



BRITISH
COLUMBIA

NUMBER: S-42732

SOCIETY ACT

CERTIFICATE OF INCORPORATION

I Hereby Certify that

CHASE MINOR HOCKEY ASSOCIATION

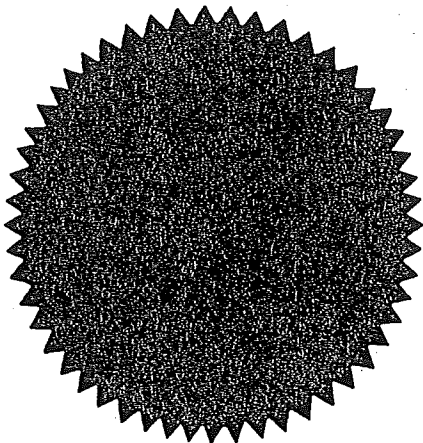
has this day been incorporated under the *Society Act*

Issued under my hand at Victoria, British Columbia

on February 19, 2001



JOHN S. POWELL
Registrar of Companies
PROVINCE OF BRITISH COLUMBIA
CANADA





BRITISH
COLUMBIA

File Number: S-42732

CHASE MINOR HOCKEY ASSOCIATION

I hereby certify that the documents attached hereto are copies of documents filed with the Registrar of Companies on February 19, 2001

JOHN S. POWELL
Registrar of Companies

Form 3

CONSTITUTION

Article 1

The name of the society is: Chase Minor Hockey Association.

Article 2

The purpose of the society:

- a) To provide, govern and improve organized hockey by the authority of the Canadian Hockey Association and the B.C. Amateur Hockey Association.
- b) To foster among its members, supporters and teams a general community spirit.
- c) To maintain and increase interest in the game of hockey.
- d) To have and exercise the general care, supervision and direction over the playing interest of its teams and members.

Article 3

MISSION STATEMENT

As an alterable provision of this constitution, the society will foster, improve and encourage amateur hockey to all registered individuals through progressive leadership in a safe and sportsmanlike environment.

BY-LAWS OF THE CHASE MINOR HOCKEY ASSOCIATION

Part 1 -- Interpretation

- 1 (1) In these By-Laws, unless the context otherwise requires,
- "Directors" means the directors of the Chase Minor Hockey Association for the time being;
 - "Society Act" means the Society Act of British Columbia from time to time in force and all amendments to it;
 - "Membership Fees" means annual player registration fees and any other fees imposed the Association in accordance with the operation of Chase Minor Hockey.
- (2) The definitions in the Society Act on the date these bylaws become effective apply to these bylaws.
- 2 Words importing the singular include the plural and vice versa, and words importing a male person include a female person and a corporation.

Part 2 -- Membership

- 3 The following are eligible to apply for voting membership in the Association:
- a) Any parent or guardian of any player;
 - b) Any person over the age of 19 who is actively involved in the general work of the Association.
- 4 All registered players, on paying the fees as set by the Executive Committee, are members of the association for the year registered, but are not voting members.
- 5 Application for membership in the Association shall be open to any parent or guardian of players who are registered with the Association. Application for membership shall be made at the time of player registration.
- 6 Every member shall uphold the Constitution and comply with these By-laws, rules and regulations.
- 7 The annual membership fee shall be determined at a general meeting of the executive committee.
- 8 Membership shall expire each year on May 31 following the date of admittance.
- 9 A person shall also cease to be a member of the Association:
- a) by delivering his or her resignation in writing to the secretary of the Society or by mail to the address of the Society.
 - b) On his death or in the case of a corporation on dissolution;
 - c) On being expelled.

- 10 (1) A member may be suspended or expelled by resolution of the Board of Directors, for willful violation of the Constitution or By-Laws or for any other serious breach to rules to regulations of the Society.
- (2) Where a member is suspended or expelled, the member shall forfeit all rights and privileges in the Society until such a time as the member is reinstated as a member in good standing.
- (3) A member may, at the discretion of the Executive Committee cease to be a member of the Chase Minor Hockey Association upon notification from the Executive Committee for conduct deemed to be improper, unbecoming or likely to endanger the interest or reputation of the Association, or who wilfully commits a breach of the Constitution or the By-Laws of the Association.

- 11 All members are in good standing except a member who has failed to pay the current annual membership fees or registration fees or any other subscription or debt due and owing to the Association, and the member is not in good standing so long as the debt remains unpaid. A member who is under suspension is not in good standing until the period of the suspension has been served.

Part 3 -- Meeting of Members

- 12 A general meeting of the Society shall be held at such time and place, in accordance with the Society Act, as the directors decide.
- 13 Every general meeting, other than an Annual General Meeting, is an extraordinary meeting.
- 14 The President shall have the authority to call an extraordinary meeting when required.
- 15 Annual General Meeting shall be held in the month of May each year.
- 16 Notice of a general meeting shall specify the place, the day and the hour of the meeting, and, in case of special business, the general nature of that business.
- 17 The accidental omission to give notice of a meeting to, or the non-receipt of a notice by any of the members entitled to receive notice does not invalidate proceedings at that meeting.
- 18 The Society shall give not less than fourteen(14) days written notice of a general meeting of Society to the members entitled to receive notice of a general meeting but those members may waive or reduce the period of notice for a particular meeting by unanimous consent, in writing.
- 19 The executive committee shall, upon written requisition of 10% or more of the voting members of the Society, herein called the "requisitionists", forthwith convene a general meeting of the Society.
- 20 The requisition shall:-
a) state the purpose of the general meeting;
b) be signed by the requisitionists, and
c) be delivered or sent by registered mail to the address of the Society, and may consist of several documents in like form each signed by one or more requisitionists.

- 21 The president or a member of the Executive Committee acting in his stead, shall convene a general meeting within twenty-one (21) days after the delivery of the requisition.
- 22 Failure of the President to convene a general meeting within twenty-one(21) days after the delivery of the requisition may result in the requisitionists, or a majority of them convening a general meeting to be held within four(4) months after the date of the delivery of the requisition.
- 23 A general meeting convened by the requisitionists, shall be convened in the same manner, as nearly as possible, as general meetings are convened by the directors.

Part 4 -- Proceedings at General Meetings

- 24 Special business of the Society shall be considered to be:
a) all business at an extraordinary general meeting except the rules of order, and
b) all business transacted at an Annual General Meeting, except:
the rules of order, the consideration of financial statements, the reports of the directors, other business as, under these By-Laws, ought to be transacted at an annual meeting, or business which is brought under consideration by the report of the directors issued with the notice convening the meeting.
- 25 Unless a quorum is present at a general meeting, no business other than the adjournment or termination of the meeting shall be conducted.
- 26 If during a general meeting there ceases to be a quorum present, business in progress shall be suspended until a quorum is again present or until the meeting is adjourned or terminated.
- 27 For the purpose of these By-Laws, a quorum consists of 4 members in good standing.
- 28 If within 30 minutes from the time appointed for a general meeting a quorum is not present, the meeting, if convened on the requisition of members, must be terminated, but in any other case, it must stand adjourned to the same day in the next week, at the same time and place, and if, at the adjourned meeting, a quorum is not present within 30 minutes from the time appointed for the meeting, the members present constitute a quorum.
- 29 Subject to By-Law 30, the president of the Society, the vice president or, in the absence of both, one of the other directors present, must preside as chair of a general meeting.
- 30 If at a general meeting
a) there is no president, vice president or other director present within 15 minutes after the time appointed for holding the meeting, or
b) the president and all the other directors present are unwilling to act as chair, the members present must choose one of their number to be the chair.
- 31 Any meeting of the Society may be adjourned to any time and from time to time such business may be transacted at such adjourned meeting as might have been transacted at the original meeting from which such adjournment took place.

- 32 At any Annual General Meeting, the following shall be the order of business:
- a) Roll call
 - b) Adoption of minutes as circulated
 - c) Annual reports
 - d) Financial report
 - e) Amendments to the Constitution/By-Laws
 - f) Election of directors and officers
 - g) Correspondence
 - h) New Business
 - i) Adjournment

Part 5 --Voting

- 33 At all meetings of members of the Society, voting shall be decided by a show of hands, except for the election of officers, which shall be done by ballot.
- 34 Voting by proxy is not permitted.
- 35 A voting member in good standing present at a meeting of members is entitled to one vote.
- 36 In the case of a tie vote, the chair does not have a casting or second vote in addition to the vote to which he or she may be entitled as a member, and the proposed resolution does not pass.

Part 6 -- Directors and Officers

- 37 Subject to the provisions of the Society Act and the Constitution and By-Laws of the Society, the Directors and Officers shall be responsible for managing and/or supervising the management of the affairs of the Society and may exercise any and all the powers of the Association.
- 38 Directors shall be subject to:
- a) all laws affecting the Society
 - b) these By-Laws, and;
 - c) rules, not being inconsistent with these By-Laws, which are made from time to time by the Society in a general meeting.
- 39 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.
- 40 The officers of the Society shall consist of the President, Vice-President, Secretary, Treasurer and Registrar and other officers as the Board of Directors may determine at a General Meeting. One person may hold more than one office, except for the office of President and Vice-President.
- 41 The Immediate Past President is an Officer of the Society.
- 42 The Board of Directors shall consist of the Officers of the Society and no less than three (3) other directors to be determined and elected by ballot at a General Meeting.
- 43 The first Directors, shall retire from office at the first General Annual Meeting of the Society, and the members present shall elect from the membership of the Society a Board of Directors.

- 44 The Board of Directors shall retire from office at each Annual General Meeting when their successors shall be elected.
- 45 Election for the Officers referred to in paragraph 40 may be nominated from the floor from the members entitled to vote present at the Annual General Meeting.
-
- 46 An election may be by acclamation, otherwise it shall be by ballot.
- 47 If no successor is elected, the person previously elected or appointed continues to hold office.
- 48 (1) The Executive may at any time and from time to time appoint a member as a director to fill a vacancy in the directors.
- (2) A director so appointed holds office only until the conclusion of the next Annual General Meeting of the society, but is eligible for re-election at the meeting.
- 49 The holder of an office may run again for subsequent terms of office.
- 50 If a member resigns his or her office or otherwise ceases to hold office, the Executive Committee shall appoint a member to take the place of the holder of that office.
- 51 No act of proceeding is invalid only by reason of there being less than the prescribed number of members in office.
- 52 The members of the Society may, by special resolution, remove a member from office prior to the expiration of his term of office, and may also elect a successor to complete the term of office.
- 53 Nominations for vacant positions will be accepted from the floor at the Annual General Meeting, subject to the following provision:
- A nomination shall not be accepted for the office of President who has not served on the Executive Committee for at least one(1) year prior to his nomination.
- 54 No member shall be eligible for election as an officer unless he is a voting member in good standing with the Society.

Part 7 -- Proceedings of the Executive Committee

- 55 The Directors may meet at times and places as they see fit, for the dispatch of business and may adjourn and otherwise regulate their meetings and proceedings.
- 56 A minimum of four(4) Executive Committee meetings shall convene during each playing season.
- 57 The Executive Committee of the Society shall meet once a month to conduct the business of the Society. The business of the Society shall include the day to day operations, control of finances in relation to expenditures of the Society and general conduct of the business of the Society.
- 58 At all Executive Committee meetings a quorum shall consist of four(4) Executive Committee members exclusive of the President.

- 59 The President shall preside as chairman at meetings of the Directors and Executive Committee of the Society. In his absence the Vice-President shall preside or in the absence of both the secretary shall preside. If none of these are present within thirty(30) minutes of the scheduled commencement of the meeting, those present shall select one of their number to be chairman at that meeting.
- 60 The President may, at any time, take a mail, telephone or fax vote of the Officers in any urgent matter.
- 61 The president may call a meeting of the Directors or the Executive Committee provided seven (7) days notice is given either in writing or orally.
- 62 Any three(3) Executive Committee members may request a meeting at any time, and the Secretary, in the request of the Executive Committee members shall convene a meeting of the Executive Committee provided seven(7) days notice is given orally or in writing.
- 63 (1) The Directors may delegate any, but not all of their powers to committees consisting of directors, as they deem appropriate.
- (2) Any committee so formed shall exercise the delegated powers, conforming to any rules that may from time to time be imposed on it by the Directors, and shall report every act or thing done in the exercise of those powers to the earliest meeting of the Directors to be held after the act or thing has been done.
- 64 The members of the committee may meet and adjourn as they think proper.
- 65 (1) Questions arising at any meetings of the directors and committee of directors shall be decided by a majority of votes.
- (2) In case of a tie vote the chair does not have a second or casting vote.
- 66 Any motion proposed at a meeting of Executive Committee or committee of directors must be seconded and the Chairman of a meeting may move or propose a motion.
- 67 A motion, in writing, signed by all the Executive Committee and placed with the minutes of the Executive Committee is as valid and effective as if regularly passed at a meeting of Directors.

Part 8 -- Duties of the Executive Committee

- 68 The President shall:
- a) Preside at all meetings of the Directors, Executive Committee and general or Annual meetings of the Society.
 - b) Is the chief executive officer of the Society and shall supervise the other officers in the execution of their duties.
 - c) Have the power to suspend any player, coach, manager, association or team for unsportsmanlike conduct on or off the ice; for failure to comply with the Constitution, By-Laws of the Canadian Hockey Association and/or failure to comply with the Constitution, By-Laws of the British Columbia Amateur Hockey Association.
 - d) The President of the Society may approve sundry or emergency expenses under \$100.00. For expenses in excess of this amount the results of an oral or telephone poll of which at least four (4) Directors must approve. Expenses in excess of \$1000.00 must be presented to the Executive Committee for approval.

- 69 The Vice-President shall perform the duties of the President during his absence and shall carry out the duties assigned to him by the President.
- 70 The Secretary shall:
- a) Perform all general secretarial duties of the Society, including the preparation and retention of all minutes taken at meetings of the Society, its Directors and Executive Committee.
 - b) Give notice of meetings of the Society and Directors.
 - c) Perform such other duties as shall be necessary for the good and welfare of the Association.
 - d) In the absence of the Secretary from a meeting the directors shall appoint another person to act as Secretary of the meeting.
- 71 The Treasurer shall:
- a) Receive, in the name of the Society, all funds which shall then be deposited in a Chartered Bank of Canada or trust account.
 - b) Pay all accounts by cheque, owed by the society. Cheques are to be signed by any two of the President, Vice-President and Treasurer.
 - c) The Treasurer shall present at the Annual General Meeting of the Society a detailed statement of the finances as of March 31.
 - d) Relieve the Society's Officers of all routine details and to assist in other general duties as required.
 - e) Ensure that bids are obtained on purchases in excess of \$1000.00 and will report the results to the Executive Committee for approval by them.
- 72 The Registrar shall:
- a) Accept all applications for membership and present them to the committee for approval.
 - b) Issue players certificates and grants, certificates in cases where a change of residence occurs subject to the regulations of the Society.
 - c) Keep a register of all players in the Society, and coordinate all phases of player registration.
- 73 The Past President shall offer support and bring previous knowledge to Executive Committee meetings.
- 74 The Executive Committee shall:
- a) Grant or refuse applications for membership as presented by the registrar.
 - b) Act as an advisory committee to the President in conducting the affairs of the Society.
 - c) Fill vacancies that may occur on the Executive Committee.
 - d) Rule on all protests.
 - e) Suspend or expel any team, member or player refusing to accept or obey a ruling of the Executive Committee.
 - f) Forthwith remove from office, by two-thirds vote, and member of the Executive Committee who is either neglectful or remiss in the performance of his responsibilities or whose conduct impairs his usefulness as a member of the executive.
 - g) Where warranted, re-admit any team, member or player who is under suspension.
 - h) Suspend or expel any team, member or player who by foul play or for unfair or unsportsmanlike-manlike conduct, either individually or collectively at any function associated with the game of hockey and under the jurisdiction of the Society is injurious to hockey or brings discredit to the Society; for negligence in paying assessments or for persistent infringement of the rules of Society pertaining to the game of hockey.
 - i) Settle all questions not provided for in these By-Laws or rules of the Society or disputes arising from league or playoff games.

Part 9 -- Protest Procedures

- 75 All protest must be filed with the Society, in writing, within forty-eight(48) hours after the game. The protested club will be notified by the Society and they will have forty-eight(48) hours to file their defence in writing. On the advice of the President a meeting of the Executive Committee shall be called notifying all interested parties of the time and place of the meeting. The decision of the Executive Committee shall be final and recorded with the Society.

Part 10 -- Discipline & Appeals

- 76 The Discipline Committee shall:
- a) Include the Vice President as the chairperson and three(3) members as appointed by the Executive Committee no later than October 1 in each year. Two of the three must be present to sit on the Discipline Committee. The President will not serve on the Discipline Committee.
 - b) The chairperson shall be responsible for documenting the decision of the Discipline Committee and presenting it to the next Executive Committee meeting.
- 77 The duties of the Discipline Committee shall be:
- a) To review the decision of the President made under 68(c).
 - b) Review and rule on recommendations by the Head Coach or other members of the Executive Committee concerning discipline or suspension recommended against any team, player, team official, or Association member within seven(7) days of such recommendation being made in writing to the Chair of the Discipline Committee.
 - c) To review all misconduct penalties (ten minute, game, gross and match) assessed players and team officials of the Society and to suspend and/or take disciplinary action that may be deemed necessary against such individuals.
- 78 The Appeals Committee shall:
- a) Include the Secretary as the chairperson and three(3) members as appointed by the Executive Committee no later than October 1 in each year, two of the three must be present to sit on the Appeals Committee. The President will not serve on the Appeals Committee.
 - b) The chairperson shall be responsible for documenting the decision of the Appeals Committee and presenting it to the next Executive Committee meeting.
- 79 The duties of the Appeals Committee shall:
- a) Be to hear appeals from the decisions made by the Discipline Committee as made under By-Law 79.
 - b) The Appeals Committee may re-admit any team, player or team official or uphold, or modify any decision made by the Discipline Committee under By-Law 79
- 80 The Appeal Procedure Shall be:
- a) All such decisions of the Discipline Committee may be appealed to the Appeals Committee of the Association by the members so affected within seven(7) days of notification of the decision of the Discipline Committee.
 - b) Notice of the Appeal shall be in writing and delivered to the Society in the mandatory time period for appeal referred to in paragraph 82(a) and shall be accompanied by a non-refundable cash fee or certified cheque of \$100.00.
 - c) The Society shall notify the member concerned of a date and time whereby he may present the appeal.

- d) The attendance of a member at a hearing before the Appeals Committee is encouraged but not mandatory. The case may be presented in written form or orally, provided the time limitations aforesaid are subscribed to.
- e) The decision of the Appeals Committee is final and binding on all parties thereto referred.

Part 11 -- Amendments-Constitution and/or By-Laws

- 81 The Constitution and/or By-Laws of the Society shall not be altered or added to except by the special resolution at the Annual General Meeting of the Society.
- 82 Proposed Amendments to the Constitution and/or By-Laws must be received by the Society no later than March 1st each year.
- 83 A notice of not less than fourteen(14) days prior to the date of the meeting shall be in writing to all members in good standing specifying the intention to propose amendments to the Constitution and/or By-Laws of the society.
- 84 Notice of proposed amendments to either the Constitution and/or By-Laws shall be made available to every member of the Society in good standing at the Annual General Meeting.
- 85 The majority required to pass a special resolution shall be 75% of the members in good standing present at the Annual General Meeting.

Part 12 -- Notice to Members

- 86 Notice of General Meetings shall be hand delivered or sent to every member at his last known address, by mail, postage prepaid, not less than fourteen(14) days prior to the date of the General Meeting, giving the time and location of the General Meeting.

Part 13 -- Finance and Banking

- 87 The finances of the Society shall be under the control of the Executive Committee.
- 88 A current operating account shall be maintained in a Canadian Chartered bank or Credit Union or trust account as designated by the Officers. All current operating receipts received shall be deposited in this account from which normal operating expenses shall be paid by cheque.
- 89 The Treasurer shall present a financial report to the Officers monthly meeting for approval.
- 90 Notwithstanding anything here and before contained, the Treasurer shall not make any expenditure in excess of an amount set annually by the Officers.
- 90 The Treasurer, with the approval of the Officers shall maintain saving and trust accounts as may be required by the Society.
- 91 The officers shall ensure all conditions of deposit have been adhered to and shall approve all expenditures or withdrawals relating to savings and trust accounts.
- 92 The Treasurer, with the approval of the Officers shall be empowered to invest any excess funds of the Society in securities designated by the Trustees Act.

- 93 The Officers shall, at their discretion, have the power to borrow monies subject to the Society Act.
- 94 The fiscal year of the Society shall be from April to March 31.
- 95 At the Annual General Meeting of the Society, members in good standing shall be provided with a statement of receipts and disbursements and a statement of any surplus for the period.

Part 14 -- Auditor

- 96 At each Annual general Meeting, the Society shall appoint an auditor to hold office until he is re-appointed or his successor is appointed at the next Annual General Meeting.
- 97 An auditor may be removed by ordinary resolution.
- 98 An Auditor shall be informed forthwith, in writing, of appointment or removal.
- 99 No director and no employee of the Society shall be auditor.
- 100 The auditor may attend general meetings.

Part 15 -- Seal

- 101 The Corporate seal of the Society shall be a circular disc inscribed therein with the words, "Chase Minor Hockey Association".
- 102 The seal shall remain in the custody of the Treasurer of the Society and shall not be affixed to any instrument or any description except by the authority of a motion of the officers and in the presence of the Executive Committee.

Part 16 -- Books of Account

- 103 The books of account, records and minutes of the Society shall be retained and open for inspection by the members during such times as the Officers shall designate.

Part 17 -- Boundaries

- 104 The Boundaries of Chase Minor Hockey shall be:

EAST- From Chase east along the Trans Canada Hwy, 7 km to the mouth of the Big Shuswap Lake and southeast from there including Turtle Valley Road and Skimikin Road to Fleming Lake. Also the North side of Big Shuswap Lake to Anglemont along the Squilax Anglemont Hwy.

WEST- West of Chase to Rocky Point Bluff on the Trans Canada Hwy. All of Martin Prairie Road and Duck Range Road up to Hwy 97A. On the north side of the Thompson River the boundary would be directly across from Rocky Point Bluff along the Kamloops-Shuswap Road. Also, Pinantan Lake Road to McNulty Road, including all of Warren Road.

SOUTH- South of Chase along the Chase Creek- Falkland Road as far as Pillar Lake.

NORTH- North of Chase to 5 km past the mouth of Adams Lake, including Little Shuswap Road and Holding Road.