

## **NOTICE OF SPECIAL RESOLUTION**

**Date:** April 29, 2025

**To:** All Members of the Tri Cities Female Ice Hockey Association

**From:** Andrea Burgoyne, Administrative Assistant

### **RE: NOTICE OF SPECIAL RESOLUTION**

Notice is hereby given that a special resolution will be proposed at the Annual General Meeting of TCFIHA, to be held on:

**Date:** May 13, 2025

**Time:** 7:00pm

**Location:** Pinetree Community Centre

**Submitted By:** Peter Aragon

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### **Proposed Special Resolution:**

"Be it resolved that the current bylaws of the Tri Cities Female Ice Hockey Association be repealed in their entirety and replaced with the proposed bylaws presented to the membership, effective immediately upon passage of this resolution.."

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### **Explanation:**

"Our current bylaws, last updated in April of 2019, are quite general and leave much of the association's governance open to interpretation.

One key example is the voting process at previous AGMs, where each family was allocated one vote per child registered in TCFIHA. This practice implies that the registered players are the members of the association.

However, a more accurate interpretation of the bylaws suggests that each parent or guardian of a registered player should be considered a member, and therefore, each should be entitled to one vote—regardless of the number of children they have registered.

The proposed bylaws are based on a combination of our existing bylaws and those of other hockey associations.

A summary of some of the most significant differences between the current and proposed versions can be found in the attached document. Any differences not listed are not intentionally excluded."

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## **Voting:**

A **special resolution** requires the approval of **at least 75%** of those present (in person or by proxy) and entitled to vote.

Members may vote:

- In person at the meeting
  - By appointing a proxy
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## **By Order of the Board**

**Peter Aragon**

**President**

**4/29/2025**

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## **Enclosures:**

- Current Bylaws
- Proposed Bylaws
- Comparison of Current Bylaws to Proposed Bylaws

  
CAROL PREST

## **Bylaws of Tri-Cities Female Ice Hockey Association (the “Society”)**

### **PART 1 - DEFINITIONS AND INTERPRETATION**

#### **Definitions**

1.1 In these Bylaws:

“**Act**” means the Societies Act of British Columbia as amended from time to time;

“**Board**” means the directors of the Society;

“**Bylaws**” means these Bylaws as altered from time to time.

#### **Definitions in Act apply**

1.2 The definitions in the Act apply to these Bylaws.

#### **Conflict with Act or regulations**

1.3 If there is a conflict between these Bylaws and the Act or the regulations under the Act, the Act or the regulations, as the case may be, prevail.

### **PART 2 - MEMBERS**

#### **Application for membership**

2.1 A person may apply to the Board for membership in the Society, and the person becomes a member on the Board’s acceptance of the application.

#### **Eligibility of members**

2.2 A person may be eligible for membership if he or she is a parent or guardian of a registered player on a team that is part of the Tri-Cities Female Ice Hockey Association.

#### **Duties of members**

2.3 Every member must uphold the constitution of the Society and must comply with these Bylaws.

#### **Amount of membership dues**

2.4 The amount of the annual membership dues, if any, must be determined by the Board.

### **Member not in good standing**

- 2.5 A member is not in good standing if the member fails to pay the member's annual membership dues, if any, and the member is not in good standing for so long as those dues remain unpaid.

### **Member not in good standing may not vote**

- 2.6 A voting member who is not in good standing
- (a) may not vote at a general meeting, and
  - (b) is deemed not to be a voting member for the purpose of consenting to a resolution of the voting members.

### **Termination of membership if member not in good standing**

- 2.7 A person's membership in the Society is terminated if the person is not in good standing for 6 consecutive months.

## **PART 3 - GENERAL MEETINGS OF MEMBERS**

### **Time and place of general meeting**

- 3.1 A general meeting must be held at the time and place the Board determines.

### **Notice of general meeting**

- 3.2 Written notice of the date, time and location of a general meeting must be sent to every member of the Society at least 14 days before the meeting and not more than 60 days before the meeting.
- 3.3 Notice of a general meeting is deemed to have been sent under section 3.2 if notice of the date, time and location of the meeting has been sent to every member of the Society who has provided an e-mail address to the Society, by e-mail to that e-mail address.
- 3.4 Each member of the Society is solely responsible for providing his or her accurate and updated contact information to the Society.

### **Proceedings valid despite omission to give notice**

- 3.5 The accidental omission to send notice of a general meeting to a member, or the non-receipt of notice by a member, does not invalidate any proceedings at the meeting.

### **Participation by telephone or other communications medium**

- 3.6 A person who is entitled to participate in a general meeting may do so by telephone or other communications medium if all of the persons participating in the meeting, whether by

telephone, by other communications medium or in person, are able to communicate with each other.

### **Ordinary business at general meeting**

3.7 At a general meeting, the following business is ordinary business:

- (a) adoption of rules of order;
- (b) consideration of any financial statements of the Society presented to the meeting;
- (c) consideration of the reports, if any, of the directors or auditor;
- (d) election or appointment of directors;
- (e) appointment of an auditor, if any;
- (f) business arising out of a report of the directors not requiring the passing of a special resolution.

### **Notice of special business**

3.8 A notice of a general meeting must state the nature of any business, other than ordinary business, to be transacted at the meeting in sufficient detail to permit a member receiving the notice to form a reasoned judgment concerning that business.

### **Chair of general meeting**

3.9 The following individual is entitled to preside as the chair of a general meeting:

- (a) the individual, if any, appointed by the Board to preside as the chair;
- (b) if the Board has not appointed an individual to preside as the chair or the individual appointed by the Board is unable to preside as the chair,
  - (i) the president,
  - (ii) the vice-president, if the president is unable to preside as the chair, or
  - (iii) one of the other directors present at the meeting, if both the president and vice-president are unable to preside as the chair.

### **Alternate chair of general meeting**

3.10 If there is no individual entitled under these Bylaws who is able to preside as the chair of a general meeting within 15 minutes from the time set for holding the meeting, the voting members who are present must elect an individual present at the meeting to preside as the chair.

### **Quorum required**

- 3.11 Business, other than the election of the chair of the meeting and the adjournment or termination of the meeting, must not be transacted at a general meeting unless a quorum of voting members is present.

### **Quorum for general meetings**

- 3.12 The quorum for the transaction of business at a general meeting is 3 voting members or 10% of the voting members, whichever is greater.

### **Lack of quorum at commencement of meeting**

- 3.13 If, within 30 minutes from the time set for holding a general meeting, a quorum of voting members is not present,
- (a) in the case of a meeting convened on the requisition of members, the meeting is terminated, and
  - (b) in any other case, the meeting stands adjourned to the same day in the next week, at the same time and place, and if, at the continuation of the adjourned meeting, a quorum is not present within 30 minutes from the time set for holding the continuation of the adjourned meeting, the voting members who are present constitute a quorum for that meeting.

### **If quorum ceases to be present**

- 3.14 If, at any time during a general meeting, there ceases to be a quorum of voting members present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

### **Adjournments by chair**

- 3.15 The chair of a general meeting may, or, if so directed by the voting members at the meeting, must, adjourn the meeting from time to time and from place to place, but no business may be transacted at the continuation of the adjourned meeting other than business left unfinished at the adjourned meeting.

### **Notice of continuation of adjourned general meeting**

- 3.16 It is not necessary to give notice of a continuation of an adjourned general meeting or of the business to be transacted at a continuation of an adjourned general meeting except that, when a general meeting is adjourned for 30 days or more, notice of the continuation of the adjourned meeting must be given.

### **Order of business at general meeting**

- 3.17 The order of business at a general meeting is as follows:

- (a) elect an individual to chair the meeting, if necessary;
- (b) determine that there is a quorum;
- (c) approve the agenda;
- (d) approve the minutes from the last general meeting;
- (e) deal with unfinished business from the last general meeting;
- (f) if the meeting is an annual general meeting,
  - (i) receive the directors' report on the financial statements of the Society for the previous financial year, and the auditor's report, if any, on those statements,
  - (ii) receive any other reports of directors' activities and decisions since the previous annual general meeting,
  - (iii) elect or appoint directors, and
  - (iv) appoint an auditor, if any;
- (g) deal with new business, including any matters about which notice has been given to the members in the notice of meeting;
- (h) terminate the meeting.

### **Methods of voting**

- 3.18 At a general meeting, voting must be by a show of hands, an oral vote or another method that adequately discloses the intention of the voting members, except that if, before or after such a vote, 2 or more voting members request a secret ballot or a secret ballot is directed by the chair of the meeting, voting must be by a secret ballot.
- 3.19 Voting by mail or another means of communication, including fax, e-mail or other electronic means, is permitted under these Bylaws in such form and manner as the directors may determine from time to time.

### **Announcement of result**

- 3.20 The chair of a general meeting must announce the outcome of each vote and that outcome must be recorded in the minutes of the meeting.

### **Matters decided at general meeting by ordinary resolution**

- 3.21 A matter to be decided at a general meeting must be decided by ordinary resolution unless the matter is required by the Act or these Bylaws to be decided by special resolution or by

another resolution having a higher voting threshold than the threshold for an ordinary resolution.

### **Proxy voting permitted**

- 3.22 Each member of the Society entitled to vote at a general meeting may appoint a proxy holder to attend and act at the meeting in the manner, to the extent and with the powers conferred by the proxy.

### **Deposit of proxy**

- 3.23 A proxy for a general meeting must be received:
- (a) at the registered office of the Society or at any other place specified in the notice calling the meeting, at least 2 business days before the day set for the holding of the meeting; or
  - (b) by the chair of the meeting before the vote is taken.

### **Validity of proxy**

- 3.24 A vote given in accordance with the terms of a proxy is valid notwithstanding the death or incapacity of the member giving the proxy and despite the revocation of the proxy or the revocation of the authority under which the proxy is given, unless notice in writing of that death, incapacity or revocation is received:
- (a) at the registered office of the Society, at any time up to and including the last business day before the day set for the holding of the meeting at which the proxy is to be used; or
  - (b) by the chair of the meeting before the vote is taken.
- 3.25 A proxy is valid for only 1 meeting or adjournment thereof.
- 3.26 A proxy holder must be a member of the Society or a duly-appointed representative of a member.

### **Form of proxy**

- 3.27 An appointment of a proxy holder must be in the following form or in any other form approved by the directors or the chair of the meeting:



**(NAME OF SOCIETY)**  
(the “Society”)

The undersigned, being a member of the Society, hereby appoints [name] or, failing that person, [name], as proxy holder for the undersigned to attend, act and vote for and on behalf of the undersigned at the general meeting of the Society to be held on [month, day, year] and at any adjournment of that meeting.

Signed [month, day, year]

\_\_\_\_\_  
[Signature of member]

\_\_\_\_\_  
[Name of member — printed]

**PART 4 - DIRECTORS**

**Number of directors on Board**

4.1 The Society must have no fewer than 3 and no more than 15 directors.

**Election or appointment of directors**

4.2 At each annual general meeting, the voting members entitled to vote for the election or appointment of directors must elect or appoint the Board.

**Directors may fill casual vacancy on Board**

4.3 The Board may, at any time, appoint a member as a director to fill a vacancy that arises on the Board as a result of the resignation, death or incapacity of a director during the director’s term of office.

**Term of appointment of director filling casual vacancy**

4.4 A director appointed by the Board to fill a vacancy ceases to be a director at the end of the unexpired portion of the term of office of the individual whose departure from office created the vacancy.

**PART 5 - DIRECTORS’ MEETINGS**

**Calling directors’ meeting**

5.1 A directors’ meeting may be called by the president or by any 2 other directors.

### **Notice of directors' meeting**

- 5.2 At least 7 days' notice of a directors' meeting must be given unless all the directors agree to a shorter notice period.
- 5.3 Notice of a directors' meeting is deemed to have been sent under section 5.2 if notice of the date, time and location of the meeting has been sent to every director of the Society who has provided an e-mail address to the Society, by e-mail to that e-mail address.
- 5.4 Each director of the Society is solely responsible for providing his or her accurate and updated contact information to the Society.

### **Proceedings valid despite omission to give notice**

- 5.5 The accidental omission to give notice of a directors' meeting to a director, or the non-receipt of a notice by a director, does not invalidate proceedings at the meeting.

### **Conduct of directors' meetings**

- 5.6 The directors may regulate their meetings and proceedings as they think fit.

### **Quorum of directors**

- 5.7 The quorum for the transaction of business at a directors' meeting is a majority of the directors.

### **Participation by telephone or other communications medium**

- 5.8 A director may participate in a meeting of the directors by telephone or other communications medium if all of the persons participating in the meeting, whether by telephone, by other communications medium or in person, are able to communicate with each other.

### **Methods of voting**

- 5.9 Voting by mail or another means of communication, including fax, e-mail or other electronic means, is permitted under these Bylaws in such form and manner as the directors may determine from time to time.

### **Consent resolutions in writing**

- 5.10 A resolution of the directors consented to in writing by all of the directors entitled to vote on it, whether by signed document, fax, e-mail or other electronic means, is as valid and effective as if it had been passed at a meeting of the directors duly called and held. Such resolutions may be in 2 or more counterparts which together are deemed to constitute one resolution in writing. A resolution passed in this manner is effective on the date stated in the resolution or on the latest date stated on any counterpart.

## **PART 6 - BOARD POSITIONS**

### **Election or appointment to Board positions**

- 6.1 Directors must be elected or appointed to the following Board positions, and a director, other than the president, may hold more than one position:
- (a) president;
  - (b) vice-president;
  - (c) secretary;
  - (d) treasurer.

### **Directors at large**

- 6.2 Directors who are elected or appointed to positions on the Board in addition to the positions described in these Bylaws are elected or appointed as directors at large.

### **Role of president**

- 6.3 The president is the chair of the Board and is responsible for supervising the other directors in the execution of their duties.

### **Role of vice-president**

- 6.4 The vice-president is the vice-chair of the Board and is responsible for carrying out the duties of the president if the president is unable to act.

### **Role of secretary**

- 6.5 The secretary is responsible for doing, or making the necessary arrangements for, the following:
- (a) issuing notices of general meetings and directors' meetings;
  - (b) taking minutes of general meetings and directors' meetings;
  - (c) keeping the records of the Society in accordance with the Act;
  - (d) conducting the correspondence of the Board;
  - (e) filing the annual report of the Society and making any other filings with the registrar under the Act.

### **Absence of secretary from meeting**

- 6.6 In the absence of the secretary from a meeting, the Board must appoint another individual to act as secretary at the meeting.

### **Role of treasurer**

- 6.7 The treasurer is responsible for doing, or making the necessary arrangements for, the following:
- (a) receiving and banking monies collected from the members or other sources;
  - (b) keeping accounting records in respect of the Society's financial transactions;
  - (c) preparing the Society's financial statements;
  - (d) making the Society's filings respecting taxes.

## **PART 7 - REMUNERATION OF DIRECTORS AND SIGNING AUTHORITY**

### **Remuneration of directors**

- 7.1 The directors are not entitled to remuneration for acting as directors, but must be reimbursed by the Society for any reasonable expenses incurred in and about the business of the Society.

### **Signing authority**

- 7.2 A contract or other record to be signed by the Society must be signed on behalf of the Society
- (a) by the president, together with one other director,
  - (b) if the president is unable to provide a signature, by the vice-president together with one other director,
  - (c) if the president and vice-president are both unable to provide signatures, by any 2 other directors, or
  - (d) in any case, by one or more individuals authorized by the Board to sign the record on behalf of the Society.

## **PART 8 - ADDITIONAL TERMS**

### **Dissolution or Liquidation of Society**

- 8.1 Upon dissolution or liquidation of the Society, after payment or adequate provision for payment of all of the Society's liabilities is made, the remaining money or other property of the Society must be distributed to a registered charity or registered charities in British

Columbia, as defined in the *Income Tax Act (Canada)*, as may be determined by the members of the Society at the time of dissolution or liquidation. This provision was previously unalterable.

# BYLAWS OF TRI CITIES FEMALE ICE HOCKEY ASSOCIATION

*Adopted by Special Resolution on TBD  
In accordance with the Societies Act of British Columbia*

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## PART 1 – DEFINITIONS AND INTERPRETATION

### 1.1 Definitions

In these Bylaws:

- a. "Act" means the *Societies Act* of British Columbia as amended from time to time.
- b. "Association" means Tri-Cities Female Ice Hockey Association.
- c. "Board" means the Board of Directors of the Association.
- d. "Bylaws" means the bylaws of the Society as filed in the office of the Registrar.
- e. "Code of Conduct" means the code of conduct for Members established by the Executive from time to time.
- f. "Director" means those persons who have become directors in accordance with these Bylaws and have not ceased to be directors.
- g. "Executive Resolution" means:
  - (i) a resolution passed at a duly constituted meeting of the Executive by a simple majority of the votes cast by those Directors who are present and entitled to vote at such meeting; or
  - (ii) a resolution that has been submitted to all Directors and consented to in writing by 75% of the Directors who would have been entitled to vote on the resolution in person at a meeting of the Executive, and a resolution so consented to is deemed to be a resolution passed at a meeting of the Executive.
- h. "Executive" means the Directors acting as authorized by the Constitution and these Bylaws in managing or supervising the management of the affairs of the Society and exercising the powers of the Society.

- i. "General Meeting" means any annual general meeting and any special or extraordinary general meetings of the Society.
- j. "Guardian" means guardian as that term is defined in the Family Law Act, S.B.C., ch. 25, as amended from time to time.
- k. "Members" means those Persons who are, or who subsequently become Members of the Society in accordance with these Bylaws and, in either case, have not ceased to be Members.
- l. "Ordinary Resolution" means:
  - (i) a resolution passed at a General Meeting by the Members by a simple majority of the votes cast in person, or
  - (ii) a resolution that has been submitted to the Members and consented to in writing by 2/3rd of the Members who would have been entitled to vote on the resolution in person at a General Meeting of the Society, and a resolution so consented to is deemed to be an Ordinary Resolution passed at a General Meeting.
- m. "Parent" means a Person who is the natural parent, adoptive parent or legal guardian of a Player under age 19, or the married or common law spouse of such Person.
- n. "Player" means a Person who is duly registered in a hockey program of the Society.
- o. "President" means the Person currently appointed or elected to the office of president of the Society in accordance with these Bylaws.
- p. "Societies Act" means the Societies Act of British Columbia and regulations thereto from time to time in force and all amendments to it.
- q. "Special Resolution" means:
  - (i) a resolution passed at a General Meeting by a majority of not less than 2/3rd of the votes of those Members who, being entitled to do so, vote in person;
    - a. of which the notice that the Bylaws provide, and not being less than 14 days notice, specifying the intention to propose the resolution as a Special Resolution has been given.
    - b. if every Member entitled to attend and vote at the meeting agrees,
      - (i) at a meeting of which less than 14 days notice has been given, or

- (ii) a resolution that has been submitted to the Members and consented to in writing by every Member who would have been entitled to vote on the resolution in person at a General Meeting of the Society, and a resolution so consented to is deemed to be a Special Resolution passed at a General Meeting of the Society.

## **1.2 Societies Act Definitions Apply**

Except as otherwise provided, the definitions in the Societies Act apply to these Bylaws and the Constitution.

## **1.3 Plural and Singular Forms**

In these Bylaws, a word defined in the plural form includes the singular and vice-versa.

## **1.4 Gender**

In these Bylaws, words in one gender include all genders.

## **1.5 Executive May Determine Ambiguity**

The Executive may determine or resolve any ambiguity or doubt in the interpretation of any provision of these Bylaws or any rule or regulation established by the Society, and the determination of the Executive shall be final.

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# **PART 2 – MEMBERSHIP**

**2.1** The members of the Society are those Persons who are Members in good standing on the date these Bylaws come into force and those persons who have subsequently become members in accordance with the bylaws of the Society and who have not ceased to be members.

**2.2** All members are obligated to:

- a. uphold the Constitution and adhere to these Bylaws and the Policies of the Association as may be adopted from the Executive from time to time;
- b. abide by the Code of Conduct; and
- c. further and not hinder the mission and purpose of the Association.

**2.3** All members in good standing are entitled to:

- a. receive notice and attend all General Meetings;
- b. propose Ordinary or Special Resolutions in accordance with the Act and/or these Bylaws;



- c. make or second motions at a General Meeting and to speak in debate on motions under consideration in accordance with such rules of order as may be adopted;
- d. exercise a vote on matters for determination at a General Meeting;
- e. nominate Members in Good Standing for election as a Director; and
- f. hold office as a Director or elected officer of the Society.

**2.4** The following persons may be Members if they are:

- a. a parent or legal guardian of a child whose application for registration and playing privileges has been accepted by the Executive provided that such membership shall be limited to a maximum of two parents/legal guardians per child, it being understood that a member having more than one child registered in the Society's hockey programs shall have no greater rights as a member in the Society than a member having only one child so registered; or
- b. a Person aged 19 or older whose application for registration and playing privileges is accepted by the Executive; or
- c. any person who does not otherwise qualify for membership who:
  - i. has made application by written notice to the Secretary to be admitted as a member under this provision; and
  - ii. during the twelve (12) month period preceding such application has performed any volunteer service in furtherance of the purposes of the Society; and
  - iii. whose application for membership has been accepted by the Executive and whose membership has not at any time ceased.

**2.5** A Member ceases to be a member:

- a. on June 30th in each year unless an application for playing privileges has been made to the Society for the next playing season in accordance with these Bylaws (and, in which in the case of an application for a child, the member has been identified as the parent or legal guardian of such child) and such application has been accepted by the Executive; or
- b. by delivering their resignation in writing to the Secretary; or
- c. where the member's child player, or in the case of an adult player, is no longer participating in the Society's hockey programs as a result of the child being released in accordance with the rules and regulations of Hockey Canada ("HC"), British Columbia Amateur Hockey Association ("BCAHA"), Pacific Coast Amateur Hockey Association ("PCAHA") and/or such other association of which the Society is a member or with which it is affiliated; or
- d. on being expelled.

**2.6** A Member may be expelled by resolution of the Executive where the Executive has received a recommendation from the Disciplinary Committee to expel the member, provided that the member who is the subject of the proposed expulsion resolution is

given an opportunity to be heard at the meeting of the Executive prior to the resolution to expel being voted upon.

- 2.7** The Executive shall have the power, by a vote of three quarters (3/4) of those present at a duly convened meeting, to suspend a member whose conduct shall have been determined by the Executive to be improper, unbecoming or likely to endanger the interest or reputation of the Society, or who willfully commits a breach of the Constitution or Bylaws of the Society, provided that the member who is the subject of the proposed suspension shall have been given an opportunity to be heard at the meeting of the Executive prior to the resolution to suspend being voted upon.
- 2.8** All members are in good standing except a member who has been expelled, suspended, has a debt owing to the Society, or who is wrongfully in possession of Society property.
- 2.9** A member not in good standing forfeits all rights, privileges, claims and interests accorded a member of the Society.
- 2.10** A player whose parent or legal guardian is expelled shall forfeit all playing privileges and shall forthwith return to the Society their player jersey and any equipment owned by the Society.
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## **PART 3 – PLAYER ELIGIBILITY AND REGISTRATION**

- 3.1** A parent or legal guardian of a child or an adult wishing to play hockey in the Society's hockey programs for the next playing season must, at the date and time established by the Executive on an annual basis:
- a. complete and sign the player application in the form approved by the Executive and/or complete other registration process from time to time as deemed by the Executive;
  - b. make payment of the player registration fee or charge established by the Executive on an annual basis and any other fees or charges that the Executive may establish from time to time for new, renewal, or late registrations; and
  - c. make payment of any outstanding amounts due to the Society, and return all property of the Society.
- 3.2** Notwithstanding any of the provisions of Article 3.1. the Executive has the full power and discretionary authority not to accept an application for playing privileges, where:
- a. available ice time or other resources of the Society, or such other consideration that the Executive deems reasonable or appropriate in the circumstances, requires that the Society limit the number of persons accepted for playing privileges; or

- b. the adult player or the parent or legal guardian of the child player has been expelled or is suspended as a member of the Society; or
- c. the person is not eligible as a player in the Society's hockey programs because of a bylaw, rule, regulation or directive of HC, BCAHA, PCAHA and/or such other association of which the Society is a member or with which it is affiliated; or
- d. it is not satisfied that the person is a bona fide resident of Coquitlam, Port Coquitlam, or Port Moody based upon the criteria set forth in the rules and regulations of the CHA, BCAHA, PCAHA and/or such other association of which the Society is a member or with which it is affiliated and the Society is not otherwise bound to accept the application for playing privileges pursuant to a bylaw, rule, regulation, exemption, permission, directive or other authorization of the HC, BCAHA, PCAHA and/or such other association of which the Society is a member or with which it is affiliated; or
- e. the number of available player positions is limited and the child failed or refused to participate in the Society's hockey program at any time during the previous season for reasons other than a valid medical condition; or
- f. the number of available player positions is limited and prior to the application the child or adult applicant sought and received a release from the Society whether or not such release has been approved by PCAHA, BCAHA, CHA; or
- g. the number of available player positions is limited and a refund of the whole or part of the registration fee for the previous season was sought by the parent or legal guardian of the child or the adult applicant.

**3.3** Upon the Executive accepting the application for playing privileges the person named shall become a player in the Society.

**3.4** If the Executive rejects the application for playing privileges for reasons set forth in Article 3.2, d. the parents of the child applicant or the adult applicant shall be given an opportunity at the next regularly scheduled meeting of the Executive to show cause why the application should be accepted.

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## **PART 4 – DIRECTORS**

**4.1** The directors shall be solely responsible for managing and supervising the affairs of the Society, as set forth in the rules and regulations of the HC, BCAHA, PCAHA and/or such other association of which the Society is a member or with which it is affiliated including the establishment of:

- a. player try-out and selection policies and procedures;
- b. coach selection policies and procedures;
- c. ice time schedules and allocations;

- d. policies and procedures regarding the selection and team placement of players and coaches;
- e. policies and procedures regarding safety, including the proper equipment to be worn by players, provided that such policies and procedures are not inconsistent with those of the CHA, BCAHA, or the PCAHA or any other association of which the Society is a member or with which it is affiliated; and
- f. may exercise all the powers and do all the acts and things that the Society may exercise and do, subject to:
  - i. all laws affecting the Society;
  - ii. these bylaws;
  - iii. any rules, not being inconsistent with these bylaws, which are made from time to time by the Society in a general meeting, provided that no rule made by the Society in a general meeting invalidates a prior act of the directors that would have been valid if that rule had not been made.

**4.2** No director shall be remunerated for being or acting as a director but a director shall be reimbursed for all expenses necessarily and reasonably incurred by them while engaged in the affairs of the Society.

**4.3** Each director of the Society shall assume office on the express understanding and condition that the Society shall indemnify them and their heirs and personal representatives from time to time and at all times against all costs, charges, expenses, and damages whatsoever which such director sustains or incurs in or as a result of any civil, criminal, or administrative action, suit, or proceeding by reason of them being or having been a director, including an action brought against the Society, if they acted honestly and in good faith with a view to the best interests of the Society and in the case of a criminal or administrative action or proceeding, if they had reasonable grounds for believing their conduct was lawful, and the Executive shall have the power and authority to purchase and maintain such insurance coverage as may be reasonably necessary to assure to each director such indemnity.

**4.4** The Society shall have such number of directors as determined and fixed by the membership at the annual general meeting, consisting of the following officers:

- President;
- First Vice-President
- Second Vice-President
- Third Vice-President
- Treasurer
- Secretary

together with Coordinators having one or more of the following responsibilities and/or functions:

- Equipment Manager

- Goalie Coordinator
- 7 Division Coordinators
- Other Executive positions as the Directors may propose for election.

- 4.5** The Officers and Coordinators who are elected at a general meeting or who are appointed to fill a vacant office shall comprise the Directors of the Society and the Directors of the Society shall comprise the Executive.
- 4.6** Nominations for vacant offices and coordinator positions will be accepted by the Secretary who will post for member review. Nominations will be accepted up to 48 hours prior to the Annual General Meeting. In the event there are three (3) or more persons nominated for any officer or coordinator position, the successful candidate shall be required to poll at least 50% of the total votes cast, and if necessary, successive votes shall be held whereby the nominee receiving the least votes shall be dropped until a nominee shall have the required votes.
- 4.7** No person shall be eligible for election as an officer or coordinator unless he is a member of the Society in good standing.
- 4.8** The officers shall each be elected for a two (2) year term of office. The President, Second Vice-President, and Secretary shall be elected in odd numbered years and the First Vice-President, Third Vice-President, and Treasurer shall be elected in even numbered years. The coordinators shall be elected for a term of one (1) year. Any casual vacancy occurring on the Executive may be filled by the directors from the members of the Society who are in good standing, but any member so chosen shall retain office only until the conclusion of the next annual general meeting of the Society, but is eligible for election at the annual general meeting.
- 4.9** A director may be removed from their office prior to the expiration of their term by:
- a. special resolution from the members who may then elect another director to serve during the balance of the term; or
  - b. special resolution of the Executive passed by a minimum of 2/3rds of sitting Board Directors.
- 4.10** A director being removed from their office by a resolution of the Executive pursuant to Article 4.9 b. has the right to requisition a general meeting of the Society for the purpose of reviewing the removal of office, such meeting to be held at such place as the Executive shall determine, within 28 days of the member's compliance with Article 2.10.
- 4.11** The director shall be given the opportunity to be heard at the general meeting prior to the expulsion being voted upon.
- 4.12** If the Executive order removing the director is ratified by ordinary resolution of the membership at a duly convened general meeting, the monies paid by the member

pursuant to Article 2.9 b. shall be forfeited, and if the said order is not ratified, such monies shall be refunded to the member.

- 4.13** The directors may delegate any of their powers to committees consisting of such member or members of the Society as they think fit or as the President may appoint. Any committee so formed shall in the exercise of the power so delegated, conform to any terms of reference or regulations as may be imposed on them by the Executive. The chairman of each committee so appointed shall be required to attend Executive meetings upon request and to report plans which must be approved by the Executive.
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## **PART 5 – DUTIES OF DIRECTORS**

### **5.1 The President shall**

- a. preside at all general meetings of the Society and of the Executive;
- b. act as the official representative of the Society and attend all meetings as such;
- c. be the chief executive officer of the Society and supervise the other officers and coordinators in the execution of their duties;

### **5.2 The First Vice-President shall**

- a. perform the duties of the President in their absence;
- b. have such other duties as may be assigned by the President or the Executive from time to time.

### **5.3 The Second Vice-President shall**

- a. perform the duties of the First Vice-President in their absence;
- b. coordinate the selection of coaches;
- c. plan and supervise training programs for coaches and ensure that all are qualified at appropriate levels;
- d. act as a liaison between members and coaches in conjunction with the vice-presidents and/or division coordinators in resolving disputes;
- e. have such other duties as may be assigned by the President or the Executive from time to time.

### **5.4 The Third Vice-President shall**

- a. perform the duties of the First Vice President or Second Vice-President in their absence;
- b. deal with and report any activity or concerns relating to or regarding safety, harassment or disputes

- c. deal with and report any activity or concerns relating to or regarding liability coverage
- d. have such other duties as may be assigned by the President or the Executive from time to time.

**5.5** The Treasurer shall

- a. be responsible for keeping financial records, including books of account as are necessary to comply with the Society Act;
- b. render financial statements to the Executive, members and others as required;
- c. ensure all monies to the credit of the Society are deposited in a chartered bank, credit union or trust company;
- d. apply for all grant applications on behalf of the Society.
- e. perform any other duties to be assigned.

**5.6** The Secretary shall

- a. be responsible for giving notification of meetings of the Society and Executive;
- b. prepare and retain custody of minutes or proceedings of the annual general meetings, extraordinary general meetings, Executive meetings, and any other meetings of the Society;
- c. be responsible for all correspondence of the Society and any other related duties;
- d. file such reports, resolutions and other documents as may be required by the Society Act;
- e. shall perform any other duties to be assigned.

**5.7** The Equipment Manager shall

- a. be responsible for the purchase, maintenance, and repair of all the Society hockey equipment excluding goalie equipment;
- b. issue Society equipment to each division and keep an accurate record of the assignment of such equipment;
- c. ensure that all equipment aside from goalie equipment is returned to the Society at the conclusion of each playing season.
- d. shall perform any other duties to be assigned.

**5.8** The Goalie Coordinator shall

- a. be responsible for the purchase, maintenance, and repair of all the Society goalie equipment;
- b. issue Society goalie equipment to each goalie and keep an accurate record of the assignment of such equipment;
- c. ensure that all equipment is returned to the Society at the conclusion of each playing season.
- d. coordinate and liaison with goalie development providers as necessary

- e. create and manage goalie development opportunities for our Society
- f. shall perform any other duties to be assigned.

**5.9 The Division Coordinators shall**

- a. have general responsibility for the organization of teams, coordination and allocation of players among teams, and the scheduling of games;
- b. make recommendations to the Executive for coaches within their divisions;
- c. ensure that each coach and/or manager of teams within the division are aware of the by-laws, rules and regulations of the Society and to ensure that such by-laws, rules and regulations are enforced.
- d. attend any PCAHA meetings relating to their respective divisions as required;
- e. perform any other duties to be assigned.

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## **PART 6 – MEETINGS**

**6.1** The Annual General Meeting of the Society shall be held in compliance with the Societies Act regulations and before May 31st.

**6.2** General meetings of the Society shall be held at such time or times and at such place as the Executive shall determine.

**6.3** A quorum for all General meetings shall consist of at least 50 members, including the Executive. Unless a quorum is present at a general meeting, no business other than the adjournment or termination of the meeting shall be conducted.

**6.4** If, within 30 minutes from the time set for holding a general meeting, a quorum of voting members is not present,

- a. in the case of a meeting convened on the requisition of members, the meeting is terminated, and
- b. in any other case, the meeting stands adjourned to the same day in the next week, at the same time and place, and if, at the continuation of the adjourned meeting, a quorum is not present within 30 minutes from the time set for holding the continuation of the adjourned meeting, the voting members who are present constitute a quorum for that meeting.

**6.5** The order of business at a general meeting is as follows:

- a. elect an individual to chair the meeting, if necessary;
- b. determine that there is a quorum
- c. approve the agenda
- d. approve the minutes from the last general meeting



- e. deal with unfinished business from the last general meeting;
- f. if the meeting is an annual general meeting,
  - i. statements,
  - ii. previous annual general meeting,
  - iii. elect or appoint directors
- g. deal with new business, including any matters about which notice has been given to the members in the notice of meeting;
- h. terminate the meeting

- 6.6** At a general meeting, voting must be by a show of hands, an oral vote or another method that adequately discloses the intention of the voting members, except that if, before or after such a vote, 2 or more voting members request a secret ballot or a secret ballot is directed by the chair of the meeting, voting must be by a secret ballot.
- 6.8** The chair of a general meeting must announce the outcome of each vote and that outcome must be recorded in the minutes of the meeting.
- 6.9** A matter to be decided at a general meeting must be decided by ordinary resolution unless the matter is required by the Act or these Bylaws to be decided by special resolution or by another resolution having a higher voting threshold than the threshold for an ordinary resolution.
- 6.10** Every member in good standing present is entitled to one vote.
- 6.11** Each member of the Society entitled to vote at a general meeting may appoint a proxy holder to attend and act at the meeting in the manner, to the extent and with the powers conferred by the proxy.
- 6.12** A proxy for a general meeting must be received in writing or through electronic delivery as specified in the notice calling the meeting, at least 2 business days before the day of the meeting.
- 6.13** A proxy is valid for only 1 meeting or adjournment thereof.
- 6.14** A proxy holder must be a member of the Society or a duly-appointed representative of a member.
- 6.15** Executive Committee meetings shall be held as required, with a recommendation of one (1) per month. The Executive Committee may meet together at the places they think fit to dispatch business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.
- 6.16** A quorum of any Executive Committee meeting shall consist of a majority of the Executive holding office at the time of the meeting. A resolution of the Executive shall be passed by a simple majority of votes.

- 6.17** A director may participate in a meeting of the directors by telephone or other communications medium if all of the persons participating in the meeting, whether by telephone, by other communications medium or in person, are able to communicate with each other.
- 6.18** Voting at a directors meeting by mail or other means of communication, including electronic forms, e-mail or other electronic means, is permitted under these Bylaws in such form and manner as the directors may determine from time to time.
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## **PART 7 – BANKING AND FINANCES**

- 7.1** Accounts shall be kept in the name of the Society at a bank, credit union, or trust company selected by the Executive.
- 7.2** All Society cheques shall be signed by two signing officers who shall be any two of the President, 1st Vice President or Treasurer of the Society.
- 7.3** The fiscal year of the Society shall be Jun 1- May 31st.
- 7.4** The Society shall not borrow money unless first authorized by a special resolution.
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## **PART 8 – GENERAL**

- 8.1** The Society shall maintain affiliation with the BC Hockey and the PCAHA as the Executive deems it expedient or appropriate.
- 8.2** A member in good standing shall be entitled to propose a special resolution for consideration at a general meeting provided that the proposed special resolution has the approval of at least 15 members in good standing (as indicated by their signatures on the proposed special resolution) and provided further that the proposed special resolution must be received by the Secretary at least four weeks prior to the general meeting in which the proposed special resolution is to be voted upon.
- 8.3** A notice may be given to a member by personal delivery, or by email or by mailing to the address shown on the player application form, and if mailed shall be deemed to have been received on the second day following the mailing.
- 8.4** The Society shall be carried on without purpose of gain for its members and any profit or other accretions to the Society shall be used in promotion of its purposes. This clause shall not be altered.

- 8.5** Upon winding up or dissolution of the Society, the assets which remain after payment of all costs, charges and expenses which are properly incurred in the winding up shall be distributed to: a. such charitable organization or organizations registered under the provisions of the "Income Tax Act (Canada)" as may be determined by the members of the Society at the time of winding up or dissolution. This clause shall not be altered.

## Comparison of Current Bylaws to Proposed Bylaws:

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### EXISTING - Part 1 - DEFINITIONS AND INTERPRETATION

Very few definitions.

### PROPOSED - Part 1

Includes additional definitions to remove ambiguity. Also gives the Executive the ability to determine or resolve any ambiguity or doubt in the interpretation of any provision of these Bylaws or any rule or regulation established by the Society.

Reduces the requirement to 66% instead of 75% in order for a special resolution to be passed.

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### EXISTING - Part 2 - MEMBERS

Very vague writing about who a member is and how they cease to be a member. Also does not include any mention of player eligibility or details on registration limits.

### PROPOSED - Part 2 - MEMBERSHIP & Part 3 - PLAYER ELIGIBILITY AND REGISTRATION

Specifies that members are parents/legal guardians and that each family will be limited to 2 parents/legal guardians regardless of how many children are registered in the association.

Clearly states how a member ceases to be a member and allows for the executive to expel members under a very specific procedure.

Clearly covers player eligibility and gives the association the ability to cap registration when needed.

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### EXISTING - Part 3 - GENERAL MEETING OF MEMBERS

Quorum is 3 voting members or 10% of the voting members, whichever is greater.

### PROPOSED - Part 6 - MEETINGS

Quorum would be updated to at least 50 members, including the Executive which makes it easier to hit quorum.

Sets a deadline of May 31st for an AGM.

Sets a recommendation of 1 executive meeting per month.

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#### **EXISTING - Part 4 - DIRECTORS**

Vague write-up of who the directors are and what their terms are.

No mention on how directors can be removed from the board.

#### **PROPOSED - Part 4 - DIRECTORS**

Detailed write-up about who the directors are, what their terms are and how they can be removed from the board.

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#### **EXISTING - Part 5 - DIRECTORS' MEETINGS**

Additional detail about board meetings that seemed redundant.

#### **PROPOSED - Part 6 - MEETINGS**

All pertinent information was included in Part 6 of the new bylaws

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#### **EXISTING - Part 6 - BOARD POSITIONS**

Lacks details on the Equipment Manager role, Goalie Coordinator's role and Division Coordinator roles.

#### **PROPOSED - Part 5 - DUTIES OF DIRECTORS**

Adds additional details to the duties of the directors and has also director roles included.

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#### **EXISTING - Part 7 - REMUNERATION OF DIRECTORS AND SIGNING AUTHORITY**

Small section that covers remuneration of directors and signing authority for finances.

#### **PROPOSED - Part 7 - BANKING AND FINANCES**

Remuneration for directors is address in 4.2

Fiscal year is entered into the Bylaws and it is clearly stated that the association shall not borrow money unless first authorized to do so by a special resolution.

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#### **EXISTING - Part 8 - ADDITIONAL TERMS**

Speaks only about the dissolution or liquidation of the society.

#### **PROPOSED - Part 8 - GENERAL**

Covers the dissolution or liquidation of the society.

Also reduces the proposal threshold to 15 members instead of the 5% of the voting members as required in the societies act.

Also states that the society shall maintain affiliation with BC Hockey and PCAHA and will remain as a non-profit organization.

Timestamp	Email Address	Please provide your first and last name.	Please provide the name of the TCFIHA player that	Please indicate if you are in support of the Special
4/22/2025 8:53:15	aarondavis18@hotmail.c	Aaron Davis	Brooke Davis	I support the motion.
4/22/2025 9:19:18	brentfam24@gmail.com	Adi Brent	Molly Brent	I support the motion.
4/22/2025 7:54:21	angelamarieguy@gmail.c	Angela Guy	Violet Guy	I support the motion.
4/22/2025 7:58:30	allmin.clay@gmail.com	Clay allmin	Brooklyn Allmin	I support the motion.
4/17/2025 8:38:54	Craig@teklar.ca	Craig Dibble	McKinley Dibble	I support the motion.
4/22/2025 8:20:11	damianstanley64@gmail	Damian Stanley	Brooke Stanley	I support the motion.
4/16/2025 10:48:41	1stvp@tricitiefemaleice	Darren Straumford	Devry Straumford	I support the motion.
4/21/2025 14:47:02	donpotter75@gmail.com	Don Potter	Analeigh and Autumn Potter	I support the motion.
4/21/2025 16:10:17	dwak@mail.com	Duane wakida	Madison wakida	I support the motion.
4/21/2025 8:06:25	rinnie.marie@gmail.com	Erin Hathaway	Leila Hathaway	I support the motion.
4/21/2025 8:23:43	Fpearse@sd43.bc.ca	Frank Pearse	Cate Pearse	I support the motion.
4/16/2025 11:07:52	harinderm@gmail.com	Harinder (Hari) Minhas	Ella Minhas	I support the motion.
4/16/2025 9:17:27	heatherandevansmith@s	Heather Smith	Ella and Addi Smith	I support the motion.
4/21/2025 15:32:10	helencockellcarey@gmai	Helen Carey	Madelyn Carey	I support the motion.
4/22/2025 8:45:28	jayallanyoung@gmail.coi	Jay Young	Alivia Young	I support the motion.
4/22/2025 7:39:02	mr.j.reddekopp@gmail.co	Jerrad Reddekopp	Presley Reddekopp	I support the motion.
4/16/2025 8:51:54	pjaragon.76@gmail.com	Joy Aragon	Evaley Aragon	I support the motion.
4/21/2025 16:14:01	julesmh15@hotmail.com	Julia McCarron	Aubrey McCarron	I support the motion.
4/21/2025 8:09:02	kbates59@hotmail.com	Kelly Bates	Nyah Bates	I support the motion.
4/21/2025 17:38:43	volz@shaw.ca	Kevin Volz	Kassidy Volz	I support the motion.
4/21/2025 15:25:11	volz@shaw.ca	Kim Volz	Kassidy Volz	I support the motion.
4/16/2025 15:28:13	marvin-lau@hotmail.com	Marvin Lau	Melissa, Emilia and Marielle Lau	I support the motion.
4/22/2025 7:39:44	mrlwong@hotmail.com	Michelle Wong	Sienna Wong	I support the motion.
4/21/2025 10:24:18	mistibluemoon@hotmail	Misti Phillips	McKinley Dibble	I support the motion.
4/21/2025 8:53:08	nstreet2001@yahoo.com	Nicola Shotton	Ella Shotton	I support the motion.
4/16/2025 8:51:31	peter.aragon.76@gmail.c	Peter Aragon	Evaley Aragon	I support the motion.
4/16/2025 12:36:01	equipment@tricitiefem	Peter Grimm	Evadine Grimm	I support the motion.
4/17/2025 11:11:03	wasabinut2002@yahoo.c	Peter Liao	Emma Liao	I support the motion.
4/21/2025 8:02:04	rob_dairon@hotmail.com	Robert Dairon	Alexandra Dairon	I support the motion.
4/21/2025 8:08:57	ryan@furtadoforest.com	Ryan Furtado	Adriana Furtado	I support the motion.
4/21/2025 16:10:56	sara_dairon@hotmail.coi	Sara Dairon	Alexandra Dairon	I support the motion.
4/16/2025 9:03:16	sjonas13@gmail.com	Sarah Jonas	Blake Jonas	I support the motion.
4/22/2025 9:40:22	seandroulis@gmail.com	Sean Droulis	Addison Droulis	I support the motion.
4/21/2025 16:13:22	seanmc22@hotmail.com	Sean Mccarron	Emma McCarron	I support the motion.
4/22/2025 8:04:53	stefansigalet@gmail.con	stefan sigalet	zoey sigalet	I support the motion.
4/16/2025 9:28:10	steveshotton@yahoo.co	Stephen shotton	Ella and Hazel Shotton	I support the motion.
4/22/2025 10:57:20	smcginley79@gmail.com	Steve McGinley	Emily McGinley	I support the motion.
4/21/2025 8:02:21	steven.kao@gmail.com	Steven Kao	Silvie Kao	I support the motion.
4/21/2025 8:02:05	skhakh@gmail.com	Sunny Khakh	Rhea Khakh	I support the motion.
4/21/2025 16:09:58	nbreland@telus.net	Tasha breland	Madison wakida	I support the motion.
4/16/2025 12:40:13	treasurer@tricitiefemal	Tracy Robinson	paige robinson	I support the motion.
4/22/2025 10:31:56	travisdeaust@hotmail.co	Travis Deaust	McKinley Deaust	I support the motion.
4/22/2025 7:53:57	zdguy8@gmail.com	Zach Guy	Rose Guy	I support the motion.
4/22/2025 13:24:51	sarahjohnstonast@ymail	Sarah Johnston Ast	Eleanor Ast	I support the motion.
4/28/2025 13:49:28	ian4brown@shaw.ca	Ian Brown	Brooklyn, Harlow, Presley & Sloane Brown	I support the motion.
4/29/2025 16:17:33	gqually@gmail.com	Graham Qually	Everlie Qually	I support the motion.