

Nanaimo Islanders Female Hockey Association

Bylaws



April 2026

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Bylaws of Nanaimo Islanders Female Hockey Association (the “Society”)

PART 1 – DEFINITIONS AND INTERPRETATION

Definitions

1.1 In these Bylaws:

- a) “Act” means the *Societies Act* of British Columbia as amended from time to time;
- b) “Board” means the directors of the Society; and
- c) “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.

Duties of members

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

Amount of membership dues

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

Member not in good standing

2.4 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

2.5 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

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

Discipline and expulsion of member

- 2.7 A member of the society may be disciplined or expelled by special resolution. Before a member of a society is disciplined or expelled under these bylaws, the society must
- a) send to the member written notice of the proposed discipline or expulsion, including reasons, and
 - b) give the member a reasonable opportunity to make representations to the society respecting the proposed discipline or expulsion.

Affiliation

- 2.8 The Association shall maintain good standing with any and all affiliations, including Hockey Canada, BC Hockey, Canadian Adult Recreational Hockey Association and any other affiliation relevant to women's recreational hockey. The Association shall observe all laws, rules and regulations by which such Associations are governed and a representative of any of the aforesaid groups shall be entitled to attend the Association's Annual General Meeting.

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 and may be an Electronic Meeting.

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 21 days before the meeting and not more than 60 days before the meeting.

Notice of general meeting if more than 100 members

- 3.3 Notice of a general meeting of the Society if the Society has more than 100 members is deemed to have been sent under 3.2 if
- a) notice of the meeting has been sent by email to the email address of every member of the society for whom the society has an email address in the register of members, and
 - b) notice of the meeting is posted, throughout the period commencing at least 21 days before the meeting and ending when the meeting is held, on a website that is maintained by or on behalf of the Society and is accessible to all of the members of the Society.

Ordinary business at 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;
- 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.

Chair of general meeting

- 3.6 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

- 3.7 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

- 3.8 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

- 3.9 The quorum for the transaction of business at a general meeting is 10% of the voting members.

Lack of quorum at commencement of meeting

- 3.10 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

- 3.11 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

- 3.12 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

- 3.13 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

- 3.14 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
 - iii) previous annual general meeting,
 - iv) elect or appoint directors, and
 - v) 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

- 3.15 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.

Announcement of result

- 3.16 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.

Proxy voting not permitted

- 3.17 Voting by proxy is not permitted.

Matters decided at general meeting by ordinary resolution

- 3.18 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.

Conduct of general meetings

- 3.19 Subject to the *Societies Act*, regulations to the *Societies Act*, the constitution and these Bylaws, the most recent edition Robert's Rules of Order Newly Revised shall regulate general meetings and procedures unless the members determine otherwise.

PART 4 – DIRECTORS

Number of directors on Board

- 4.1 The president, vice-president, secretary, treasurer, and registrar shall be the directors of the Society.

Election or appointment of directors

- 4.2 Subject to bylaw 4.4, at each annual general meeting, the voting members entitled to vote for the election or appointment of directors must elect or appoint the president, vice-president, secretary, and registrar.
- 4.3 Subject to bylaw 4.4, at each annual general meeting in even-numbered years, the voting members entitled to vote for the election or appointment of directors must elect or appoint the treasurer.

Term limits

- 4.4 No person may be elected or appointed as the president, vice-president, secretary, treasurer nor registrar, if that person has been:
- a. elected four times as a president, vice-president, secretary, treasurer or registrar in the 4 most recent annual general meetings;
 - b. elected twice as a president, vice-president, secretary, treasurer or registrar in the 4 most recent annual general meetings and elected once as a treasurer in the 4 previous annual general meetings; or
 - c. elected twice as a treasurer in the 4 most recent annual general meetings;

Unless that person is appointed by a unanimous vote by all the members that vote at the meeting.

Directors may fill vacancy on Board

- 4.5 Subject to bylaw 4.4, 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 vacancy

- 4.6 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.

Removal of directors

- 4.7 A director of a society may be removed from office in accordance with the Act.

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 2 days' notice of a directors' meeting must be given unless all the directors agree to a shorter notice period.

Proceedings valid despite omission to give notice

- 5.3 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

- 5.4 Subject to the *Societies Act*, regulations to the *Societies Act*, the constitution and these Bylaws, the most recent edition Robert's Rules of Order Newly Revised shall regulate directors' meetings and procedures unless the directors determine otherwise.

Quorum of directors

- 5.5 The quorum for the transaction of business at a directors' meeting is a majority of the directors or such other number or formula as the directors may determine.

Resolution without meeting

- 5.6 The directors of a society may pass a directors' resolution without a meeting if both of the following requirements are met:

- a) copy of the resolution is sent to all of the directors;
- b) a majority of the directors consent to the resolution in writing or by email.

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;
 - e) registrar.

Role of president

- 6.2 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

- 6.3 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

- 6.4 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

- 6.5 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

- 6.6 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.

Role of registrar

- 6.7 The registrar is responsible for doing, or making the necessary arrangements for, the following:
- a) registration of members;
 - b) insurance of members;
 - c) communication with Canadian Amateur Recreational Hockey Association **or the insurance provider that season.**

PART 7 – REMUNERATION OF DIRECTORS AND SIGNING AUTHORITY

Remuneration of directors

- 7.1 These Bylaws do not permit the Society to pay to a 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.

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 - COMMITTEES

Committees

- 8.1 The Directors may delegate any, but not all, of their powers to committees as they think fit.

Powers

- 8.2 A committee so formed in the exercise of the powers so delegated must conform to any rules imposed on it by the Directors.

Chair

- 8.3 If the directors have not appointed a person to chair a committee, the committee must elect a chair of its meetings.

Calling committee meeting

- 8.4 A committee meeting may be called by the chair or by any 2 other members of the committee.

Notice of committee meeting

- 8.5 At least 2 days' notice of a committee meeting must be given unless all the members of the committee agree to a shorter notice period.

Proceedings valid despite omission to give notice

- 8.6 The accidental omission to give notice of a committee meeting to a committee member, or the non-receipt of a notice by a committee member, does not invalidate proceedings at the meeting.

Conduct of committee meetings

- 8.7 The committee may regulate their meetings and proceedings as they think fit.

Quorum of committee

- 8.8 The quorum for the transaction of business at a committee meeting is a majority of the committee or such other number or formula as the committee or the directors may determine.

Resolution without meeting

- 8.9 The committee may pass a resolution without a meeting if a majority of the committee members consent to the resolution in writing including by fax, email or other electronic means.

PART 9 – RESTRICTION ON BORROWING

- 9.1 The Society must not borrow money without the authorization of a special resolution.

PART 10 – ALTERATION OF CONSTITUTION AND BYLAWS

- 10.1 Except as otherwise specified, the constitution and these bylaws must not be altered or added to except by a special resolution.

PART 11 – WINDING UP

- 11.1 Upon winding up or dissolution of the Society, the assets which remain after payment of all cost, charges, and expenses which are property incurred in the winding up shall 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 winding up or dissolution.