


KATHLEEN ASSAF

CONSTITUTION OF VANCOUVER MINOR HOCKEY ASSOCIATION

Name

1. The name of the Association is VANCOUVER MINOR HOCKEY ASSOCIATION.

Purposes

2. The purpose of the Association is to be the “Best Little Minor Hockey Association in Canada” by promoting healthy competition, developing positive life skills, providing equal opportunities, and optimizing skill development for the enjoyment and success of all.

BYLAWS OF VANCOUVER MINOR HOCKEY ASSOCIATION

PART 1 – INTERPRETATION

- 1.1 In these By-Laws, unless the content otherwise requires:
- (a) **“Directors”** means the members of the Board of Directors of the Association for the time being;
 - (b) **“BC Societies Act”** or the **“Act”** means the Societies Act of the Province of British Columbia from time to time in force and all amendments to it;
 - (c) The terms the **“Society”**, the **“Association”** and **“VMHA”** are equivalent;
 - (d) **“PCAHA”** refers to the Pacific Coast Amateur Hockey Association;
 - (e) **“BC Hockey”** or the **“BCAHA”** refers to the British Columbia Amateur Hockey Association;
 - (f) **“HC”** refers to Hockey Canada;
 - (g) **“Absolute Majority”** means a number of votes totalling over 50 per cent of total possible votes;
 - (h) **“Simple Majority”** means a majority in which the highest number of votes cast for any one candidate, issue, proposal, or item exceeds the next-highest number, while not necessarily constituting an absolute majority;
 - (i) **“Misconduct”** means an act or omission on the part of any member of the Association which results in a breach of the Constitution and Bylaws, rules or regulations of the Association; and
 - (j) **“Conflict of Interest”** means a situation where a Director’s personal, familial, or professional interests conflict, or may appear to conflict, with the purposes and/or related interests of Association and/or its members.
- 1.2 Words importing the singular include the plural and vice-versa; and words importing a male person include a female person and a corporation.
- 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, shall prevail.
- 1.4 Unless otherwise set out herein, wherever submission of a notice, declaration or other formal communication is required, such notice, declaration, or communication may be transmitted by electronic mail.

- 1.5 The operations of the Society are to be chiefly carried on in the Vancouver Municipal District in the Province of British Columbia.
- 1.6 The Association shall be affiliated with and be a member in good standing with all governing bodies of organized hockey within the Province of British Columbia.
- 1.7 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 such charitable organizations in British Columbia registered under the provision of the Income Tax Act (Canada), as may be determined by the members of the Society at the time of winding up or dissolution.

PART 2 – MEMBERSHIP

Duties of Membership

- 2.1 Each member shall uphold the Constitution and comply with these Bylaws and any other rules or regulations of the Association.

Eligibility for Membership

- 2.2 There shall be 2 classes of membership in the Society: Active Members and Honorary Life Members.
- 2.3 The following conditions of membership shall apply to Active Members:
 - (a) Membership as an Active Member shall be limited to individuals who reside in the defined boundaries of the Association as fixed by the PCAHA, and having paid the registration fee as determined prior to the current season by the Directors or having been exempt from paying the registration fee:
 - i. are a registered player who has reached the age of majority; or
 - ii. are a parent or guardian of a player registered with the Association;
 - (b) Membership as an Active Member shall be limited to a maximum of two eligible individuals per household;
 - (c) The term of membership for an Active Member shall be up to one year and shall expire at the conclusion of the Annual General Meeting at the conclusion of their season of participation; and
 - (d) An Active Member shall be entitled to receive notice of, attend and shall be entitled to vote at general meetings.

2.4 The following conditions of membership shall apply to Honorary Life Members:

- (a) As an honour and the highest award that may be bestowed by the Association, any individual who has served the Association for at least five years and rendered outstanding and meritorious service may be elected as an Honorary Life Member at any meeting of the Executive and confirmed at the next following annual general meeting;
- (b) There shall be no term of membership for Honorary Life Members;
- (c) Honorary Life Members may serve as an advisor to the Directors if requested but shall not hold a vote at any Board meeting; and
- (d) An Honorary Life Member shall be entitled to receive notice of, attend and shall be entitled to vote at general meetings.

Member may be Suspended or Expelled

2.5 The Directors may suspend or expel a member for willful violation of the Constitution or Bylaws, or for any other serious breach of rules or regulations.

2.6 A member who is suspended or expelled shall forfeit all rights and privileges in the Association until such time as that member is reinstated by the Directors and is in good standing.

Member not in Good Standing

2.7 A member is not in good standing if that member:

- (a) Fails to pay the current membership fee or any other subscription or debt due or owing to the Association for so long as such fee, subscription or debt remains outstanding;
- (b) Has been suspended by the Association, until the period of suspension has been served and/or all other conditions of reinstatement imposed by the Directors at the time of a suspension; and
- (c) Has been suspended pursuant to PCAHA, BC Hockey, or HC, for so long as that member is suspended pursuant to PCAHA, BC Hockey, or HC Bylaws and regulations.

2.8 For greater certainty, any member who is to be suspended by the Association shall be entitled to reasonable notice and time to respond prior to their suspension coming into effect, except where the suspension arises from an alleged or confirmed criminal act, in which case the Association may impose an immediate suspension without prior notice, provided that the member is notified in writing as soon as practicable following the suspension taking effect.

- 2.9 For greater certainty, if a member of the Association is suspended from the PCAHA, BC Hockey, or HC, and following confirmation by the Association that reasonable notice and an opportunity to respond has been provided to the member, except where the suspension arises from an alleged or confirmed criminal act, then that member shall be automatically suspended from the Associations for so long as that member remains suspended from any PCAHA, BC Hockey, or HC activity.
- 2.10 “For purposes of Section 2.8 and Section 2.9, “reasonable notice” shall mean the thirty (30) day period beginning on the date the Member receives notice of the proposed suspension and ending on the Member’s deadline to respond thereto.”
- 2.11 Notwithstanding the foregoing, the Association retains the right to impose such additional limitations and constraints on a suspended or investigated member as it deems appropriate, including without limitation immediate restrictions on access to the Association’s facilities or communications with individuals belonging to the Association (including youth hockey players), until the investigation relating to the suspension has been completed and a final determination has been made.

Member not in Good Standing may not Vote

- 2.12 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

- 2.13 Membership in the Association shall terminate where:
- (a) The member is expelled in accordance with paragraph 2.7;
 - (b) The member has not been in good standing for four consecutive months; or
 - (c) The member fails to comply with the regulations and directions issued by the Directors.

Transferability of Membership

- 2.14 Membership in the Association is not transferable.

PART 3 – GENERAL MEETINGS OF MEMBERS

Annual General Meeting

- 3.1 The Annual General Meeting of Association members shall be held once every calendar year, at the time and place the Directors determine.

Notice of General Meeting

- 3.2 All members of the Association shall be notified of a general meeting via the email provided to the Association at least 14 days before the general meeting.
- 3.3 The accidental omission to give notice of a general meeting to, or the non-receipt of notice by, any of the members entitled to receive notice does not invalidate the proceedings of that meeting.

Ordinary business at a General Meeting

- 3.4 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; and
 - (f) Business arising out of a report of the directors not requiring the passing of a special resolution.

Notice of Special Business

- 3.5 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.

Quorum at General Meetings

- 3.6 A quorum at any Annual General Meeting or Special General Meeting of the Association is the lesser of 30 voting members or 5% of the voting members.
- 3.7 If during a General Meeting there ceases to be quorum present, business then in progress shall

be suspended until a quorum is again present or until the meeting is adjourned or terminated.

- 3.8 If at a General Meeting there are insufficient members present to meet quorum within one-half hour from the time appointed for the meeting, then the meeting shall be adjourned for two weeks and shall then be held, at a time and place to be determined by the Directors, whether or not a quorum is present.

Chairperson

- 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 in attendance at the meeting, if both the president and vice-president are unable to preside as the chair.

Duty to Post Member Proposals

- 3.10 In accordance with section 81 of the BC Societies Act, a voting member of the Association may send to the Association a notice of a matter that the member proposes to have considered at an Annual General Meeting.

Order of Business at General Meeting

- 3.11 The order of business at 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.

Special General Meeting

- 3.12 The Directors may call a Special General Meeting at their discretion and shall notify all members of the Association of a Special General Meeting no less than 14 days prior to the Special General Meeting.
- 3.13 The Directors shall, as per Section 75 of the Act, upon the requisition in writing of 10% or more of the voting members convene a General Meeting.

Removal of Director(s) by the Members

- 3.14 The members of the Association may at any time, by a special resolution of a two-thirds majority of the membership, compel the convening of a special general meeting to decide on the removal a Director from office prior to the expiration of his/her term of office.
- 3.15 The members may remove a Director from office prior to the expiration of his/her term of office by way of a two-thirds majority vote at a special general meeting convened for that purpose.

PART 4 – VOTING AT MEMBER MEETINGS

Method of Voting for In Person Meetings

- 4.1 Voting shall be by show of hands at all meetings of the members of the Association unless the Directors, at their sole discretion, decide to implement a vote by ballot.
- 4.2 Proposals put to a vote shall be worded such that all votes are cast by show of hands either for or against the proposal.

Participation by Electronic Means at Members' Meetings

- 4.3 If the Board chooses to make available a telephone, electronic or other communication method that permits all participants to communicate adequately, in the opinion of the Directors, with each other during a meeting of Members, any person entitled to attend such meeting may participate in the meeting by means of such telephone, electronic or other communication method.
- 4.4 A person participating in a meeting by such means is deemed to be present at the meeting.
- 4.5 Notwithstanding any other provision of this Bylaw, any person participating in a meeting of Members pursuant to this section who is entitled to vote at that meeting may vote, in accordance with the Act, by means of any telephone, electronic or other communication method that the Board has made available for that purpose.

Members' Meeting Held Entirely by Electronic Means

- 4.6 If the Directors or Members of the Association call a meeting of Members pursuant to the Act, those Directors or Members, as the case may be, may determine that the meeting will be held, in accordance with the Act and the Regulations, entirely by means of a telephone, electronic or other communication method that permits all participants to communicate adequately with each other during the meeting.

One Vote Per Member

- 4.7 At the Annual General Meeting each voting member present and in good standing shall have one vote on each resolution.

Proxy Voting Not Permitted

- 4.8 Proxy voting shall not be permitted.

Resolution of Voting

- 4.9 All proposals put to vote shall be resolved by way of simple majority unless specified in these Bylaws.

Special Resolution Voting Requirement

- 4.10 A Special Resolution requires a vote of 75% of the voting Members present to pass.

Voting for Directors

- 4.11 The members may vote for a slate of candidates proposed by the Directors or for individual Directors if requested by at least two voting members present at the General Meeting.
- 4.12 If the vote is for a slate of candidates, show of hands or electronic poll shall be permitted. If the vote is for individual candidates the vote shall be by secret ballot.
- 4.13 In the event that the number of nominated candidates does not exceed the maximum number of Directors that can be elected, vacant Directors positions may be filled by acclamation.

PART 5 – ELECTED DIRECTORS

Eligibility

- 5.1 Any member of the Association satisfying the requirements as laid out in paragraphs 43 and 44 of the *BC Societies Act* and who is an Association member in good standing is eligible to be nominated to become Director of the Association.
- 5.2 No more than one Active Member per household in the Association shall sit as a Director of the Association in any given year.

Director Nominations

- 5.3 All nominations for a Director position must be sent in writing to the Association not less than 14 days before an Annual General Meeting.
- 5.4 For greater clarity, nominations for a Director position shall not be accepted at any time during the course of an Annual General Meeting.
- 5.5 The Directors shall confirm the eligibility of all nominated candidates per paragraphs 5.1 and 5.2 and post a list of accepted candidates on the Association website not less than 3 days before an Annual General Meeting.

Composition of the Board of Directors

- 5.6 The Board of Directors of the Association shall consist of not less than 5 persons.
- 5.7 The Elected Directors shall be the President, Vice President 1, Vice President 2, Vice President 3, Secretary, Treasurer, Equipment Manager, Coaching Coordinator, Referee Assignor, Fundraising Coordinator, Tournament Director and Initiation Director. The Past President shall

hold a non-elected position on the Board.

- 5.8 (a) Annual General Meetings falling in odd numbered years, elections shall be held for the offices of: President, Second Vice-President, Secretary, Equipment Manager, Coaching Coordinator, and Referee Assignor; and
- 5.9 (b) at Annual General Meetings falling in even numbered years, elections shall be held for the offices of: First Vice-President, Third Vice-President, Treasurer, Fundraising Coordinator and Tournament Director and Initiation Director
- 5.10 The maximum number of Directors:
- (a) shall be the same as was established by the Directors in the previous year; or
- (b) shall be determined by the Directors at the last regularly scheduled Directors' meeting before the Annual General Meeting.
- 5.11 The Directors shall determine the number and roles for the Board composition for the following year providing sufficient time for a search for appropriate candidates to be conducted prior to the Annual General Meeting.
- 5.12 One person may not hold more than one office except under extraordinary circumstances and only when approved by the Directors.

Action Not Invalid

- 5.13 No act or proceeding is invalid only by reason of there being less than the prescribed number of Directors in office.

Duty of Directors

- 5.14 All Directors shall be members of the Association as defined in Part 2 - Membership and shall uphold the Constitution and comply with these Bylaws and any other rules or regulations of the Association.
- 5.15 Subject to the provisions of the Society Act and the Constitution and Bylaws of the Association, the directors shall be responsible for managing and/or supervising the management of the affairs of the Association and may exercise any and all of the powers of the Association.
- 5.16 The President shall supervise the other directors in the execution of their duties.

5.17 The Directors shall:

- (a) Communicate and respond, within a reasonable time frame, to both members and Directors;
- (b) Review all proposed revisions or amendments to the Bylaws, Rules, Regulations and Policies of the Association;
- (c) By a simple majority vote, create, as required, Rules, Regulations and Policies governing the affairs of the Association;
- (d) By a simple majority vote, settle any disputes or questions that may arise that are not provided for in these Bylaws or the Rules, Regulations, or Policies of the Association;
- (e) By a simple majority vote, suspend, expel, fine, or take any other disciplinary action against any team, team official, player, on-ice official, off-ice official or member refusing to abide by the Constitution and Bylaws of the Association or Rules and regulations of PCAHA, BC Hockey, or HC;
- (f) By a simple majority vote, suspend, expel, fine, or take any other disciplinary action against any team, team official, player, on-ice official, off-ice official, or member refusing to obey a ruling or abide by direction provided by the Directors of the Association;
- (g) By a simple majority vote, suspend, expel, fine, or take any other disciplinary action against any team, team official, player, on-ice official, off-ice official or member refusing to obey a ruling or abide by the direction provided by the President of the Association made in exigent circumstances;
- (h) By a simple majority vote, re-admit any team, team official, player, or member who is under suspension and/or set conditions to be met prior to re-admission; and
- (i) Fulfill any duties as outlined in the Association policies.

No Contrary Authorization or Exemption

5.18 No Director, or person appointed by the Directors to act on behalf of the Association, may grant any authorization or exemption which is contrary to the Association's Constitution, Bylaws, or any rules, regulations, or policies.

5.19 Any such authorization or exemption received by a member of the Association, whether deliberate or through oversight on the part of a Director, shall be null and void.

No Retroactivity

- 5.20 No new Bylaw, rule, regulation or policy or amendment to a Bylaw, rule, regulation or policy made by the Association shall invalidate any prior act of the Directors provided that the prior act was consistent with the Bylaws, rules, regulations or policies in effect at the time of that act.

Automatically Ceasing to be a Director

- 5.21 A Director who fails to attend three consecutive Directors' meetings, without providing advance notice and just cause to the President, shall automatically cease to be a Director of the Association.
- 5.22 With respect to paragraph 5.15, the terms "advance notice" and "just cause" shall be defined at the sole discretion of the President.

Removal of Director by Majority Vote of the Directors

- 5.23 The Directors may, by an absolute majority vote of the Directors, remove a Director for failing to fulfill the duties or responsibilities of a Director or where that Director:
- (a) Has conducted themselves in a manner which impairs his or her usefulness as a Director of the Association; or
 - (b) Has acted in violation of the BC Societies Act; or
 - (c) Has acted in violation of the BC Privacy Act; or
 - (d) Has acted in a manner which could bring the reputation of the Association into disrepute; or
 - (e) Has acted in contravention of paragraph 6.2 confidentiality

Vacancies

- 5.24 The Directors may appoint a member to fill a vacant Director position caused by death, dismissal, resignation, long-term illness, or other circumstance causing long-term absence.
- 5.25 The appointment of a Director by way of paragraph 5.22 shall be ratified by a simple majority vote of the Directors of the Association.
- 5.26 Any Director appointed by way of paragraph 5.22 shall cease to be a Director upon commencement of the next Annual General Meeting.

Length of Term and Term Limits for Elected Directors with Board Voting Privileges

- 5.27 Directors shall be voted in for two-year terms.
- 5.28 Directors are limited to serving a maximum of three consecutive terms, regardless of position(s) held.

Appointment of Non-Voting Directors

- 5.29 The elected voting Directors of the Association may appoint, by way of a simple majority vote, additional non-voting Directors to assist in the management of the affairs of the Association.
- 5.30 Length of term shall be determined with the role and can be from one month to a maximum of two years with the conclusion of the term coinciding with the Annual General Meeting in the applicable calendar year.
- 5.31 Non-Voting Directors shall be subject to the same term limits as Voting Directors.

Former President Advisor Role

- 5.32 The former President of the Association (the “**Past President**”) may, at the discretion of the Directors and where the Directors deem it to be in the best interests of the Association, sit on the Board in an advisory capacity. Any Past President serving in such advisory capacity, shall have voting rights for matters that are brought before the Board for consideration and approval.
- 5.33 Notwithstanding any other provision of these Bylaws respecting eligibility for membership or service as a Director, a person serving as the Past President shall not be required to have a child who is an active hockey player registered in the Association in order to be eligible to serve in such capacity.

Remuneration of Directors

- 5.34 These Bylaws do not permit the Society to pay to an elected director remuneration for being a director, but the Society may, subject to the Act, pay remuneration to a director for services provided by the Director to the Society in another capacity.
- 5.35 Directors may be reimbursed for all expenses necessarily and reasonably incurred by them while engaged in the affairs of the Association.

PART 6 – BOARD MEETINGS

Duties of Membership

- 6.1 The Directors shall hold Board meetings at least 7 times per calendar the year. The President, or in the absence of the President, any three Directors may call additional meetings of the Directors when the business of the Association so requires.

Confidentiality

- 6.2 All verbal and written communications occurring between the Directors of the Association during Directors' meetings or otherwise in relation to the affairs of the Association must be kept confidential and may not be disclosed without the express written consent of the President.

Quorum for Board Meetings

- 6.3 Quorum for Board meetings shall be a majority of the voting Directors for the time being.
- 6.4 No Board meeting shall take place in the event that quorum is not met.

Chairperson

- 6.5 The President shall chair all Board meetings or, if unable to fulfill this duty, may appoint one of the Association Vice-Presidents to chair a meeting.
- 6.6 If none of the President or Vice-Presidents are able to attend a meeting, the meeting shall not proceed as a Board meeting.

Voting Privileges

- 6.7 Only those Directors elected who currently hold elected positions are eligible to vote.
- 6.8 The most recent Past President also holds voting privileges

Indirect Voting

- 6.9 The President, at their sole discretion and at any time, may implement a vote by mail or another means of communication, including by fax, email, or other electronic means, on any urgent matter.

- 6.10 The President, at their sole discretion, shall define the dates and times between which the Directors must cast an indirect vote.
- 6.11 At minimum, a majority of the voting Directors for the time being must vote in order for a matter to be resolved by way of indirect vote.
- 6.12 The results of any indirect vote shall be communicated by email to all Directors within 24 hours of the resolution of the vote.
- 6.13 All matters resolved by way of an indirect vote, including the vote results, shall be noted in the minutes of the next Directors' meeting.

Conflict of Interest Principles

- 6.14 To uphold the integrity of the Board, the following principles shall guide all Directors of the Association:
- (a) Duty of Loyalty to the Association. Directors must act in the best interests of VMHA, prioritizing the Association's mission and values above personal or external interests.
 - (b) Disclosure of Conflicts. Any potential or perceived Conflict of Interest must be promptly disclosed to the Chair or Board prior to any related discussion or decision.
 - (c) Recusal from Decision-Making. Directors with a Conflict of Interest must abstain from participating in discussions, votes, or decisions related to the matter.

Conflict of Interest – Voting and Participation

- 6.15 A Director shall not be entitled to vote on any issue being decided or be present for a vote of the Directors of the Association, which relate specifically or generally to that Director's child, relative or other family member or is deemed a Conflict of Interest for any other reason.

Conflict of Interest – Participation in Discussion

- 6.16 As per the Act, a Director may only be present during the discussion of an issue they are deemed to hold a Conflict of Interest in if at least one Director requests they remain to provide information pertaining to the topic. They must leave the physical or virtual meeting space once their input is no longer desired and shall not be permitted to be present for any decision or vote on the issue.

Additional Conflict of Interest Provisions

6.17 Mandatory Disclosure

- (a) Directors must promptly disclose any real, potential, or perceived conflict to the Chair or Board.
- (b) Affiliations with vendors, suppliers, other leagues, or organizations that do business with VMHA must be disclosed.

6.18 Gifts, Hospitality, and Confidentiality

- (a) Directors must not accept cash or gifts/meals above nominal value, unless pre-approved in writing by the Board.
- (b) Directors shall maintain the confidentiality of all proprietary or sensitive VMHA information.

6.19 Written Acknowledgement

- (a) Directors shall annually sign a written statement acknowledging their understanding of and compliance with this policy.

6.20 Review by Board & Recusal

- (a) The Board will assess disclosed conflicts and may require additional safeguards or disqualification from matters.
- (b) Directors must recuse themselves from discussion and voting on matters related to the conflict until resolved.

6.21 Reporting and Whistleblower Protection

- (a) Directors who believe a conflict or breach has occurred may report to the Chair or Board.
- (b) Retaliation against anyone reporting in good faith is prohibited.

PART 7 – COMMITTEES

Appointment of Committees

- 7.1 The Directors may, at their discretion, appoint special committees or subcommittees from the membership and/or Directors to handle various affairs of the Association.

- 7.2 Special committees or subcommittees shall meet as required or mandated by the Directors.
- 7.3 Terms of Reference outlining the membership qualifications, number of members, goals and timelines must be developed and approved by the Directors prior to a committee being formally recognized as such.
- 7.4 Unless otherwise specified in the Committee Terms of Reference, all committees shall act as recommendation bodies with final approval being required by the Directors.
- 7.5 Unless otherwise specified in these Bylaws, all committees shall be chaired by a Director (voting or non-voting)

Standing Committees

- 7.6 Standing Committees shall be established annually by the Directors and may include, but are not limited to:
 - (a) Nominating Committee;
 - (b) Hockey Operations Committee;
 - (c) Finance Committee;
 - (d) Event Planning Committee;
 - (e) Fundraising Committee;
 - (f) Equipment Committee; and
 - (g) Tournament Committee

PART 8 – MISCONDUCT BY A MEMBER

Allegations of Misconduct

- 8.1 Any member requesting that the Directors of the Association investigate or otherwise address an allegation of member misconduct must make their request in writing to the President of the Association not less than 24 hours and not more than 7 days from which the misconduct is alleged to have occurred.
- 8.2 Should any Director of the Association become aware of misconduct on the part of any

member of the Association they shall forthwith, in writing, report the misconduct to the President.

- 8.3 For more information concerning the complaint process and how to submit a formal complaint, the Association has implemented a Discipline and Conflict Resolution Policy which can be found at: <https://www.vmha.com/wp-content/uploads/sites/885/2025/11/VMHA-Discipline-and-Conflict-Resolution-Policy-July-2025.pdf>

President May Suspend a Member

- 8.4 Following confirmation that reasonable notice and time to respond to the claim has been provided to the member, except where the suspension arises from an alleged or confirmed criminal act, a President of the Association may at any time and at their sole discretion, temporarily and immediately suspend any person who is a Director, Member, Team, Team Official, Player, On-Ice Official, or Off-ice Official of the Association if the President reasonably believes that the person has acted in contravention of the Constitution and Bylaws of the Association, any rules and regulations of PCAHA, BC Hockey, or HC, or has otherwise acted in a manner which brings the Association into disrepute.
- 8.5 For purposes of Section 8.4, “reasonable notice” shall mean the thirty (30) day period beginning on the date the member receives notice of the proposed suspension and ending on the member’s deadline to respond thereto.
- 8.6 When a President suspends a person per paragraph 8.4, the President shall then:
- (a) Provide written notification of the suspension to the Vice-Presidents of the Association; and
 - (b) Proceed per the Association Discipline Policy.
- 8.7 Any person suspended per paragraph 8.4 shall remain suspended until an investigation into their actions is completed and the decision of the Directors with respect to the findings of the investigation is communicated in writing to the person.
- 8.8 In the event the President of the Association is the subject of an allegation of misconduct, the Vice-President shall assume the duties of the President as outlined.

PART 9 – FINANCE

Treasurer to Complete Transactions and Maintain Records

- 9.1 The Treasurer shall be responsible for the completion of financial transactions on behalf of the Association and for ensuring that the Association maintains proper accounting records.

Fiscal Year

- 9.2 The fiscal year of the Association shall be from May 1st to April 30th.

Operating Account

- 9.3 The Association shall maintain a current operating account at any Canadian Chartered Bank or Credit Union as determined by the Directors from time to time ("the Operating Account").
- 9.4 All current operating receipts shall be deposited into the Operating Account out of which normal operating expenses shall be paid.
- 9.5 The Treasurer shall present, or cause to be presented, details of deposits and expenditures from the Operating Account to the Directors at each meeting of the Directors.

Financial Signing Authority

- 9.6 The President, the Treasurer and the Vice-President(s) may be a financial signing authority for the Association with a minimum of three required on the account at all times.
- 9.7 Two Officers of the Association shall be required to authorize all expenditures.

Savings and Trust Accounts

- 9.8 The Treasurer shall, with the approval of the Directors, maintain savings and trust accounts as may be required.
- 9.9 The Directors shall ensure that all conditions of deposit have been adhered to and shall approve all expenditures and withdrawals relating to any savings and trust accounts.
- 9.10 The Treasurer may, with the approval of the Directors, invest any excess funds of the Association in securities designated by the Trustees Act.

Borrowing

- 9.11 The Directors may, at their discretion, and upon a simple majority vote of the Directors, borrow monies with or without security as they deem advisable.

- 9.12 The Directors shall not issue any debentures without the sanction of a Special Resolution of the members of the Associations.
- 9.13 The Members may by Special Resolution restrict the borrowing powers of the Directors, but a restriction imposed expires at the conclusion of the next annual general meeting.

Annual Financial Statements

- 9.14 The Treasurer shall ensure that the annual financial statements of the Association are completed by a Chartered Professional Accountant.
- 9.15 In accordance with sections 35 and 36 of the BC Society Act, the Directors shall present a copy of the Association's annual financial statement at each Annual General Meeting of Association members and shall include in the financial statement:
- (a) The remuneration, if any, paid by the society to the Directors in the period in relation to which the financial statements are prepared, and;
 - (b) The remuneration paid by the society in that period to the employees of the society, and to persons under a contract for services with the society.
- 9.16 The financial statements referred to in paragraph 9.14 need not identify directors, employees or other persons referred to in that subsection by name.

Inspection of Financial Records

- 9.17 The financial records of the Association may be inspected by any member on request.

PART 10 – AMENDMENTS TO CONSTITUTION AND/OR BYLAWS

Amendments to the Constitution and Bylaws

- 10.1 The Constitution and Bylaws may be amended by:
- (a) A special resolution of the members of the Association passed by a two-thirds majority of the members that are present and entitled to vote at a special general meeting;
 - (b) By way of a proposal made by the Directors of the Association at an Annual General Meeting passed by a two-thirds majority of the members that are present and entitled to vote; or
 - (c) As required by the enabling of an Act of the BC Legislature or execution of a court order.
- 10.2 Every member of the Association must be advised of the proposed amendment by means of a notice which includes:
- (a) The text of the proposed amendment; and

- (b) The date, time, place and reason for the meeting.

PART 11 – INSPECTION OF THE RECORDS OF THE ASSOCIATION

11.1 The books and records of the Association shall be open to inspection by the members at all reasonable times upon request, except that the following records shall not be subject to member inspection:

- (a) records subject to solicitor-client privilege;
- (b) records relating to personnel matters, disciplinary proceedings, or complaints involving individual members or employees;
- (c) records that are subject to a confidentiality obligation owed to a third party; and
- (d) records that the Directors reasonably determine would, if disclosed, be contrary to the interests of the Association or the privacy rights of any individual.