

# INSPIRING CHILDREN TO EMPOWERMENT (ICE) SOCIETY - Bylaws

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### Bylaws of INSPIRING CHILDREN TO EMPOWERMENT (ICE) SOCIETY (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 are 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 they fail to respond to the invitation for the annual general meeting, or if they do not meet the following requirements:

#### Support and Inclusivity:

- Members must demonstrate support for all children and families, regardless of background, and foster an inclusive environment within the Society and its activities.
- Commitment to Mission:
  - Members must actively support the mission of ICE to empower children through ice hockey and related activities, helping them thrive physically and mentally.
- Participation:
  - Members should strive to participate in Society events, meetings, and community activities whenever possible.

- Positive Role Modeling:
  - Members are expected to act as positive role models, promoting sportsmanship, teamwork, and respect both on and off the ice.
- Adherence to Policies:
  - Members must adhere to the constitution, bylaws, and any other policies established by the Board of Directors.

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.

Membership Application and Approval

2.7 Prospective members must complete and submit a membership application form to the Board.

2.8 The Board shall review all membership applications to ensure they align with the Society's purposes and values.

2.9 Membership applications shall be approved by a majority vote of the Board.

2.10 Upon approval, the applicant shall be notified of their acceptance and granted the rights and privileges of membership.

#### Rights and Privileges of Members

2.11 Members in good standing have the right to vote at the Annual General Meeting (AGM) and any special meetings of the membership.

2.12 Members shall receive regular newsletters and updates on Society activities and events.

#### Good Standing

2.13 A member is considered in good standing if they have attended the AGM, responded to meeting RSVPs, and participated in community events when able.

2.14 Members are encouraged to participate actively in Society events and initiatives to support the community and further the Society's mission.

#### Termination of Membership

2.15 Membership may be terminated if a member no longer supports the purposes of the Society or engages in conduct detrimental to the Society.

2.16 The Board shall provide written notice to any member whose membership is considered for termination, allowing the member an opportunity to address the Board.

2.17 A two-thirds majority vote of the Board is required to terminate a membership.

### 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.

#### Ordinary business at general meeting

3.2 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

3.3 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

3.4 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.

#### Alternate chair of general meeting

3.5 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 in attendance must elect an individual present at the meeting to preside as the chair.

#### Quorum required

3.6 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 in attendance.

#### Quorum for general meetings

3.7 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

3.8 If, within 30 minutes from the time set for holding a general meeting, a quorum of voting members is not in attendance,

- (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, if applicable, 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

3.9 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 in attendance or until the meeting is adjourned or terminated.

#### Adjournments by chair

3.10 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 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

3.11 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

3.12 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

3.13 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

3.14 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

3.15 Voting by proxy is not permitted.

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

3.16 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.

## Part 4 – Directors

### Number of directors on Board

4.1 The Society must have no fewer than 3 and no more than 11 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 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 The directors may regulate their meetings and proceedings as they think fit.

#### Quorum of directors

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

### 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 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.

**\*\*Constitution of Inspiring Children to Empowerment (ICE) Society\*\***

**\*\*Article I: Name\*\***

The name of this organization shall be the Inspiring Children to Empowerment Society, hereinafter referred to as "ICE" or "the Society."

**\*\*Article II: Mission Statement\*\***

The purposes of the Society are:

1. To assist with ice hockey registration fees and equipment to enable children to participate in minor hockey at local minor hockey organizations.
2. To connect youth with positive role models in coaches.
3. To host fun ice sessions for children to learn hockey, connect with other kids, have fun, and meet new coaches/mentors in the hockey community.
4. To share resources for off-ice training, nutrition, sleep, and all aspects that contribute to the physical and mental well-being of children.
5. To facilitate networking among hockey families for parents.

**\*\*Article III: Membership\*\***

1. Membership in the Society shall be open to individuals and organizations who support the purposes of ICE and are willing to adhere to its constitution and bylaws.
2. Membership applications must be submitted to the Board of Directors for approval.
3. Members shall have the right to participate in Society activities, attend meetings, vote on matters brought before the membership, receive newsletters, and access resources provided by the Society.
4. Members in good standing are expected to RSVP for annual general meetings (AGMs) and participate in community events when they are able.
5. Membership is free; however, donations to support the Society's activities are welcome.

**\*\*Article IV: Board of Directors\*\***

1. The affairs of the Society shall be managed by a Board of Directors consisting of no fewer than 3 and no more than 11 individuals.
2. Directors shall be elected by the membership at the annual general meeting and shall serve a term of 2 years.
3. The Board of Directors shall have the authority to establish committees, appoint officers, and make decisions necessary to fulfill the purposes of the Society.

**\*\*Article V: Officers\*\***

1. The officers of the Society shall include a President, Vice-President, Secretary, and Treasurer, who shall be elected by the Board of Directors from among its members.
2. Officers shall serve a term of 2 years and may be re-elected for successive terms.

**\*\*Article VI: Meetings\*\***

1. An annual general meeting of the membership shall be held no later than [date], at which time officers and directors shall be elected, and other business of the Society shall be conducted.
2. Special meetings of the membership may be called by the President, the Board of Directors, or upon written request of 10% of the membership.
3. Notice of all meetings shall be given to the membership no fewer than 14 days in advance.

**\*\*Article VII: Amendments\*\***

This constitution may be amended by a two-thirds vote of the membership present at any annual general meeting or special meeting called for that purpose, provided that notice of the proposed amendments has been given to the membership no fewer than 30 days in advance.

**\*\*Article VIII: Dissolution\*\***

In the event of the dissolution of the Society, any remaining assets shall be distributed to one or more organizations with similar purposes, as determined by the Board of Directors at the time of dissolution.

**\*\*Article IX: Bylaws\*\***

The Board of Directors shall have the authority to establish and amend bylaws consistent with this constitution.

**\*\*Article X: Effective Date\*\***

This constitution shall take effect immediately upon its adoption by the membership.



**\*\*Signature:\*\***

President:

X 

Katie Bernardo

Date: May 30, 2024

Secretary:

  
Phil Meggison (Jun 4, 2024 08:42 MDT)

X

Phil Meggison

Date: May 30, 2024

VicePresident:



X

Chantal Meggison

Date: May 30, 2024

Treasurer:




X

Chantal Meggison

Date: May 30, 2024

Director for Inclusion:

X 

Tayler Bernardo

Date: May 30, 2024

Director of Coaching and Development



X

Jacob Bernardo

May 30, 2024

This constitution was adopted by the members of the Inspiring Children to Empowerment (ICE) Society on May 30, 2024.