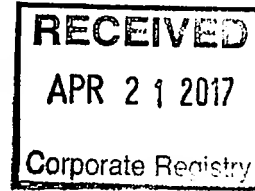


**BYLAWS  
SPS FUZION FEMALE HOCKEY CLUB**

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## **ARTICLE 1 DEFINITIONS**

### **1.1 DEFINITION**

- 1.1.1 “**Act**” means the Societies Act (Alberta), or any statute that may be substituted therefor, as from time to time amended.
- 1.1.2 “**Annual Evaluation**” means the evaluation process designed to place all players at a level where their abilities are best matched. This provides the player with an environment where they will enjoy their hockey experience and develop their talents and abilities.
- 1.1.3 “**Annual General Meeting**” means the annual general meeting described in Article 4.1 also known as the AGM.
- 1.1.4 “**Club**” or “**Fuzion**” means SPS Fuzion Female Hockey Club.
- 1.1.5 “**Board**” means the board of director of Fuzion.
- 1.1.6 “**Director**” means any person elected or appointed to the Board.
- 1.1.7 “**Executive Committee**” means the President, Vice-Presidents and Secretary.
- 1.1.8 “**Policies and Procedures**” means the rules set out and approved by the Board of Directors. These rules guide the Club’s day to day activities. These rules are not Bylaws and may be changed periodically as needed to fit the growth of the Club and the economic times. Any policies and procedures must be voted on and passed by at least 75% of the Directors.
- 1.1.9 “**SPMHA**” means the Sherwood Park Minor Hockey Association.
- 1.1.10 “**SMHA**” means the Strathcona Minor Hockey Association.
- 1.1.11 “**Special Meeting**” means the Special General Meeting described in Article 4.2.
- 1.1.12 “**Special Resolution**” has the meaning given to “special resolution” in the Act.

## **ARTICLE 2 INTERPRETATION**

### **2.1 INTERPRETATION**

- 2.1.1 The boundaries of the Club shall be the County of Strathcona, and the boundaries of SPMHA and SMHA or as otherwise approved by Hockey Alberta.
- 2.1.2 Fuzion will be governed by SPMHA but shall be bound by these Bylaws and shall have and be governed by its own policies and procedures.

- 2.1.3 In all the Bylaws of the Club, the singular shall include the plural and the plural the singular; and the word "persons" shall include corporation and societies; and the masculine shall include the feminine. Wherever reference is made to any statute or section thereof, such reference shall be deemed to extend and apply to any amendment to such statute or section as the case may be.

### **ARTICLE 3 MEMBERSHIP**

#### **3.1 CLASSIFICATION OF MEMBERS**

##### **3.1.1 Parent Member**

- (a) No membership fees;
- (b) May attend AGM and Special Meetings;
- (c) Eligible to vote at AGM and Special Meetings;
- (d) ~~One vote per registered athlete;~~
- (e) Must be a parent or legal guardian of an Athlete Member;
- (f) May stand for election;
- (g) May apply to hold a bench position or other team support role.

##### **3.1.2 Athlete Member**

- (a) Membership fees are included as part of the Fuzion athlete annual registration fees;
- (b) Non-voting membership class;
- (c) Eligible for all program benefits;
- (d) Must be between the ages of 5 – 17 years (initiation – Midget Hockey eligibility);
- (e) May apply to hold a bench position or other team support role;
- (f) Athletes may not be a Director or an Officer.

##### **3.1.3 Volunteer Member**

- (a) Open to an individual who does not have an athlete registered in the program;
- (b) No membership fees;

- (c) May attend AGM and Special Meetings;
- (d) ~~No voting privileges;~~
- (e) May apply to hold a bench position or other team support role;
- (f) Must be eighteen (18) years or over. (g)

#### 3.1.4 Honorary Member

- (a) Bestowed upon deserving individual at any Annual General Meeting passed by a simple majority, a resolution recognizing the contribution of the individual to female hockey in the County of Strathcona;
- (b) No membership fees;
- (c) May attend AGM and Special Meetings;
- (d) No voting privileges.

### 3.2 **ELIGIBILITY OF MEMBERS**

Candidates for membership must be into one of the membership classifications described in section 3.1.

### 3.3 **MEMBERSHIP FEES**

3.3.1 Annual registration fees are to be set annually by the Club. The fees must be indicated clearly on the Fuzion registration form. This registration fee includes a membership fee for administrative purposes.

3.3.2 The membership year of the Club shall be from April 1 to March 31 each year.

3.3.3 Registration fees are due prior to the athlete being included in the evaluation process and must be paid in full before the athlete steps onto any evaluation ice surface.

### 3.4 **RIGHTS AND PRIVILEGES OF MEMBERS**

3.4.1 Any member in good standing is entitled to participate in and benefit from the activities and resources of the Club applicable to their classification of membership.

3.4.2 ~~There is one vote allowed for a Parent Member per registered Athlete Member at the AGM or any other Special Meeting except as set out in Section 3.4.3.~~

3.4.3 Votes must be made in person and not by proxy or otherwise.

### **3.5 SUSPENSION OF MEMBERSHIP**

#### **3.5.1 Decision to Suspend**

As the request of any Director or upon the recommendation of a committee formed to review disciplinary matters, the Board, at a meeting of the Board called for that purpose, may suspend a Member's membership, for a period to be determined by the Board, for one or more of the following reasons:

- (a) If the Member has failed to abide by these Bylaws;
- (b) If the Member has disrupted meetings or functions of the Club;
- (c) If the Member has done or failed to do, anything that is judged to be harmful to the Club or its membership.
- (d) If the Member has acted improperly at team function, not limited to a teams game or practice.

#### **3.5.2 Notice to the Member**

3.5.2.1 The affected Member will receive written notice, stating the reasons by the action is being considered, at least seven (7) days before the meeting. The notice shall state the Board's intention to deal with the matter and its opinion to choose expulsion if deemed to be necessary.

3.5.2.2 The notice will be sent by single registered mail or Email to the last known address or Email address of the Member shown in the records of the Club. The notice may also be delivered by an Officer of the Club.

3.5.2.3 If the Member is under eighteen (18) years old she must attend the meeting with her parent or legal guardian.

#### **3.5.3 Decision of the Board**

3.5.3.1 The Member will have an opportunity to appear before the Board to address the matter. The Board will allow another person eighteen (18) years or older to accompany the Member. The Member will hear any additional verbal information presented at the meeting.

3.5.3.2 The Board will determine how the matter will be dealt with, and will limit, with fairness, the time given the Member to address the Board.

3.5.3.3 The Board will exclude the Member from its further discussion of the matter, including the deciding vote, which must be a three-quarters (3/4) majority of a quorum of the Directors present.

3.5.3.4 The Board may exercise the right to expel the Member, at this time, rather than suspend membership refer to Article 3.6.4

3.5.3.5 The decision of the Board is final and immediate.

### **3.6 TERMINATION OF MEMBERSHIP**

#### **3.6.1 Resignation**

- 3.6.1.1 Any Member may resign from the Club by sending or delivering a written notice to the Secretary or President of the Club.
- 3.6.1.2 Once the notice is received, the Member's name is removed from the Register of Members. The Member is considered to have ceased being a Member on the date his name is removed from the Register of Members.

#### **3.6.2 Death**

- 3.6.2.1 The membership of a Member is ended upon her death.

#### **3.6.3 Deemed Withdrawal**

- 3.6.3.1 If a Member has not paid the annual registration fees on the date the fees are due, the Member is considered to have submitted her resignation. A member that has been deemed a withdrawal may re-register but will be required to pay the annual registration (membership) fee plus a late penalty fee as determined in the Fuzion Policies and Procedures for the applicable year.
- 3.6.3.2 If a player moves outside the boundaries of Fuzion she is deemed a withdrawal.
- 3.6.3.3 If a member has obtained a Release, as defined in the Policies and Procedures, from the Club for the applicable year is deemed a withdrawal.

#### **3.6.4 Expulsion**

- 3.6.4.1 The Board may, at a meeting called for the purpose of suspension or expulsion, expel any Member for any cause which is deemed sufficient in the interests of the Club.
- 3.6.4.2 For notice to a Member refer to Section 3.5.2 herein.
- 3.6.4.3 For procedure of meeting refer to Section 3.5.3 herein.
- 3.6.4.4 This decision is final and immediate.

### **3.7 TRANSMISSION OF MEMBERSHIP**

No right or privilege of any Member is transferable to another person. All rights and privileges cease when the Member withdraws, resigns, dies, or is expelled from the Club.

### 3.8 CONTINUED LIABILITY FOR DEBTS DUE

Although a Member ceases to be a Member, by death, resignation or otherwise, she/he is liable for any debts owing to the Club or their team at the date of ceasing to be a Member.

### 3.9 LIMITATION ON THE LIABILITY OF MEMBERS

No Member is, in her/his individual capacity, liable for any debt or liability of the Club.

## ARTICLE 4 MEETINGS OF THE MEMBERSHIP

### 4.1 ANNUAL GENERAL MEETING

4.1.1 ~~The Club shall hold its Annual General Meeting no later than May 31st of each calendar year, in the County of Strathcona, Alberta. The Board shall set the place, day and time of the meeting.~~

#### 4.1.2 Notice

The Secretary shall post a notice on the Fuzion website, and shall send an email, mail or deliver a notice to each Member's registered address at least twenty-one (21) days before the Annual General Meeting. This notice will state the place, date and the time of the Annual General Meeting, and any business requiring a Special Resolution.

4.1.3 At all Annual General Meetings, the Board of Directors and all Members shall have an Agenda which shall consist of:

- (a) Confirmation of Quorum;
- (b) Reading of the previous Annual General Meeting Minutes by the Secretary for acceptance by the Members;
- (c) Presentation of a written and verbal report and recommendations by the Club's President;
- (d) The presentation of an audited Financial Statement containing information on all the financial involvement in the name of the Club during the past fiscal year;
- (e) Election of Directors of the Board to fill any vacancies for that year;
- (f) Any specified issues/items that the Club or any Member wishes to add to the Agenda provided, however, that the Secretary is notified in writing, at least four (4) weeks prior to the meeting.



#### 4.1.4 Quorum

Quorum for the transaction of business at any meeting of the Members shall be a minimum of fifteen (15) eligible voting Members present in person. If a quorum is present at the opening of any meeting of the Members, the Members present may proceed with the business of the meeting notwithstanding that a quorum is not present throughout the meeting (the **Amendment**”).

### 4.2 **SPECIAL GENERAL MEETING**

4.2.1 A Special General Meeting of the Club may be called for any matter that cannot wait for the next officially scheduled Annual General Meeting of the Club and shall be called by either:

- (a) on the written request of at least five (5) Directors. The request must state the reason for the Special General Meeting and the motion(s) intended to be submitted at this Special General Meeting; or
- (b) on the written request of at least twenty (20%) of the Voting Members. The request must state the reason for the Special General Meeting and the motion(s) intended to be submitted at such Special General Meeting.

#### 4.2.2 Notice

The Secretary posts a notice on the Fuzion website or emails, mails or delivers a notice to each Member’s address at least fourteen (14) days before the Special General Meeting. The notice states the place, date, time and purpose of the Special General Meeting. If there is a Special Resolution to be considered then twenty-one (21) days’ notice will be given.

#### 4.2.3 Agenda for Special General Meeting

Only the matter(s) set out in the notice of the Special General Meeting are considered at the Special General Meeting.

#### 4.2.4 Procedure at the Special General Meeting

Any Special General Meeting shall have the same method of voting, quorum requirements and procedures as an Annual General Meeting.

### 4.3 **PROCEEDINGS AT THE ANNUAL OR SPECIAL GENERAL MEETING**

#### 4.3.1 Attendance by the Public

The Annual General Meeting and Special General Meetings of the Club (collectively referred to as the **“General Meeting”**) are open to the public. A majority of the Voting Members present may ask any persons who are not Members to leave.

#### 4.3.2 Failure to Reach Quorum

The President shall cancel the General Meeting if a quorum is not present within one-half (½) hour after the set time. If cancelled, the General Meeting will be rescheduled for the following week on a day that is agreeable to those present. Notice of a second meeting will be posted on the Fuzion website and all Team Managers will be contacted and asked to telephone and notify the parents and volunteers on their team. If a quorum is not present within one-half (½) hour after the set time of the second meeting, the meeting will proceed with the Members in attendance.

#### 4.3.3 President Officer

4.3.3.1 The President shall chair any General Meeting of the Club. In the absence of the President, the Vice-President shall chair the meeting.

4.3.3.2 If neither the President nor the Vice-President is present within one-half (½) hour after the set time for the General Meeting, the Board members present choose one (1) of the Board members to chair.

#### 4.3.4 Adjournment

4.3.4.1 The President may adjourn any General Meeting with the consent of the Members at the meeting. The adjourned General Meeting conducts only the unfinished business from the initial meeting.

4.3.4.2 If the General Meeting is adjourned for less than thirty (30) days' notice will be posted on the Fuzion website as to the new date.

4.3.4.3 The Club must give written notice when a General Meeting is adjourned for thirty (30) days or more. Notice must be the same as for any General Meeting.

#### 4.3.5 Voting

4.3.5.1 ~~There is one (1) vote allowed for a Parent Member per registered Athlete Member at the General Meeting.~~

4.3.5.2 The President shall not have a second or casting vote in the case of a tie vote. If there is a tie vote, the motion is defeated.

4.3.5.3 A Voting Member may not vote by proxy.

4.3.5.4 A simple majority of the votes of the Voting Members present decides each issue and resolution.

4.3.5.5 The President declares a resolution carried or lost. This statement is final, and does not have to include the number of votes for and against the resolution.

4.3.5.6 Ten (10) Voting Members may request a ballot vote.

4.3.5.7 Members may withdraw their request for a ballot.

4.3.5.8 The President shall decide any dispute on any vote in good faith, and this decision is final.

4.3.6 Failure to Give Notice of Meeting

No action taken at a General Meeting is invalid due to:

- (a) accidental omission to give any notice to any Member;
- (b) any Member not receiving any notice; or
- (c) any error in any notice that does not affect the meaning.

**ARTICLE 5  
GOVERNANCE OF THE CLUB**

**5.1 BOARD OF DIRECTORS**

5.1.1 Governance and Management of the Club

The Board governs and manages the affairs of the Club. The Board may hire a paid Administrator to carry out functions under the direction and supervision of the Board.

5.1.2 Powers and Duties of the Board

Subject to the Act, the Board shall have the following powers and duties:

- (a) Promoting the objects of the Club;
- (b) Promoting membership in the Club;
- (c) Hiring employees to operate the Club;
- (d) Regulating employees' duties and setting their salaries;
- (e) Maintaining and protecting the Club's assets and property;
- (f) Approving an annual budget for the Club;
- (g) Paying all expenses for operating and managing the Club;
- (h) Paying person for services and protecting persons from debts of the Club;
- (i) Investing any extra money;
- (j) Financing the operations of the Club, and borrowing or raising money;

- (k) Making Policies and Procedures for managing and operating the Club and using its facilities and assets;
- (l) Approving all contracts for the Club;
- (m) Maintaining all accounts and financial records of the Club;
- (n) Approving legal counsel as necessary;
- (o) Selling, disposing of, or mortgaging any or all the property of the Club; and
- (p) Without limiting the general responsibility of the Board, delegating its power and duties to the Officers, committees and/or employees of the Club.

### 5.1.3 Composition of the Board

The Board shall consist of no less than seven (7) Directors and no more than fifteen (15) Directors. Each of the President of SMHA and the President of SPMHA shall automatically be Directors of the Club.

### 5.1.4 Election of the Directors and Officers

5.1.4.1 At the first Annual General Meeting of the Club, the voting Members shall elect the Directors and Officer. Each Director shall be elected to a specific Officer position.

5.1.4.2 The term of office of the Directors and Officers shall be for a period of two (2) years. In any given year, the term of a Director or Officer can be reduced to one (1) year or extended to three (3) years on majority vote of the remaining Directors to ensure that at each Annual General Meeting no more than one-third (1/3) of the number of Directors and Officers will be elected, or appointed (in the event no person runs for a vacant position), so as to stagger the entry and exit of Directors and Officers.

5.1.4.3 Each Director and Officer may serve up to three (3) consecutive terms as a Director and/or Officer not including the Past President position. If a person becomes a Director or Officer due to another person leaving the position before the tenure is complete, the remainder of that tenure is considered a full term for the new Director or Officer.

### 5.1.5 Resignation or Death of a Director or Officer

A Director or Officer may resign from office by giving notice in writing. The resignation takes effect on the date the Board accepts the resignation.

### 5.1.6 Removal of a Director or Officer

The voting Members of the Club may remove any Director or Officer elected by the Members before the expiration of her/his term of office, by a majority vote at a Special General Meeting called for this purpose.

### 5.1.7 Vacancy

If there is a vacancy on the Board or in any Officer position, the remaining Directors may appoint a Member in good standing to fill that vacancy for the remainder of the term. This does not apply to the position of immediate Past President. This position remains vacant until the next Annual General Meeting where a new President is elected.

### 5.1.8 Meetings of the Board

5.1.8.1 Meetings of the Board shall be held a minimum of once every forty-five (45) days at such time and at such place as the President or Secretary may determine. The President or Secretary shall call a meeting of the Board if any four (4) Directors make a request for a meeting, in writing, and state the business for the meeting.

5.1.8.2 The Board may appoint a day or days in any month or months for regular meetings of the Board at a place and hour to be named. A copy of any resolution of the Board fixing the place and time of such regular meetings shall be sent to each Director forthwith after being passed, but no other notice shall be required for any such regular meeting except where the Act requires the purpose thereof or the business to be transacted thereat to be specified.

5.1.8.3 Notice of the time and place of each meeting of the Board shall be given to each Director not less than forty-eight (48) hours before the time when the meeting is to be held. Any Director may waive formal notice of a meeting. A schedule of Board meeting dates will be posted on the Fuzion website.

5.1.8.4 Any Member can submit in writing, via their level director at least fifteen (15) days before a scheduled meeting, any ideas, concerns or questions they wish to have added to the Agenda. Submissions should be emailed, mailed or delivered to the Fuzion address listed on the Fuzion website. Submissions must be received ten (10) days prior to the next scheduled meeting or the submission will be added to the Agenda for the next Board meeting.

5.1.8.5 The quorum for the transaction of business at any meeting of the Board shall be a majority of the director or such greater number of directors as the Board may from time to time determine.

5.1.8.6 If there is no quorum present at any meeting of the Board, the President or Secretary shall adjourn the meeting to the following week on a day that is agreeable to those Directors present. At least three (3) days' notice must be forwarded to the Directors not present at this meeting. At least three (3) Directors present at this later meeting is a quorum. Notice of the new meeting date will be posted on the Fuzion website.

5.1.8.7 At all meeting of the Board every question shall be decided by a majority of the votes cast on the question. Each Director excluding the Past

President has one (1) vote. In case of an equality of votes the President shall not be entitled to a second or casting vote.

5.1.8.8 A Director may not vote on:

- (a) an issue that concerns her/his child or child's team solely and/or directly;
- (b) an issue in which he or she has a financial interest;
- (c) any disciplinary matter in which he or she was or is slated to be a witness in the proceedings; or
- (d) any other matter where there is a conflict of interest or a perceived conflict of interest.

If a conflict of interest exists, the Board will request the Director withdraw from any Board level discussion or decision on same.

## **5.2 RESPONSIBILITIES OF THE DIRECTORS**

### **5.2.1 Duties of the Directors of the Club**

- 5.2.1.1 The President shall be the chief executive officer and subject to the authority of the Board, shall have general supervision of business of the Club; and shall have such other powers and duties as the Board may specify.
- 5.2.1.2 The Vice-President Development shall oversee the operational matters for all levels of hockey for Fuzion and shall coordinate player and coach development.
- 5.2.1.3 The Vice-President Finance shall keep proper accounting records in compliance with the Act and shall be responsible for the deposit of money, the safekeeping of securities and the disbursements of the funds of the Club; shall render to the Board whenever required an account of all transactions as treasurer and of the financial position of the Club; and shall have such other powers and duties as otherwise specified.
- 5.2.1.4 The Vice-President Administration shall oversee administrative matters for Fuzion.
- 5.2.1.5 The Vice-Presidents are responsible to assist the President and shall have such other powers and duties as the Board may specify. If the President is unable to fulfil her duties then the Vice-President Development shall assume the duties and responsibilities of the President.
- 5.2.1.6 The Secretary shall attend and be the secretary of the meetings of the Board, Executive Committee and Members and shall enter or cause to be entered in records kept for that purpose minutes of all proceedings at

meetings of the Board, Members and Committees; she shall give or cause to be given, as and when instructed, all notices to members, directors, officers, and members of committees of the board; she shall be the custodian of the stamp or mechanical device generally used for affixing the corporate seal of the Club of all books, records and instruments belonging to the Club, except when some other officer or agent has been appointed for that purpose; and she shall have such other powers and duties as otherwise may be specified.

- 5.2.1.7 The immediate Past President of the Club is an honorary member of the Board of Directors primarily for continuity. The Past President role is one of consultant and advisor, and does not vote on any issues at any level of the Club.
- 5.2.1.8 The Board shall be comprised of Additional officers shall be elected to assist the Vice-Presidents in carrying out their obligations, including without limitation, to
- 5.2.1.9 The Board may, from time to time and subject to the provisions of the Act, vary, add to or limit the powers and duties of any officer. Any of the powers and duties of an officer to whom an assistant has been appointed may be exercised and performed by such assistant, unless the Board otherwise directs.

### **5.3 PROTECTION AND INDEMNITY OF DIRECTORS AND OFFICERS**

- 5.3.1 Every director and officer of the Club in exercising his powers and discharging his duties shall act honestly and in good faith with a view to the best interests of the Club and exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. Subject to the foregoing, no director or officer shall be liable for the acts, receipts, neglects or defaults of any other director, officer or employee, or for joining in any receipt or other act for conformity, or for any loss, damage or expense happening to the Club through the insufficiency or deficiency or title to any property acquired for or on behalf of the Club, or for the insufficiency or deficiency of any security in or upon which any of the moneys of the Club shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortuous acts of any person with whom any of the monies, securities or effects of the Club shall be deposited, or for any loss occasioned by any error of judgment or oversight on his part, or for any other loss, damage or misfortune which shall happen in the execution of the duties of his office or in relation thereto; provided that nothing herein shall relieve any director or officer from the duty to act in accordance with the Act and the regulations thereunder or from liability for any breach thereof.
- 5.3.2 Subject to the Act, the Club shall indemnify a director or officer, a former director or officer, and his heirs and legal representatives, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by him in respect of any civil, criminal or administrative action or proceeding to which he is made a party by reason of being or having been a director or officer of the Club, if (a) he acted honestly and in good faith with a view to the best interests of the Club; and (b) in the case of a criminal or administrative action or

proceeding that is enforced by a monetary penalty, he had reasonable grounds for believing that his conduct was lawful. The Club may also indemnify such person in such other circumstances as the Act or law permits. Nothing in this bylaw shall limit the right of any person entitled to indemnity to claim indemnity apart from the provisions of this bylaw.

#### **5.4 COMMITTEES**

- 5.4.1 The Board may appoint one or more committees of the Club which shall report to the Executive of the Board through the submission of regular reports which must give account of each committee's decisions and actions relating to past and current activities as well as for future plans. In all matters that require decisions which exceed the authority of a committee, it shall seek Policy guidelines, in the form of recommendations, from the Board.
- 5.4.2 The Board shall appoint a representative to each committee. Each committee representative will be appointed for a term of one (1) year with the exception of Special Committees where the term will be specified by the Board of Directors.
- 5.4.3 Unless otherwise determined by the Board, each committee shall have power to fix its quorum at not less than a majority of its members, to elect its chairman and to regular its procedure.

### **ARTICLE 6 FINANCE AND OTHER MANAGEMENT MATTERS**

#### **6.1 THE REGISTERED OFFICE**

The Registered Office of the Club is located in the County of Strathcona, Alberta. Another place may be established at the Annual General Meeting or by resolution of the Board.

#### **6.2 FINANCE AND AUDITING**

- 6.2.1 The fiscal year of the Club shall end on April 30 of each year.
- 6.2.2 There must be an Audit of the books, accounts and records of the Club once each year. The Audit may be done one of two ways:
- (a) The Club can name an outside Accountant to audit the books. This Accountant does not have to be a Chartered Accountant.
  - (b) The Club can name two persons who are not professional accountants to do the Audit. They should possess a working knowledge of finances. They cannot be members of the Board or employees, but may be members of the Club.

#### **6.3 SEAL OF THE CLUB**

- 6.3.1 The Board may adopt a Seal of the Club.



6.3.2 The seal shall be maintained at the Registered Office of the Club, unless otherwise decided by the Board.

6.3.3 The Seal of the Club can only be used by Officers authorized by the Board. The Board must pass a motion to name the authorized Officers.

#### **6.4 CHEQUES AND CONTRACTS OF THE CLUB**

6.4.1 The designed Officers of the Board shall sign all cheques drawn on the funds of the Club. Two signatures are required on all cheques. The Board may authorize the Treasurer and any one other officer of the Club to sign cheques and banking documents for the Club.

6.4.2 All contracts, leases, agreements and financial transactions made out in the name of the Club must be signed by any two of the President, Vice-President, Secretary or Treasurer of the Club.

#### **6.5 THE KEEPING AND INSPECTION OF THE BOOKS AND RECORDS OF THE CLUB**

6.5.1 The Secretary shall keep the original Minute Book at the Registered Office of the Club. This record contains minutes from all meetings of the Club, the Board and the Executive Committee.

6.5.2 The Board shall keep and file all necessary books and records of the Club required by the Bylaws, the Act, or any other statute or laws.

6.5.3 A Member wishing to inspect the books or records of the Club must give reasonable notice to the President or the Secretary of the Club of his/her intention to do so.

6.5.4 Unless otherwise permitted by the Board, such inspection will take place only at the Registered Office, or other regular business premises operated by the Club, during normal business hours.

6.5.5 All financial records of the Club are open for such inspection by the Members.

6.5.6 Other records of the Club are also open for inspection, except for records that the Board designates as confidential.

6.5.7 A copy of the Fuzion Bylaws can be obtained by any Member for a nominal fee to cover the cost of copying. The bylaws will also be available on the Fuzion website.

#### **6.6 BORROWING POWERS**

The Club may borrow or raise funds to meet its object and operations. The Board decides the amounts and ways to raise money.

**6.7 PAYMENTS**

- 6.7.1 No Member, Director or Officer of the Club may receive any payment for her/his services as a Member, Director or Officer.
- 6.7.2 Reasonable expenses incurred while carrying out duties of the Club may be reimbursed upon Board approval.

**ARTICLE 7  
AMENDING THE BYLAWS**


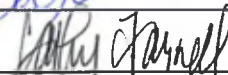
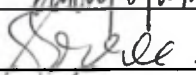
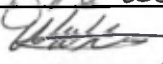
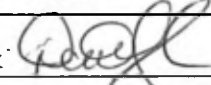
- 7.1 These Bylaws may be cancelled, altered or added to be a Special Resolution at any Annual General Meeting or, a Special General Meeting held for that purpose.
- 7.2 The twenty-one (21) days' notice of the Annual General Meeting or the Special General Meeting of the Club must include details of the proposed resolution to change the Bylaws.
- 7.3 The amended bylaws shall take affect after approval of the Special Resolution at the Annual General Meeting or Special General Meeting and accepted by the Corporate Registry of Alberta.

**ARTICLE 8  
DISSOLUTION OF THE CLUB**

- 8.1 Either SMHA or SPMHA may withdraw from the Club provided that termination shall not be effective until the year of the then current hockey season and provided further that a minimum of six months' prior written notice of such withdrawal is given to the Club.
- 8.2 The Club does not pay any dividends or distribute its property among its Members.

8.3 If the Club is dissolved, any funds or assets remaining after paying debts shall be are paid to a registered and incorporated charitable organization. The Members will select the organization by Special Resolution. In no event do any Members receive any funds or assets of the Club.

Dated: February 24, 2017

Name / Signature	Mailing Address
KELLY WILSON 	149 REGENCY DR. STEWART PARK TR A 5R9
Cathy Farnell 	206-53030 RR 225, SHPK, AB TSA 4T7
Shannon Ebene 	158-51049 RR 214 SN PK T8E167
Warren Williams 	87-53025 RR 223 <sup>Addressed</sup> SHPK T8E2M3.
David Kozicki 	122 Calico Dr. Stewart Park, AB.

**Witness**

Anna Martorana

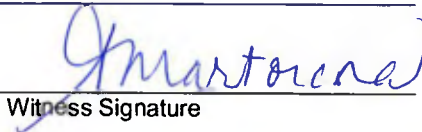
Witness Full Name

63 53025 RR 223 Ardrossan, AB

Mailing Address

T8E-2M3

Witness Signature



# Society Bylaw Change - Proof of Filing

**Alberta Amendment Date: 2018/01/26**

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**The Bylaws are filed as of 2018/01/26**

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**Service Request Number:** 28383412  
**Corporate Access Number:** 5020389846  
**Legal Entity Name:** SPS FUZION FEMALE HOCKEY CLUB  
**Legal Entity Status:** Active  
**Fiscal Year End:** 04/30

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## Annual Return

**No Records returned**

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## Attachment

<b>Attachment Type</b>	<b>Microfilm Bar Code</b>	<b>Date Recorded</b>
Application	10000607126588957	2017/04/21
Bylaws	10000107121834904	2017/04/21
Nuans	10000507121834902	2017/04/21
Notice of Address	10000307126588954	2017/04/21
Bylaws & Special Resolution	10000207128668421	2018/01/26

**Registration Authorized By:** CATHERINE A FARNELL  
AGENT OF NON-PROFIT ENTITY

# Society Bylaw Change - Registration Statement

**Alberta Amendment Date: 2018/01/26**

**Service Request Number:** 28383412  
**Corporate Access Number:** 5020389846  
**Legal Entity Name:** SPS FUZION FEMALE HOCKEY CLUB  
**French Equivalent Name:**  
**Legal Entity Status:** Active  
**Fiscal Year End:** 04/30

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## Annual Return

No Records returned

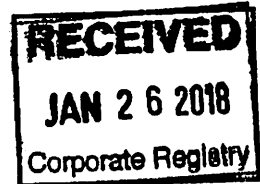
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**Registration Authorized By:** CATHERINE A FARNELL  
AGENT OF NON-PROFIT ENTITY

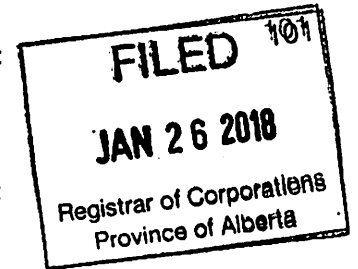
**SPECIAL RESOLUTION**  
**SPS FUZION FEMALE HOCKEY CLUB**  
(the "Society")




The undersigned hereby certifies that the following Special Resolution was passed at a meeting of the members of the Society on August 28, 2017.

The By-laws of the Society are amended as follows:

1. By deleting Section 3.1.1(d) in its entirety and replacing it with the following:  
"One vote per Parent Member;"
2. By deleting Section 3.1.3(d) in its entirety and replacing it with the following:  
"One vote per Volunteer Member;"
3. By adding Section 3.1.3(g) which shall read as follows:  
"May stand for election."
4. By deleting Section 3.4.2 in its entirety and replacing it with the following:  
"There is one vote allowed per Parent Member and one vote allowed per Volunteer Member at the AGM or any other Special Meeting except as set out in Section 3.4.3."
5. By deleting Section 4.3.5.1 in its entirety and replacing it with the following:  
"There is one vote allowed per Parent Member and one vote allowed per Volunteer Member at the General Meeting."



DATED this 24 day of January, 2018.

  
\_\_\_\_\_  
CATHERINE A. FARNELL  
VP ADMINISTRATION

