



BYE-LAWS

(Last Amended – 11 October 2011)

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Bermuda**

BERMUDA HOCKEY FEDERATION

BYE-LAWS

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ARTICLE 1 GENERAL

- 1.1 **Purpose:** these Bye-laws relate to the general conduct of the affairs of the Bermuda Hockey Federation Limited, a company incorporated under the Bermuda Companies Act 1981 and herein referred to as the "Federation" in these Bye-laws.
- 1.2 **Definitions:** the following terms have these meanings in these Bye-laws:
- (a) **Act:** The Bermuda Companies Act 1981, as amended;
 - (b) **Auditor:** an individual or partnership appointed by either the Members at the Annual General meeting, or the Board of Directors at a Board Meeting, to audit the books, accounts and records of the Federation for a report to the Members at the next Annual General Meeting. Such Auditor may not be a member of the Federation;
 - (c) **Board:** the Board of Directors of the Federation elected pursuant to these Bye-laws;
 - (d) **Days:** shall mean total days, irrespective of weekends or holidays;
 - (e) **Ordinary Resolution:** a resolution passed by the majority of votes cast in a General Meeting of Members for which proper notice has been given;
 - (f) **Registered Office:** the most recent address of record in the Register of Members or in the Register of Directors and Officers of the Federation;
 - (g) **Register of Members:** the Register of Members of the Federation maintained pursuant to Section 65 of the Act;
 - (h) **Register of Directors and Officers:** the Register of Directors and Officers of the Federation maintained pursuant to Section 92A of the Act;
 - (i) **Registrar:** the Registrar of Companies appointed under Section 3 of the Act or such person who may be performing his duties under the Act;
 - (j) **Special Resolution:** a resolution passed by not less than two-thirds of the votes cast at a General Meeting of Members for which proper notice has been given;
 - (k) **Fixtures Year:** being the hockey season as determined by the Board and being that period usually commencing in September of any year and usually ending in April of the immediate following year; and-
 - (l) **Rotation Year:** a year the last integer of which is 1,3,5,7 or 9
- 1.3 **Interpretation:** in these Bye-laws words stating the male gender shall include the female gender as well as corporate bodies, the words stating the singular shall include the plural and vice-versa.

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- 1.4 **Ruling on Bye-laws:** except as provided in the Act, the Board shall have the authority to interpret any provision of these Bye-laws which is contradictory, ambiguous or unclear.

ARTICLE 2 MEMBERSHIP

- 2.1 The Federation shall have the following categories of membership:

Clubs whose members on payment of the appropriate annual membership fees shall be classified in one of the following categories:

- (a) Senior Member;
- (b) Student Member;
- (c) Junior Member;

And the following who may or may not be club members:

- (d) Guest Member;
- (e) Honorary Vice President;
- (f) Honorary Life Member;
- (g) Official;
- (h) Umpire.

Senior Member: is any person who has attained the age of eighteen (18) years as of September 30th that year and who has paid the appropriate membership fees. Senior Membership gives full voting rights within the Federation.

Student Member: is any person who has attained the age of eighteen (18) years but is a student in full-time education in Bermuda and has paid the appropriate membership fees. Student membership gives full voting rights within the Federation.

Junior Member: is any person who has not attained the age of eighteen (18) years as of September 30th that year and who has paid the appropriate membership fees. Junior membership allows full voting rights within the Federation.

Guest Member: is any person who does not fall under any of the membership categories identified in 2.1(a), (b) or (c), and who has paid the appropriate membership fees. This entitles them to play in the Federation fixtures, but not to vote or hold office within the Federation.

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Honorary Vice President: shall be conferred at the discretion of the Board of Directors. The position shall be awarded to persons who have served on the Board and have made a substantial contribution to the Federation.

Honorary Life Member: shall be appointed at the discretion of the Board of Directors. The honour shall be awarded to persons who may be members or non-members of the Federation.

Unless current paid up members of the Federation, neither the Honorary Vice President nor the Honorary Life Member shall have voting rights in the Federation. They shall, however, have all other rights and privileges of the Federation, but they will not be required to pay the Federation memberships fee.

Official: is any person who acts as coach or manager for any Federation club or who has been appointed by the Board of Directors to act on behalf of the Federation.

Umpire: is anyone who acts as an umpire for the Federation or on behalf of the Federation.

An official or umpire may obtain voting privileges by paying the Federation membership fees.

2.2 No individual may be admitted as a Member unless he:

- (a) has made written application for membership in a manner prescribed by the Federation;
- (b) has been approved as a Member by the Federation;
- (c) has paid membership dues determined by the Federation.

In addition, the Board will not consider an application for individual membership in the period of seven (7) days before the scheduled date of a properly convened Annual General Meeting or Special General Meeting of the Federation.

The Board shall have discretion to approve additional membership categories from time to time as they see fit, and to set fees for such additional categories and notify such prospective members of the applicable fees for membership.

2.3 **Year:** unless otherwise determined by the Board, the membership year of the Federation is the period commencing at the date of the first match fixture occurring in a given year, and closing at the commencement of the first match fixture in the following year.

2.4 **Fees:**

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2.4.1. Club Fees

Each club that is affiliated with the Federation is responsible for the payment of an annual club fee, which is payable to the Federation in such installments and amounts as will be notified by the Federation to each club from time to time. Each club is responsible for the submission of annual membership forms for each playing member of that club, in the membership categories of Senior, Student, Junior and Guest as defined in clause 2.1

2.4.2. Individual Fees

Any person who is not affiliated with a club and who wishes to be admitted to membership of the Federation, is responsible for the submission of an annual membership form and the payment of an annual fee which is payable to the Federation in such installments and amounts as will be notified by the Federation to the individual upon application.

2.5 **Deadline:** club fees should be paid before the first Federation sanctioned game is played by that club. Unless currently paid up, clubs may not be permitted to participate in Federation games. Collection of said membership fee is to be the responsibility of an identified representative of each club, who will then submit the appropriate fee to the Honorary Treasurer of the Federation, any member of the Board of Directors, or an appointed representative by the Board of Directors.

2.6 **Resignation:** a Member may resign from the Federation by giving written notice to the Secretary, except that a member may not resign from the Federation when the member is subject to disciplinary investigation or action of the Federation

2.7 The Board of Directors may, by two-thirds (2/3) of the votes cast, suspend immediately and recommend to the Disciplinary Committee, the termination of the membership of any member, including a member of the Board of Directors, under circumstances which may include the following:

- (a) non-payment of appropriate membership fee;
- (b) gross neglect of duty; or
- (c) behaviour likely to bring discredit to the Federation.

The expulsion of any member, upon recommendation of the Disciplinary committee, shall not be valid until confirmed by a two-thirds (2/3) majority of the Board of Directors.

2.8 **Discipline:** in addition to the suspension or expulsion for failure to pay membership dues, a Member may be suspended or expelled from the Federation, or have other membership restrictions or sanctions imposed on him, in accordance with the Federation's Policies & Procedures relating to discipline of Members.

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- 2.9 **Liable for Dues:** a member who resigns or who is suspended or expelled from the Federation remains liable for any outstanding dues owed to the Federation prior to their resignation, suspension or expulsion.
- 2.10 **Definition:** a Member of the Federation shall be in good standing if he:
- (a) has not resigned from the Federation;
 - (b) owes no outstanding membership fees or other debts to the Federation;
 - (c) has not been suspended or expelled from membership, or had other membership restrictions or sanctions imposed upon them;
 - (d) has complied with the Bye-laws, policies and rules of the Federation; and
 - (e) is not subject to a disciplinary investigation or action of the Federation.
- 2.11 **Cease to be in good standing:** members who cease to be in good standing shall not be entitled to the benefits and privileges of membership of the Federation, including the right to vote, until such time as the Board is satisfied that the member has restored themselves to good standing.

ARTICLE 3 GOVERNANCE

- 3.1 **Board of Directors:** the Board of Directors shall consist of the following:
- (a) a President, who is elected by the members and who shall not be required to stand for re-election until the third Annual General Meeting after the Annual General Meeting at which he or she was elected;
 - (b) not less than four (4) and no more than eight (8) Directors, who are elected by the members.
- 3.2 **Duties of the Board of Directors**
- The duties of the Directors of the Federation shall include (but not be limited to) the following:
- (a) assist the President and Vice-President, as required. In the absence of both the President and the Vice-President, chair AGMs, SGMs, Management and Board meetings of the Federation;
 - (b) be signing officers of the Federation;
 - (c) be responsible for activities and initiatives that contribute to a better understanding of the objectives and policies of the Federation, primarily amongst the members;
 - (d) advocate the expansion of club hockey and encourage projects with that objective;
 - (e) consider and ratify major policy statements and objectives;
 - (f) facilitate the evaluation of the policies and objectives of the Federation;

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- (g) approve all funds to be disbursed;
 - (h) recommend the annual operating budget to the Management Committee for approval;
 - (i) review major financial matters of the Federation;
 - (j) establish special committees and either name the members or delegate authority for so doing;
 - (k) appoint, where necessary:
 - (i) chairpersons of Standing and Special Committees; and
 - (ii) Public Relations Officer;
 - (l) recommend members for Honorary Life Membership; and
 - (m) exercise such other authority may be delegated to it at General Meetings of the Federation.
- 3.3 **Powers of the Federation:** except as otherwise provided in the Act or by these Bye-laws, the Board has the powers of the Federation and may delegate any of its powers, duties and functions.
- 3.4 **Management of the Federation:** the affairs of the Federation shall be managed by the Board. The Board may make policies and procedures for managing the affairs of the Federation in accordance with the Act and these Bye-laws.
- 3.5 **Discipline:** the Board may make policies and procedures relating to discipline of members, and shall have the authority to discipline Members in accordance with such policies and procedures.
- 3.6 **Dispute Resolution:** the Board may make policies and procedures relating to the resolution of disputes within the Federation and all disputes shall be dealt with in accordance with such policies and procedures.
- 3.7 **Employment of Individuals:** the Board may employ or engage under contract such individuals as it deems necessary to carry out the work of the Federation.
- 3.8 **Eligibility:** persons who are twenty-one (21) years of age or older, who have the power under law to contract, who are not bankrupt, who are not under conviction for a criminal offence, who support the purposes of the Federation, and who are resident in Bermuda may be nominated for election as a Director.
- 3.9 **Nomination:** an individual may be nominated for election as a Director, either in writing prior to the Annual General Meeting or verbally at the Annual General Meeting.
- 3.10 **Election:** the election of Directors shall take place at the Annual General Meeting by those members present and eligible to vote.
- 3.11 **Length of Term:** with the exception of the President, the Directors shall serve terms of two (2) years. At every annual general meeting held in a Rotation Year, one half of the Directors (other than the President) or if the number of directors is not

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even, then the number nearest to but not less than one half, shall retire from office but shall remain eligible for re-election.

- 3.12 **Resignation:** a Director may resign from the Board at any time by presenting their notice of resignation to the Board. This resignation shall become effective on the date the resignation is accepted by the Board. However, a Director may not resign from the Federation when the Director is subject to a disciplinary investigation or other action of the Federation.
- 3.13 **Vacate Office:** the office of any Director shall be vacated automatically if the Director dies, ceases to be a Member in good standing of the Federation, ceases to reside in Bermuda, or if the Director without reasonable cause, fails to attend three (3) consecutive meetings of the Board.
- 3.14 **Removal:** a Director may be removed by Special Resolution of the Members present at General Meeting, provided the Director has been given at least fourteen (14) days notice of and the opportunity to be present and to be heard at such a meeting.
- 3.15 Where the position of a Director becomes vacant for any reason, the Board may appoint a qualified individual to fill the vacancy for the remainder of the vacant position's term of office.
- 3.16 **Number of Meetings:** the Board shall hold at least four (4) meetings per year and the Board may regulate its meetings as it sees fit.
- 3.17 **Call of Meeting:** the meetings of the Board shall be at the call of the President. The President shall call a meeting if a majority of Directors then holding office make a written request to call a meeting.
- 3.18 **Notice:** written notice of the Board Meetings shall be given to all Directors at least three (3) days prior to the date of the meeting.
- 3.19 **Quorum:** a simple majority of Directors then holding office shall represent quorum.
- 3.20 **Chair:** if the President is absent from the meeting, the Board shall appoint from among its members in attendance a Director to chair the meeting.
- 3.21 **Voting:** unless specified otherwise, questions shall be decided by majority vote, where the Chair of the meeting carries a vote and where a tie vote shall fail. Voting shall be by show of hands unless a majority of the Directors in attendance approve a secret ballot.
- 3.22 **Electronic Meetings:** a meeting of Directors may be held by telephone or by other electronic technology that permits all Directors to communicate with each other simultaneously and instantaneously. Participation in an electronic meeting shall constitute presence in person at such a meeting.

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- 3.23 **Written Resolution:** a resolution in writing, signed by all Directors and placed with the minutes of the meeting of the Directors is as valid and effective as if regularly passed at a meeting of Directors.
- 3.24 **Officers:** the Officers of the Federation shall be the President, Vice president, Treasurer and Secretary. Except for the President, the remaining officers shall be appointed by the Board from among its own members at the first Director's meeting after the Annual General Meeting.

The duties of the Officers are as follows:

3.25 The **President** shall:

- (a) exercise a general supervision and control over the Officers and business of the Federation;
- (b) work closely with the Officers and the Board to ensure that the objectives of the Federation are being met;
- (c) preside, when possible, at all AGMs and SGMs and, when possible, at all meetings of the Management Committee and Board of Directors;
- (d) be a signing officer of the Federation;
- (e) conduct international correspondence and other correspondence in which the opinion of the Federation must be presented;
- (f) act as the Head of Delegation at major tournaments in which the National teams are participating. This function may be delegated to an alternative representative;
- (g) take an active role in the planning and organisation of the major events of the Federation;
- (h) chair any Emergency Committees when possible;
- (i) report to the Board on a regular basis;
- (j) provide assistance and guidance to the elected Vice President of the Federation on the fulfillment of their responsibilities.

3.26 The **Vice President** shall:

- (a) assist the President and in the absence of the President, or as required, chair AGMs, SGMs, Management and Board Meetings of the Federation;
- (b) develop a communication plan for the Board which will maintain a workable, fully effective structure for the Federation;
- (c) be a signing officer for the Federation;
- (d) advocate the expansion of club hockey and encourage projects with that objective.

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3.27 The **Honorary Treasurer** shall:

- (a) exercise a general supervision and control over the financial operations of the Federation;
- (b) ensure that the books and accounts of the Federation are kept according to generally accepted accounting procedures, including records of all receipts, credits, payments, assets, and liabilities, and of all other matters necessary for showing the true state and condition of the Federation;
- (c) ensure that funds are disbursed as approved by the Board;
- (d) ensure that the books and accounts of the Federation are closed at the fiscal year end and are audited by a Federation approved auditor;
- (e) ensure that an annual budget of the Federation's expenses, based on income from annual dues and other allowable sources, is prepared for and presented to the Board;
- (f) recommend a fee schedule for the next fiscal year and present it to the Management Committee for approval, to the Board for ratification, and to the AGM for information;
- (g) ensure that all revenue is deposited with an approved financial institution;
- (h) ensure that a report of payments and receipts is submitted at each meeting of the Board; and
- (i) be a signing officer of the Federation.

3.28 The **Secretary** shall:

- (a) be responsible for maintaining the original constitution of the Federation, all subsequent revisions and amendments thereto, and the policies and procedures manual;
- (b) file the appropriate Annual Reports;
- (c) arrange for the recording of the minutes of all AGMs, SGMs, Management and Board meetings and distribute these minutes appropriately, when ever possible;
- (d) ensure that the notice of the time and place of all AGMs, SGMs, Management and Board meetings be issued;
- (e) be responsible for the preparation of agendas for all AGMs, SGMs, Management and Board meetings of the Federation;
- (f) ensure that an accurate file of all minutes, correspondence, and reports pertaining to the business of the Federation is kept;
- (g) be a signing officer of the Federation;
- (h) maintain the current statutory records, being; and
 - (i) registered office;

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- (ii) register of members;
- (iii) register of Directors and Officers
- (i) file the necessary statutory annual returns with:
 - (i) Company Registrar;
 - (ii) Charities Commissioner.

3.29 **Vacancy:** where the position of an Officer becomes vacant for whatever reason, the Board may appoint a qualified individual to fill the vacancy for the remainder of the Officer's term.

3.30 **Removal:** an Officer may be removed by Special Resolution of the Members present at a general Meeting, provided the Officer has been given at least fourteen (14) days' notice of an opportunity to be present and to be heard at such a Meeting.

3.31 The **Management Committee** shall comprise of:

- (a) any two (2) Officers and any two (2) Directors;
- (b) a representative from the Umpiring Committee;
- (c) a representative from the Technical Committee;
- (d) a representative from the Coaches Committee;
- (e) a Public Relations Officer;
- (f) a representative from each club, with any club that fields more than one team being eligible to appoint one additional representative in respect of each additional team;
- (g) the Management Committee shall meet a minimum of four (4) times each year;
- (h) the Management Committee meetings may be called by the President or by a majority of the members of the Management Committee with a minimum of fourteen (14) day's notice;
- (i) a quorum for a Management Committee meeting shall be any two (2) Directors and fifty per cent. (50%) of the clubs' representatives;
- (j) voting at a Management Committee meeting shall be by show of hands or votes cast by each member of the Management Committee;
- (k) each Management Committee member present shall be entitled to one vote and the maximum number of persons present and entitled to vote at a Management Committee meeting shall be eight (8) persons, per (a) to (e) above plus a single representative from each club, per (f) above;
- (l) there shall be no voting proxy;
- (m) voting shall be determined on the basis of a numerical majority.

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3.32 **Other Committees:** the Board may appoint such other committees as it deems necessary for managing the affairs of the Federation and may appoint members of committees, may prescribe the duties of committees and may delegate to any committee of its powers, duties and functions except where prohibited by the Act or these Bye-laws.

- (a) Standing Committees shall be committees that have a continuing responsibility in areas of the Federation's interest as defined by the Board;
- (b) Special Committees shall be appointed by the Board at any time it is necessary to refer an issue for special consideration. The Special Committee shall exist for only as long as is necessary to discharge that function and it shall be responsible to the appointing body.
- (c) All Committees shall recommend policy within their specific area of jurisdiction.
- (d) The chair of each Committee shall be responsible to the Board and report to the Board.
- (e) Decision making shall be determined on the basis of a numerical majority.
- (f) All Committee members shall be entitled to one (1) vote.
- (g) In the event of a tie-vote, the Chair shall cast the deciding vote.
- (h) There shall be no voting by proxy.
- (i) The President and Vice-President shall be ex-officio members of all committees on which they are not a designated member. The President and Vice-President shall not carry a vote where representation is as an ex-officio member.
- (j) Quorum: A quorum for any other committee shall be a simple majority of its voting members.

3.33 **Vacancy:** when a vacancy occurs on any committee, the Board may appoint a qualified individual to fill the vacancy for the remainder of the committee's term.

3.34 **Removal:** the Board may remove any Member which it has appointed to any committee.

3.35 All Directors, Officers and Members of committees shall serve their term of office without remuneration except for reimbursement of reasonable expenses in accordance with policies approved by the Board from time to time.

3.36 A Director, Officer or Member of a committee who has an interest, or who may be perceived as having an interest, in a proposed contract or transaction with the Federation shall disclose fully and promptly the nature and extent of such interest to the Board or committee, as the case may be; shall refrain from voting or speaking in debate on such contract or transaction; and shall otherwise comply with the requirements of the Act regarding the conflict of interest.

ARTICLE 4 MEETING OF MEMBERS

- 4.1 **Types of Meetings:** General Meetings of Members shall include Annual General Meetings ("AGM") and Special General Meetings ("SGM").
- 4.2 **Notice:** written notice of General Meetings, including an Annual General meeting or Special General Meeting, shall be fourteen (14) days' notice and shall be given to Members by way of a notice published in a national newspaper. Such written and published notice must include the agenda for the meeting. The notice shall also be published on the date of the meeting.
- 4.3 **Annual General Meeting:** the Federation shall hold an Annual General Meeting of members in Bermuda each year, such AGM to be held in the period between the end of the season and the commencement of the following season and at such date, place and time as may be determined by the Board.
- 4.4 **Special General Meeting:**
- (a) a Special General meeting of the Members may be called at any time at the discretion of the Board or upon the written requisition of ten (10) per cent. of the voting members of the Federation;
 - (b) all resolutions presented at a Special General Meeting will be deemed to be Special Resolutions and therefore subject to voting as per 4.8(b).
- 4.5 **Quorum:** a quorum for General Meetings of the Federation shall comprise thirty-three (33) per cent. of the registered Voting Members or twenty-five (25) people (whichever is the lowest).
- 4.6 **Business at Meetings** shall include:
- (a) to receive the report from the President and any other members of the Board of Directors as may have been requested;
 - (b) to receive the Treasurer's report;
 - (c) election of the President and other Directors;
 - (d) appointment of the Auditor; and
 - (e) any other business that may be conducted at the AGM.
- 4.7 **Nominations for President and other Directors**
- (a) Those persons wishing to be considered for the position of President or other Directors must submit or cause their nominations to be submitted to the Secretary no later than 5.00pm three (3) business days prior to the Meeting.

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- (b) Should no nominations for the position of President or other Directors be received by the Secretary in accordance with (a) above, the Board will permit nominations to be submitted during any General Meeting of the Federation which has been convened to consider the appointment and/or resignation of the President and/or other members of the Board.

4.8 **Voting:** unless specified otherwise:

- (a) resolutions shall be decided by a simple majority vote, where a tie-vote shall fail;
- (b) a special resolution shall be decided by two-thirds (2/3) majority of the members present and entitled to vote;
- (c) for the purposes of this section an abstention from voting shall not count as a vote;
- (d) for the purposes of this section, voting by proxy shall not be permitted;
- (e) voting shall be by a show of hands unless a majority of members present at the meeting and entitled to vote approve a secret ballot.

4.9 **Written Resolutions:** a resolution in writing, signed by the Members who at the date that the notice is given represent such majority of votes as would be required if the resolution was voted on at a meeting of Members at which all Members entitled to attend and vote thereat were present and voting.

4.10 **Adjournment:** a General Meeting may be adjourned from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the original meeting. When a meeting is adjourned for ten (10) days or more, notice of the adjourned meeting shall be given as if it was a new meeting.

ARTICLE 5 FINANCIAL MANAGEMENT

5.1 **Fiscal Year:** may be determined by resolution of the Board, failing such resolution shall be the 31st of May of each year.

5.2 **Auditor:** shall be determined at each general meeting, or determined by resolution of the Board.

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- 5.3 **Signing Authority:** the Board shall designate from among the Officers two (2) or more individuals who shall have signing authority for all financial transactions and contacts conducted in the name of the Federation. All such transactions and contracts shall require two signatures.
- 5.4 **Property:** in accordance with the Act and with the Federation's Memorandum of Association, the Federation may acquire, lease, sell or otherwise dispose of securities, lands, buildings or other property, or any right or interest therein, for such consideration and upon such terms and conditions as the Board may determine.
- 5.5 **Borrowing:** the Board may from time to time borrow money upon the credit of the Federation in such amounts and upon such terms as the Board may determine. Full disclosure must be made to the membership at a General meeting for their ratification prior to closure of any borrowing transaction.
- 5.6 **Books, Records and Minutes:** the Board shall ensure that all books, records and minutes of the Federation required to be kept by the Act, these Bye-laws or any other statute or law are regularly and properly kept and are open to inspection by the Members and Directors in accordance with the Act.

ARTICLE 6 INDEMNIFICATION

- 6.1 **Shall Indemnify:** the Federation shall indemnify and hold harmless out of the funds of the Federation each Director and Officer from and against any and all claims, demands, actions or costs which may arise or be incurred as a result of occupying the position or performing the duties of a Director or an Officer.
- 6.2 **Waiver of Claim by Member:** each member agrees to waive any claim or right of action such member might have against any Director or Officer on account of any action taken by such Director or Officer, of the failure of such Director or Officer to take any action in the performance of the duties of a Director or Officer.
- 6.3 **Shall Not Indemnify:** the Federation shall not indemnify a Director or Officer or any other individual for acts of willful fraud or dishonesty.
- 6.4 **Insurance:** the Federation may purchase and maintain insurance for the benefit of its Directors and Officers, as the Board may determine.

ARTICLE 7 NOTICE

- 7.1 **Written Notice:** in these Bye-laws, written notice shall mean notice which is published in a daily newspaper distributed in Bermuda, or which is hand-delivered, faxed, e-mailed or provided by mail or courier to the Registered Officer of the Federation, Director or Member as the case may be.

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- 7.2 **Date of Notice:** date of notice shall be the date on which the notice is published in the daily newspaper distributed in Bermuda, or the date on which receipt of the notice is confirmed verbally where the notice is hand-delivered, electronically where the notice is faxed or e-mailed, in writing where the notice is couriered, or in the case of notice which is provided by mail, five (5) days after the date of mail is post marked.
- 7.3 **Error in Notice:** the accidental omission to give notice of a meeting of the Directors or the Members to, or the non-receipt of notice of a meeting of the Directors or Members by any persons entitled to receive notice shall not invalidate the proceedings of the meeting.

ARTICLE 8 CUSTODY/USE OF SEAL/LOGO

- 8.1 The seal/logo of the Federation may only be used with the approval of the Federation's Honorary Secretary who will have had the use approved by the Board.

ARTICLE 9 DRUG POLICY

- 9.1 The Federation supports, without reservation, drug-free sport and efforts, both locally and internationally, to eradicate drug cheating in sport.

Accordingly all athletes, athlete support personnel and persons under the jurisdiction of the Federation shall be bound by the provisions of the World Anti-Doping Agency ("WADA") code and the rules and procedural guidelines of WADA and of its local affiliate, the Bermuda Sport Anti Doping Authority ("BSADA").

Further, the acceptance for membership of the Federation at any and all levels – athletes, support personnel and other persons – shall imply acceptance by those persons of their being bound and subject to the Anti-Doping Rules of the International Federation to which the Federation is affiliated, the International Hockey Federation ("FIH"), the BSADA and the Bermuda Olympic Association ("BOA").

The Federation in conjunction with BSADA will ensure that programs are in place to educate athletes and athlete support personnel.

The Federation shall require all athletes as required by the BSADA to make themselves available for sample collection by providing accurate and up to date whereabouts information to the BSADA according to the WADA code.

The Federation is a signatory to the BSADA Domestic Programme which seeks to eradicate the use of illicit drugs in sport and therefore agrees with and accepts its

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responsibility to all procedural requirements in support of this programme as outlined in the BSADA Standard Operating Procedures.

The Board shall appoint each year a BSADA representative.

ARTICLE 10 AMENDMENT OF BYE-LAWS

- 10.1 **Special Resolution:** these Bye-laws may only be amended, revised, repealed or added to by a Special Resolution.
- 10.2 **Notice:** the fourteen (14) days written notice of the General Meeting of the Federation must include details of the proposed resolution to change these Bye-laws.
- 10.3 **Registration:** once approved by the Members, the amended Bye-laws shall take effect only after the acceptance by the Registrar.

ARTICLE 11 AMENDMENT OF POLICIES AND PROCEDURES

- 11.1 The Policies and Procedures of the Federation may be amended by:
- (i) a resolution passed by a majority of two thirds (2/3) of the members present and entitled to vote at an Annual General Meeting or Special General Meeting, provided due and proper notice of that meeting has been given; or
 - (ii) a resolution passed by a majority of two thirds (2/3) of the members present and entitled to vote at a Management Committee meeting.

ARTICLE 12 ADOPTION OF BYE-LAWS

- 12.1 **Ratification by Members:** these bye-laws were ratified by a Special resolution of the Members on 3rd October, 2000, and further amended on 24 June, 2003, 30 December, 2008 and 8 September, 2010.
- 12.2 **Repeal of Prior Bye-laws:** in ratifying these Bye-laws, the Members of the Federation repeal all prior Bye-laws of the Federation, such repeal to be effective on the date that these Bye-laws are accepted by the Registrar. Such repeal shall not impair the validity of any action taken pursuant to the repealed Bye-laws.
- 12.3 **Enactment of Bye-laws:** these Bye-laws are hereby enacted and shall come into force upon their acceptance by the Registrar.

BYE-LAWS

ARTICLE 13 ADOPTION OF POLICIES AND PROCEDURES

- 13.1 **Ratification by Members:** the Policies and Procedures were ratified by a Special Resolution of the Members on 3rd October, 2000.
- 13.2 **Repeal of Prior Policies and Procedures:** in ratifying the Policies and Procedures, the Members of the Federation repeal all prior Policies and Procedures of the Federation, such repeal to be effective on the date that the Policies and Procedures are accepted by the Registrar. Such repeal shall not impair the validity of any action taken pursuant to the repealed Policies and Procedures.

President