

SPRUCE GROVE & DISTRICT MINOR FOOTBALL ASSOCIATION BY-LAWS

("SGDMFA")

Amendments to filed By-Laws to be ratified at a Special Meeting of the Board of Directors held March 12, 2026

Definitions

Hereinafter "SGDMFA" represents Spruce Grove & District Minor Football Association

Hereinafter "Majority" represents fifty percent plus 1 person (50%+1)

Hereinafter "AGM" represents Annual General Meeting. AGM will be held after the season has concluded.

Hereinafter "Writing" represents any form of electronic or hand written communication

Hereinafter "Field staff" represents any person that will be on the field with the players at any time.

Hereinafter "Electronic Means" represents a method of electronic or telephonic communication that enables all persons attending a meeting to hear and communicate with each other instantaneously. This includes, without limitation, teleconferencing and computer network-based or internet-based communication platforms.

Hereinafter "Executive board" or "Executive Board Members" or "Executive", shall mean the executive board of the SGDMFA, which shall consist of elected executive officers.

Article I Membership

1. 3 levels of membership:
 - a. General Voting
 - i. Registered Parents and or Legal Guardians and Field Staff
 - b. General non-voting
 - i. Players
 - c. Executive
 - i. Board Members

2. Upon player(s) registration each registered parent, or legal guardian is entitled to one (1) voting membership in SGDMFA. The voting Member must be eighteen (18) years of age or older.
3. Upon registration all players become non-voting Members of the SGDMFA.
4. Each person elected to a position on the Executive Board of the SGDMFA during the current term shall automatically become a voting member of the SGDMFA.
5. Field Staff registered to one of the levels of football offered by the SGDMFA during the current year shall automatically become a voting Member of SGDMFA, unless said field staff is under eighteen (18) years of age.
6. Membership shall begin at the time of registration and end one (1) day following that years AGM.
7. No member has the right to more than one vote.

Article II Membership Withdrawal

1. Any Member of SGDMFA may withdraw from SGDMFA by notifying the Team Manager and Registrar. Refund of fees, if any, will be as per Policy and Procedures.
2. Membership shall cease when a Member or their associated player becomes ineligible for participation in the SGDMFA program.
3. Any Executive Member may withdraw from SGDMFA by notice in writing to the Executive Board through its Secretary.

Article III Membership Suspension or Expulsion

1. Any voting or non-voting Member in arrears for fees or assessments for any year shall be granted thirty (30) days after receipt of written notification to pay such fees. If this is not achieved, the Member will be automatically suspended from SGDMFA membership until such fees are paid.
2. Membership may be reinstated according to conditions approved by the Executive board.
3. Any membership may be suspended and any Member expelled upon a vote approved by the majority of the Executive board for any reason deemed reasonable and in the best interests of SGDMFA.
4. Any Member may be reviewed and/or disciplined (including suspension and expulsion) as per Policies and Procedures.

5. Suspensions and expulsions shall take effect immediately, subject to an appeal as described in By-Law Article IV.
6. Any member who has been determined to have intentionally physically abused an official shall be suspended for a minimum of twelve (12) months.

Article IV Appeals

1. Any Member that has been suspended by SGDMFA shall have the right to appeal the decision to the Executive board of the SGDMFA.
2. Application to appeal a suspension or expulsion must be submitted in writing to an Executive board member within seven (7) days of receipt of notice of suspension or expulsion. The President/Vice President must be immediately notified of such an application.
3. The SGDMFA executive board shall hear appeals at its next meeting with a majority vote.
4. The SGDMFA Executive board's decision shall be final and binding.

Article V Executive Board of the SGDMFA

1. Composition of the Board:
 - a. The Executive board shall consist of officers elected to the position of:
 - i. President
 - ii. Vice President
 - iii. Secretary
 - iv. Treasurer
 - v. Director-at-large
 - vi. Registrar
 - vii. Ways and Means Director
 - viii. Equipment Director
 - ix. Field Staff Liaison
 - x. Communications
 - xi. Volunteer Coordinator
 - xii. Flag Director

- b. Each executive member of the board shall be governed by and be responsible for duties as per the SGDMFA Policies and Procedures Manual.
- c. Each Executive member of the board shall be entitled to one vote at all duly constituted board meetings and at all general or special meetings.
- d. Nomination for election of available positions with the Executive shall be presented and voted on yearly at the AGM of the SGDMFA.
- e. Term of office shall consist of 24 months, plus two months for transitional learning.
- f. Nominees may be non-members who have agreed to serve on the Executive board.
- g. Any Executive position that becomes vacant may be filled by appointment on an interim basis by the board, and shall be in effect until the next AGM of the SGDMFA.
- h. Any executive board member, upon a majority vote of the SGDMFA Executive may be removed from office for any cause the SGDMFA may deem reasonable.
- i. No person can hold more than one position on the Executive board at any given time.
- j. Criminal record checks must be completed every year. Criminal record checks must have been issued within thirty (30) days of being handed in. The following positions require criminal record checks to be handed in to the Director-At-Large before the season begins:
 - i. Executive Board Members
 - ii. Field staff

Or any person that may be responsible for the players at any time.

2. Powers and Duties of the Executive Board

- a. The Executive subject to these By-Laws, and or direction given by majority vote at any duly called and constituted special or general meeting shall have full control and management of the affairs, operations, directive, rules, policies and procedures of the SGDMFA.
- b. Meetings of the Executive board shall be held as often as may be required, but at least ten (10) per year and shall be called by the President.

- c. Executive board meetings shall be called with minimum ten (10) days' notice in writing to each executive member.
- d. A special Board meeting may be called on the instruction of any two members of the Executive provided they request the President and or Vice President and or Director-at-Large in writing to call said meeting and state the business to be brought before the meeting.
- e. Notice of a special board meeting shall be in writing, or by telephone at least forty-eight (48) hours prior to the scheduled start of the meeting.
- f. Majority of Executive members, including the President and or Vice President, shall constitute quorum of an executive board meeting.
- g. Executive board meetings may be held without notice if all of the Executive board is present, and or notified; however, any business transacted at said meeting shall be ratified at the next regularly called meeting of the Executive board; otherwise, the business shall be null and void.

Article VI Field Staff

- 1. Field Staff registered to all levels of football offered by SGDMFA shall be governed and be responsible for duties as per policies as may be outlined in the SGDMFA Policies and Procedures Manual.

Article VII Auditing

- 1. The books, accounts and records of the Secretary and Treasurer shall be audited at the end of each fiscal year by a duly qualified accountant or two members of the General Membership and presented to the Executive board at the board meeting immediately prior to the AGM.
- 2. A complete and proper statement of the financial standing of the books for the previous year shall be confirmed by such auditor at the AGM of the Association.
- 3. The fiscal year for the SGDMFA is January 01 to December 31.
- 4. The books and records of the SGDMFA may be inspected by any member of the SGDMFA at the Annual General Meeting.
- 5. The books and records of the SGDMFA may be inspected by any member of the SGDMFA at any time upon giving reasonable notice and arranging a time satisfactory to the Executive board member having charge of said books and records.

6. Each board member shall at all times have access to said books and records.

Article VIII Borrowing Powers

1. For the purposes of carrying out its objectives, the SGDMFA may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular, by the issue of debenture, but this power shall be exercised only under the authority of the SGDMFA and in no case shall debentures be issued without the sanction of a special resolution of the SGDMFA.

Article IX Remuneration

1. No member of the SGDMFA shall receive any remuneration for volunteer services unless unanimously agreed to by board members at a duly called and constituted Executive board meeting.

Article X Meetings

1. Notice of the AGM shall be communicated to the Members minimum fourteen (14) days prior to the date of the AGM.
2. The AGM of the SGDMFA shall be held within ninety 90 days of the fiscal year end.
3. The business of the AGM shall consist of, but not be restricted to, the election of the executive officers to the board positions, the confirmation of the audit, and the overview of the financials.
4. Any Member of the SGDMFA in good standing shall be eligible to stand for or nominate another person to stand for election to any board position.
5. A quorum at the AGM shall consist of at least twenty-five (25) voting members in good standing, and either the President or Vice President.
6. In the event quorum is not present, the AGM will be rescheduled between two (2) to four (4) weeks later, to accommodate due notice as set out in By-Law Article X.1 and Article X.2.
7. Other general or special meetings of the SGDMFA:
 - a. All general meetings, including the AGM, shall be open to the public but only members in good standing of the SGDMFA shall be entitled to vote.

- b. Quorum at a general or special meeting of the SGDMFA shall consist of at least twenty-five (25) voting members of good standing, and either the President or Vice President.
 - c. A general meeting may be called at any time by the Secretary under the advisement of the President.
 - d. Due public notice of the general meeting shall be posted on the Association's website, fourteen (14) days prior to the date of the general meeting.
 - e. The posting on the Association's website, notice of general meeting must contain the date, time and location of the meeting.
 - f. A special meeting of the SGDMFA must be convened by the President or Secretary upon receipts of a petition signed by one-third (1/3) of the Members in good standing of the SGDMFA.
 - g. Petition must include the reason(s) for calling said special meeting, which must be included in the notice of the special meeting.
 - h. Notice of special meeting must be given to all Members of the SGDMFA in writing at least fourteen (14) days prior to the date of the special meeting.
 - i. In the event quorum is not present, the special or General meeting will be scheduled at least fourteen (14) days later, to accommodate due notice as set out in By-Law Article X.7.H
8. All meetings: Board, AGM or Special
- a. Votes must be made in person or by electronic means and not otherwise for the AGM and/or Special Meetings.

Article XI By-Laws

- 1. Subject to the requirements of the Societies Act of Alberta, these By-Laws may be rescinded, altered or added to by a special resolution.
- 2. Notification of the proposed changes shall be submitted in writing to the Secretary for inclusion in the notice of a General or Special Meeting which will be voted on by special resolution.
- 3. These By-Laws may be rescinded, altered or added to upon review by the members of the Executive board and approval of the Membership at a general or Special meeting.
- 4. These By-Laws are not governed by the Arbitration Act of Alberta.

Article XII Dissolution

1. A special resolution may dissolve the SGDMFA. Notification of the dissolution shall be submitted in writing to the Secretary for inclusion in the notice of a General or Special Meeting of the SGDMFA, which will vote on said special resolution.
2. The board, for the purpose of selling or otherwise disposing of the assets of the SGDMFA and distributing the proceeds, shall appoint a liquidator.
3. In the event that the SGDMFA is dissolved, all assets shall be distributed to:
 - a. Eligible charities or non profit groups or purpose; or
 - b. Transferred in trust to a municipality until such time as the assets can be transferred from the municipality to a charitable or non profit group or purpose approved by the board.
 - c. Any gaming proceeds remaining will be donated to another charitable or non profit organization that meets the AGLC requirements or transferred in trust to a municipality as approved by the board.

DATED this _____ day of _____, 20_____

Names of Signatory Executive Members with Complete Mailing Address

President – Daren Nelson

Address of Daren Nelson

Vice President – Jessica LaBine

Address of Jessica LaBine