

The Constitution of the Hazelridge Sports Complex Incorporated

26 Memorial Blvd

Cooks Creek, MB R5M 0C2

This is the Constitution of the Hazelridge Sports Complex Incorporated, (Herein referred to as HSC)

**OUR PURPOSE:**

The purpose of HSC shall be to encourage the instruction, practice of a broad range of sports and recreation activities for the membership on a yearly basis in accordance with the Rules, Policies and Procedures of HSC.

**1- OBJECTIVES:**

- 1.1 To maintain a variety of leisure/sport activities to all members of all ages and abilities.
- 1.2 To cooperate with other community members/organizations to provide recreational activities.
- 1.3 To communicate with the members of HSC to determine their needs for recreational and community activities and to provide information of the activities and programs being offered by HSC.
- 1.4 Prepare budget, financial and activity reports for presentation to general and Board of Directors.
- 1.5 To plan for the continued operation of the HSC and its programs through the recruitment and training of volunteers.

**2- MEMBERSHIP:**

- 2.1 The membership of the HSC is open to any person above the age of 18, living in the RM of Springfield.
- 2.2 All residents of the Eastman Region may use the facilities and take part in the programs provided by HSC, the HSC shall be primarily concerned with meeting the needs of its members and the person living with in the RM of Springfield.
- 2.3 All members shall uphold, observe and conform to the By-Laws, Rules and Regulations of HSC, the By-Laws of HSC and such regulations as made by the Board of Directors of the HSC.
- 2.4 Any member may withdraw from HSC by submitting written notice to the Board of Directors.
- 2.5 A member may be expelled from HSC by majority vote of the Board of Directors at any general meeting.

### 3-BOARD OF DIRECTORS:

- 3.1 The business of HSC shall be managed by a board of not less than 3 directors. Each director has one vote and a majority at the annual meeting of HSC.
- 3.2 The Board of Directors shall consist of the following positions: The President, Past President, Vice President, Treasurer, Secretary, Arena Manager, Fundraising Coordinator, Sponsorship Coordinator, Canteen Scheduler, Hazelridge Figure Skating Rep(Non-Voting), SMHA Liaison(Non-Voting). Other Directors may be created by the Board.
- 3.3 Members of the Board of directors must live in the RM of Springfield and be eighteen (18) years of age at the time of election.
- 3.4 The Board of Directors shall be appointed by the majority of the membership at the annual general meeting.
- 3.5 The qualifications of the director shall be that he or she be a member in good standing with HSC.
- 3.6 Employees of the HSC may be voted in as director but will have no voting privileges.
- 3.7 Members of the Board of Directors are to serve without remuneration. Any Board of Director may be reimbursed for reasonable expenses incurred by them in the performance of their duties.
- 3.8 The Board of Directors shall be elected for 2 year terms at the Annual General Meeting. The President/Arena Manager/Canteen Scheduler/Fundraising Coordinator shall be elected in odd numbered years. The Vice President/Secretary/Treasurer/Sponsorship Coordinator shall be elected in even numbered years. The Hazelridge Figure Skating Representative and the SMHA Representative shall be a delegate from each individual group executive. The Past President shall be Ex-Officio and hold office until a new President has been duly elected.
- 3.9 The Board of Directors shall be automatically vacated:
- If by notice in writing to HSC if he/she resigns
  - If, at any special meeting of HSC a majority of the members present so decide that he/she be removed. If any vacancy shall occur for any reason in this paragraph prior to an annual meeting the Board of Directors shall fill the vacancy with any person who could qualify as a director in the interim. The person so chosen shall hold office (subject to provisions aforesaid), for the balance of the unexpected term of the vacating director.
- 3.10 All Board of Directors of HSC shall hold office for two (2) years or until the successors are elected or appointed.

#### 4-BOARD OF DIRECTORS DUTIES/MEETINGS:

- 4.1 A quorum of the Board of Directors shall consist of 50% plus 1 member of the Board of Directors, including the chair. NOTE: Questions arising at any meeting of the Board of Directors shall be decided by a majority of the votes. The meeting chair may vote only when the vote would change the result. Therefore, the chair may vote to break a tie, and thus pass the motion, or create a tie, and thus defeat the motion.
- 4.2 The Board of Directors must meet eight (8) times per year. Other meetings may be held at any time and place the directors choose.
- 4.3 At the first meeting of the Board of Directors following an annual meeting, the directors shall elect officers of HSC and make appointments to the standing committees. Elections of the officers shall be by secret ballot.
- 4.4 The Board of Directors are responsible for coordinating the work of the HSC and for carrying out policies and directives of HSC made at its annual meeting.
- 4.5 The Board of Directors are responsible for ensuring the funds for HSC are accounted for, and for ensuring that minutes are properly maintained.
- 4.6 The Board of Directors may exercise all powers of HSC to receive donations and benefits (work in kind).
- 4.7 The Board of Directors may exercise all powers of HSC except those which the Act or By-Law requires to be exercised by the members. Specifically, the directors may not do any of the following things:
- Make appropriate rules for the operation of HSC
  - Appoint any employee to sit in as an Ex-Officio, non-voting member of the board.
- 4.8 If a Board of Director Member is absent for more than three (3) consecutive scheduled Board of Directors meetings, without reasonable cause and/or without prior notification to the President or Secretary, then the office may be declared vacant by a majority vote of the Board of Directors.
- 4.9 Casual vacancy occurring during any Annual General Meeting of HSC may be filled, until the next annual General Meeting by a majority vote of the remaining members of the Board of Directors.
- 4.10 If an officer dies, resigns, retires, or is removed, any property of HSC in their possession is to be returned to the board. It is the Secretary's responsibility to make sure this is done.

#### 5-DIRECTORS AND DUTIES:

- 5.1 **Past President:** Shall serve as an advisor to the Board of Directors and provide services as required for a period of two(2) years from leaving office and shall have full voting privileges during this period.
- 5.2 **President:** Shall act as a Chair and preside at all meetings of the Board of Directors and general meetings of HSC. Prepare and submit a report to the annual general meeting. In his/her absence, the Vice-President will fill this duty. Shall only vote to break a tie.

- 5.3 **Vice President:** In the absence of the President, assumes the duties and powers of the President. Communicates with all program committees. Investigates programming options and shall perform other related duties as may be assigned.
- 5.4 **Treasurer:** The Treasurer shall be responsible for the safe control of all HSC funds, and shall keep complete accounts of all assets, liabilities, receipts and disbursements: and provide an accounting to the President and Board of Directors whenever they require , for preparing and submitting to the Board of Directors on a monthly basis as well as an annual budget and keeping such records as are required for financial review. Note: It is recommended that the Treasurer be one of the signatories.
- 5.5 **Secretary:** The Secretary shall deal with all correspondence subject to the approval of the President or other Board of Directors dually appointed, shall issue all notices for Board of Directors and General meetings, and act as clerk of those meetings, recording all votes and minutes of the proceedings in the minute book. The Secretary is responsible to give notice of meetings of the Board of Directors as well as perform other related duties as he/she may be assigned.
- 5.6 **Arena Manager:** Shall be responsible for overall operations of HSC. Will work closely with outside contractors and the RM Maintenance & Building Liaison to implement operation and maintenance plans. Will work with the Board of Directors to assign ice schedules along with outside rental schedules.
- 5.7 **Committees: President as Ex-Officio Member**  
The President shall be an Ex-Officio member of all committees.
- 5.8 **Committees- Appointment:**  
The President shall appoint standing committee chairs who shall look after duties assigned to them. All committee chairs must submit the names of their committee members to the President for approval. The duties of any officer will be assigned by the Board of Directors after the office is created.
- 5.9 **Committees- Eligibility to Serve:**  
All club Board of Directors and members of the Committee shall be eligible persons and shall be of the legal age eighteen (18 years). They must be members in good standing of the clubs and must be Associate Members of HSC.
- 5.10 The board approved documents require the signature of the Association are to be signed by one (1) or two (2) of the appointed officers depending on the requirements of documents. Any properly signed document is binding on the Association without further authorization or formality. The boards may appoint any officer to sign specific documents for the Association.

## 6- BOARD OF DIRECTORS POWERS:

The Board of Directors shall have the power to do all things necessary for the successful operation of HSC, and thus be empowered to:

- 6.1 Administer the funds of HSC in such a manner and for such a purpose as it may decide are beneficial to the wellbeing and advancement of the objectives of HSC.
- 6.2 To commence any new form of activity or sport considered desirable by the membership or in like manner discontinue any form of activity or sport being conducted under the auspices of HSC.
- 6.3 Expel or suspend from HSC any person guilty of misconduct or any infraction of the rules and regulations of HSC.
- 6.4 To ensure that HSC is operating on a non-politico and nonsectarian basis. As such the award of or renewal of a contract, or the termination of any contract of service or employment outside of the contract terms, will require two thirds approval of the board of Directors.
- 6.5 Notwithstanding any provisions of the constitution, appoint committees, either standing temporarily: prescribe their duties, powers, and duration thereof. All committees shall be responsible and accountable to the Board of Directors.
- 6.6 Hire an Arena Management Company or Person, assign duties, negotiate a contract of employment, and set reporting arrangement.

## 7- ELECTION OF BOARD OF DIRECTORS AND TERMS:

- 7.1 At the Annual General Meeting (AGM) or any specific meetings of HSC, members eighteen (18) years or older in attendance shall be entitled a vote.
- 7.2 All Board of Directors, except the Past President, shall be elected at the annual General Meeting (AGM)
- 7.3 The election dates of the Board of Directors will be staggered as follows:
  - Odd Calendar Year -President/Arena Manager/Canteen Scheduler/Fundraising Coordinator
  - Even Calendar Year -Vice President/Secretary/Treasurer/Sponsorship Coordinator
- 7.4 Voting on Club elections shall be by card and a simple majority shall elect a candidate. Voting on other matters shall be by hand. Each member shall have one vote.
- 7.5 Voting by proxy is not allowed.
- 7.6 If more than one person is vying for a Board of Directors position the chair of the AGM will appoint a scrutineer who will: distribute ballots, make an official count, announce the results at the meeting through the chair and post-election, destroy all ballots.
- 7.7 The elected Board of Directors shall take office at the first Board of Directors meeting following the Annual General Meeting, unless immediately required.

- 7.8 The term of office shall be two (2) years in duration, taking effect October 1<sup>st</sup>.
- 7.9 In the event of a vacancy, the Board of Directors may elect a qualified member to fill the vacancy(s) for the remaining term of office. Such appointments must have the majority of approval of the Board of Directors.
- 7.10 Should the President tender his/her resignation in writing, this precludes that person from assuming the role of Past-President.
- 7.11 At Board Meetings, each Board of Director in attendance shall be entitled one (1) vote.
- 7.12 The President may only vote in the event of a tie.
- 7.13 The chair may at his/her discretion require any contentious issue to be voted on by ballot.
- 7.14 Any member can request a recorded vote at any time.

## 8- MEETINGS:

Written notice of all Annual General Meetings (AGM) and specific meetings shall be provided fifteen (15) days in advance to each eligible voting member. The notice shall include the time and place of the meeting, the agenda, full details of any proposed amendments to these By-Laws, and a complete list of candidates nominated for elections.

- 8.1 A general meeting of the association may be called at any time by the Board of Directors, of the President, or Vice-President. Every member is to be given fifteen (15) days' notice of a general meeting. The notice is to state the business of the meeting.
- 8.2 The Board of Directors will meet once a month except during the months of June/July. Additional meetings may be held at the discretion of the Board of Directors. Notice of meetings include minutes of the previous meeting and shall be distributed to each Board of Director at least seven (7) days prior to the meeting.
- 8.3 Special meetings may be convened at any time by the President or on the request of 4 members. Notice of the meeting specifying the issue shall be given forty-eight (48) hours in advance.
- 8.4 Committee meetings should be required and will be held at the discretion of the committee chair. The chair will provide a report to the Board of Directors at the next meeting.
- 8.5 The HFSC Liaison and the SMHA Liaison will be given time to present their respective reports, ask questions of the Board of Directors prior to the commencement of the monthly meeting. Both HFSC and SMHA are non-voting committees.
- 8.6 Any error in giving notice of the meeting will not invalidate the meeting or anything done at the meeting. Members may waive the notice requirements and may approve or confirm anything done at the meeting held without notice. This does not pertain to money matters.
- 8.7 Every question at any meeting will be decided by a majority of votes unless the Act or By-Law requires otherwise. If the vote is tied, a second vote will be called. If the vote remains tied, the question will be defeated. Resolution and Amendments.

- 8.8 Resolutions are either ordinary or special. An ordinary resolution may pass on simple majority of votes. A special resolution must be identified as such in the notice of the meeting at which it will be considered and requires two thirds (2/3) majority of the members present to pass.
- 8.9 By-Laws may be entered or amended by special resolution at any general meeting.
- 8.10 Notice to introduce or amend By-Law, including a draft of the proposed or amended By-Law, is to be given in writing to all members at least fourteen (14) prior to the meeting at which it will be considered.

## 9- FINANCE:

- 9.1 The Board of Directors shall administer all funds and securities of HSC and present an Annual Financial review at the Annual General Meeting (AGM)
- 9.2 All committees shall submit a budget to the Board of Directors for approval. The budget should include an estimate of expenditures and revenue and will be received two (2) months prior to commencing operations. Final reports will be in accordance with the following schedule:
- Special events 21 days after event.
  - Capital projects 30 days after completion of project.
- 9.3 All funds raised by or on behalf of, or under the auspices of HSC, must have prior approval of the Board of Directors.
- 9.4 The books and records of HSC shall be open to all members upon reasonable notice given to the Board of Directors.
- 9.5 HSC, at the discretion of the Board of Directors, will contract with a certified bookkeeper to assist the treasurer in financial matters pertaining to the operation of HSC.
- 9.6 All invoices must indicate the vendor's name. Expenditures above \$2500.00 not covered by the budget must be presented to the Board of Directors. In cases of emergencies, the President along with the Arena Manager have the authority to approve such expenses.
- 9.7 All cheques or withdrawals must have two (2) signatures.
- 9.8 All funds and securities of HSC shall be deposited in the name of HSC with a recognized financial institution, which shall be selected by the Board of Directors.

## **10- FISCAL YEAR:**

- 10.1 The associations fiscal year shall be from July to June 30<sup>th</sup>.

## **11- QUORUMS:**

- 11.1 The quorum for transaction of business at a regular or special meeting of the Board of Directors shall consist of not less than a simple majority of the Directors in office at the time.
- 11.2 The quorum for the transaction of business at a special general meeting shall not be less than ten (10) members of HSC including not less than a simple majority of the Board of Directors in office at the time.
- 11.3 The quorum for the transaction of business at the Annual General Meeting (AGM) meeting shall be not less than ten (10) voting members, including not less than a simple majority of the Board of Directors in office at the time.
- 11.4 Meetings shall be adjourned, and no business shall be conducted if there is no quorum within thirty (30) minutes after the scheduled start time of the meeting.

## **12- AMENDMENTS:**

- 12.1 Amendments to the Constitution and or the By-Law may be made at the Annual General Meeting or a Special Meeting of the HSC.
- 12.2 Approval of the amendments to the Constitution and or By-Laws shall require two thirds (2/3) majority vote of eligible voters present at the Annual General Meeting (AGM) or Special General Meeting.
- 12.3 Approval of amendments to the By-Laws shall require a simple majority vote of the Board of Directors in attendance at a Special Meeting.

## **13- INTERPRETATION:**

- 13.1 In the event of any dispute as to the meaning of any article heretofore or hereafter passed, the interpretation of the Board of Directors shall be final and conclusive.



**14- WINDING UP:**

14.1 It is unalterable provision of this By-Law that members of the OR winding up of the Association, all funds and assets of the Association remaining after satisfaction of its debts and liabilities, shall be distributed to a recognized Charitable Organization in the RM of Springfield whose objectives most closely accord with those of the Association as determined by the Board of Directors at dissolution.

**15- APPROVAL OF CONSTITUTION:**

This constitution approved by the HSC Board of Directors dated July 20 2023, will supersede all previous Constitutions of HSC.

DATE: July 26/23

Initials of Acceptance: D.K.

Signature: [Handwritten Signature]

Initials of Acceptance: [Handwritten Initials]

Signature: [Handwritten Signature]

## **BY-LAWS**

### **1- CONDUCT OF MEMBERS**

A member who is physically or verbally abusive to any others during games, practices or any other activity will be given a warning by the HSC Board of Directors. Should there be a second offence all privileges will be suspended. A written appeal forwarded to the Board of Directors will open negotiations between the Board of Directors and the member(s) involved and reinstatement may be considered depending on the results of the negotiations.

### **2- FOOD AND BEVERAGE**

The canteen will supply all food and beverages for HSC. Special exceptions can be made for events provided they receive approval from the Board of Directors 21 days prior to the event.

Any food or beverages brought into HSC for resale needs to have approval 21 days prior to the event from the Board of Directors.