corporate Registry

Registrar

- Attend General Meetings and Board Meetings.
- The Registrar shall be responsible for assisting the registration of teams with the League and their players with Ringette Alberta.
- Keep and maintain a register of all Teams, Players, Coaches and other Team Officials participating in the League.
- Work with the League Director to resolve disputes regarding the League By-Laws and the League Rules and Regulations.
- Respond to requests from new players or new teams inquiring about the CORA League

Facilities Director

- Attend General Meetings and Board Meetings.
- The Facilities Director shall be responsible for actively seeking available ice facilities for use by League members.
- Work closely with Arena Staff on administrative matters and ensure contracted facilities are utilized to full capacity.
- Oversee Affiliate Member Groups to assist in the planning, coordination and development of CORL tournaments and special events throughout the year.
- To assist the Scheduler in preparation of the League schedule(s) and required changes.

League Director

- Attend General Meetings and Board Meetings.
- The League Director shall oversee League play and League playoffs.
- Administer and enforce all disciplinary action as detailed in the League Rules and Regulations.
- Coordinate with Ringette Alberta where necessary in determining proper disciplinary action.
- Work with the Scheduler & Referee Assigner to complete and communicate League and playoff Schedules.
- Ensure the web site is updated with the most current version of schedules.

League Coordinator

- Attend General Meetings and Board Meetings.
- Monitor timely submission of League game and playoff game sheets and results
- Monitor and reporting of teams' and their players' penalty statistics to League Director.

b) Duties of Appointed Directors:

Past President

- Attend General Meetings and Board Meetings.
- Guide and assist the President as required.

Tier Delegates

- Liaison between League's teams within the Tier they represent and the Board of Directors or any elected member of the Board of Directors.
- Attend Board Meetings meetings if requested.

Special Events

- Organize League sponsored tournaments, clinics, workshops, etc.
- Attend General Meetings and Board Meetings.
- Reports to the Vice President.

Sponsorship

- Actively seek Corporate or individual sponsorship, initiate applications for fund raisers requiring AGLC licenses for the League, or for League hosted events.
- Attend Board Meetings if requested.
- Reports to the Treasurer, who oversees any ongoing sponsorship negotiations or licensing requests.

Affiliate Member Groups

- Organize League sponsored tournaments or administer 3rd party resources (i.e. referees)
- Attend General Meetings and Board Meetings if requested.

c) Vacancies

Where a Board position is or becomes vacant, the remaining Board Members may attempt to fill, by appointment, those vacant positions as quickly as possible. The appointment shall be for the balance of the term of office.

d) Election, Term of Office, Consecutive Terms

■ All Executive Officers (a.k.a. elected Directors) shall be elected at the AGM of the League for a term of office of two (2) full years as follows:

- **EVEN Year Elections:** President*, Treasurer, League Director, Facilities Director

**Only a Full Member who has served on the Board for a minimum of two (2) full years, one of which is immediately prior to the nomination, may be nominated for President.*

- **ODD Year Elections:** Vice President, Secretary, League Coordinator, Registrar

- There is no restriction to the number of consecutive terms for Executive Officers.
- Elections for partial terms where a vacancy in an Executive Officer position has occurred will take place at the AGM.

e) Failure to Perform Duties

Where a Director fails to complete the duties of their position, or fails to attend meetings of the Association, the Board of Directors may elect to dismiss the Director from that position and may appoint a new individual to serve in that position.

The President of the League shall provide written notice of the intent to dismiss the individual from the Board of Directors:

- after the Director fails to attend, or fails to submit a written report in lieu of attendance, to 2 consecutive meetings, OR
- after failing to complete the required duties of the position

The Board of Directors shall render a decision of which must be carried by a majority of 75% of those present and eligible to vote. The President shall send notification to the individual indicating that they have been dismissed as a Director of the League.

f) Appeal Procedure for Dismissed Directors

A written request to appeal dismissal must be submitted to the Board of Directors. Upon receipt of the request to appeal, the President (unless the President is the Director appealing, then the Vice-President) will form and chair an appeal committee comprised of two other elected League Directors and two appointed League Directors. The committee will meet within ten days of the appeal being received and shall render a decision within five days of the meeting. The vote must be carried by a majority of 3 of the 5 voting persons on the appeal committee.

The committee will immediately inform the Board of Directors and the appellant of the decision. A successful appeal shall result in the automatic reinstatement of the Director.

g) Resignation of a Director

In the event that a Director cannot fulfill their duties they must submit a letter of resignation to the President of the League. The letter shall be presented at the next meeting of the Board of Directors.

h) Removal of Directors from Office

Directors may be suspended or removed from office, in either case with or without conditions, for any cause which may be deemed reasonable, including any continuing breach of the bylaws and operating policies of the League or for conduct which jeopardizes the reputation of the League.

Upon receipt of a written request from a Member of the League, requesting the suspension of a Director or removal of a Director from office, a Special Meeting of the Board of Directors shall be called within 10 days. The written request shall include the reasons for request and any background materials relevant. The Director and the Member registering the request shall be invited to attend the meeting to speak to the request. A quorum for this special meeting shall be 75% of the filled Board positions. They shall render a decision of which must be carried by a majority of 75% of those present and eligible to vote, and notify in writing, the Director and the Member registering the request.

i) Resignation/Removal of the President

In the event the President of the League cannot fulfill their duties, the Vice President will take over the presidency with all the powers of that office.

ARTICLE 6	MINUTES, BOOKS AND RECORDS
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A) MEETING MINUTES, CORRESPONDENCE AND CONTRACTS

The minutes of the League meetings shall be recorded and distributed by the Secretary of the League. A meeting minute book shall be maintained as the official record of League meetings and proceedings. The minute book and files of all League correspondence and contracts shall be kept by the President of the League and shall be maintained to be passed from outgoing President to incoming President.

B) INSPECTION

The Board of Directors shall allow any Full Member of the League to inspect the books, records and accounts of the League, within 72 hours of the Member submitting a written request to the President. The inspection of the fore mentioned documents shall take place in the presence of the President or the Past President, AND the Vice President or Treasurer at a mutually agreed location.

ARTICLE 7	FINANCIAL AFFAIRS
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A) FINANCIAL RECORDS

- All financial records, banking documents and accounting data shall be filed and kept in an organized manner by the Treasurer.
- The Treasurer shall be responsible to make certain that the accounting records and actions are accurate and to ensure that the books of the League are audited annually by a duly appointed accountant or two Members of the League who are not signors on the League's operating accounts and financially proficient based on their bookkeeping, accounting or bank industry job experience . A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor(s) in a signed written statement or in person at the AGM.
- The fiscal year of CORL ends on July 31 of each year .

B) BORROWING POWER

Use of debt instruments to support the operations of the League are not permitted. Funds to operate the League must be obtained from League Member fees and/or sales of pooled ice inventory to members and/or fund raising events (i.e. ringette tournaments, AGLC licensed raffles) and/or sponsorship arrangements.

C) DISSOLUTION CLAUSE

If CORL is dissolved, monies derived from any AGLC gaming licenses that remain after paying debts and liabilities will be given to a recognized and eligible charity or non-profit organization.