



INFORMATION BULLETIN 22-04

November 1, 2022

Notice of 2022 Annual General Meeting

Hockey Alberta is hosting its Annual General Meeting (AGM) on Thursday, December 1. The meeting will be held virtually, using Zoom, starting at 7:00 PM (MST).

It is important for Executive Members of Member organizations (MHAs, Recreational/ Pond Hockey Programs, Para/ Sledge Hockey Programs, Accredited Schools, Junior Leagues and Senior Leagues) to attend the AGM to exercise your right to vote in the elections and for Notices of Motion. It is also important for sanctioned Minor Hockey Leagues to attend to obtain valuable information.

[AGM REGISTRATION >](#)

The Annual Meeting of Hockey Alberta is held within six (6) months of the conclusion of the fiscal year. Hockey Alberta's fiscal year runs August 1 to July 31. In addition to any other business that may be transacted, the following business shall be conducted this year:

- The election of the Chair and Vice Chair, each for a three-year term;
- The presentation of the independent auditor's report and financial statements;
- The appointment of the auditor for the ensuing fiscal year; and
- The report of the Directors, if any.

Additionally, the 2022 AGM will include two Notices of Motion that are being presented by Hockey Alberta's Board of Directors to amend Bylaws related to 'Nominations' and 'Board Positions' (***see the Notices of Motion included with this Bulletin***).

Based on the outcome the Notices of Motion, the business of the AGM may include the election of one Director at Large position, for a three-year term.

VOTING

Please note that any overdue accounts must be paid in full for Members to be eligible to vote at the Annual General Meeting. Please refer to Article 4, 4.7 and 4.8 of the Hockey Alberta Bylaws for information about voting privileges/ procedures.

For the purposes of this online meeting, voting will be conducted using the Sport Law's Simply Voting platform. **Only registered Voting Members who complete and submit the [online AGM Registration form](#) will be included in the voting list and entitled to vote.** Please ensure your Member organization's President/ General Manager has completed the registration process, identifying your voting delegate prior to the **Friday, November 18 registration deadline**. Attendance and Voting Instructions will be sent to properly registered voting delegates after the registration deadline has passed.

During the AGM, each motion, and the voting options, will be shared via an email to all voting members. Voting Delegates will be afforded a reasonable amount of time to vote on the motion and the voting scrutineer will monitor the incoming votes to ensure that all votes are collected. At the conclusion of the voting time period or upon confirmation of all votes by the voting scrutineer, the voting poll will close.



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NOMINATIONS UPDATE

Each year the Board has worked to improve the nominations process to attract and retain high-quality candidates who bring varying experiences and perspectives to the governance of Hockey Alberta. Bylaw 5.2 provides:

The Directors may approve a recommended slate of Directors and Officers, after considering the recommendation of the nominating committee and accompanying information, which will be delivered to the Members with the notice of the Annual General Meeting each year.

The Board has implemented the provisions of this Bylaw and is recommending two candidates for election by the Members to fill the Chair and Vice Chair positions. As well, one candidate is being recommended for the pending Director at Large position, based on the outcome of the Notices of Motion.

In examining the Board's strengths and areas for improvement, key recruitment criteria for the types of skills, experience and diversity needed on the Board were developed to guide this year's search. The independent Nominations Committee was then selected and tasked to conduct a search for candidates that met as many of the key criteria as possible. The committee was the same diverse group that was used the previous two years with committee members bringing expertise in the areas of Hockey Alberta Board, recruitment, and diversity and inclusion.

Further to the Hockey Alberta Recruitment Notice ([Information Bulletin 21-13](#)), a total of five applications were received by the Nominations Committee. A thorough assessment process was conducted, including reviewing any potential conflicts of interest and completing reference checks. The Nominations Committee provided its recommendation to the Board Governance Committee of three recommended candidates. The Governance Committee presented the recommendations for approval to the Board and the Board voted to present the following recommended candidates for election to the Board at the 2022 Hockey Alberta Annual General Meeting on Thursday, December 1:

Position	Nominees	Hometown
Chair	Len Samletzki	St. Albert
Vice Chair	Allan Mowbray	Calgary
Director at Large	Danielle Paradis	Edmonton

Included with this Bulletin (and also available for review on the AGM page on the Hockey Alberta website) is a brief questionnaire completed by each nominee. A short video of each nominee will be added in the coming weeks. Candidate information can be accessed at the following link:

[2022 Board of Directors Candidates >](#)

Per Hockey Alberta Bylaw 5.2, further nominations may be submitted up to fourteen (14) days prior to the AGM. The deadline for nominations is November 17, 2022 at 11:59 PM (MST). The nomination form and individual questionnaire is available on the Hockey Alberta website at the following link:

[Board of Directors Nomination Form >](#)

After the Nomination deadline has passed a final Information Bulletin containing the names of all nominees will be distributed.



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NOTICES OF MOTION

Attached to this Bulletin is information pertaining to two **Notices of Motion** for Bylaw amendments that are being put forth by the Board of Directors. The proposed changes will be on the agenda to be presented to the membership during the Annual General Meeting on Thursday, December 1.

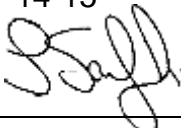
N.O.M. #1	Article 5	5.2	"Nominations"
N.O.M. #2	Articles 1, 5, 7	1.7, 5.1, 7.1, 7.2, 7.3, 7.4	"Board Positions"

More details about the 2022 Annual General Meeting can be found online at the [2022 AGM page](#) on the Hockey Alberta website.



NOTICE OF MOTION

N.O.M. #: 1
BYLAW #: Article 5
SUBMITTED BY: Board of Directors

PAGE #: 14-15
SIGNATURE: 

CURRENT WORDING (if applicable):

5.2 Nominations

The Directors will appoint a nominating committee, which will be charged with the task of preparing a suggested slate of Directors and Officers who are to be nominated for election at the Annual General Meeting. The suggested slate will be submitted to the Directors together with the recommendation of the nominating committee, the written nomination of each individual by a Member in good standing and the qualifications and written consent of the suggested individual candidates. The Directors may approve a recommended slate of Directors and Officers, after considering the recommendation of the nominating committee and accompanying information, which will be delivered to the Members with the notice of the Annual General Meeting each year.

Nominations received too late for the nominating committee to consider in their recommendation to the Directors, but which are received in time to be sent with the notice of the Annual General Meeting or the supplemental materials, as described below, will not be accompanied by the recommendation of the Directors.

Any Member in good standing may nominate an individual to stand for election as a Director or Officer, provided the individual is properly qualified and has provided their written consent to act as a Director or Officer. Such nomination, together with the qualifications of the individual and their written consent must be delivered to the head office of Hockey Alberta by midnight on the 14th day preceding the Annual General Meeting. Nominations after such date will not be allowed, including nominations from the floor at the Annual General Meeting, unless there are not enough nominations to fill the positions that are up for election at that Annual General Meeting. All nominations received in sufficient time before delivering notice of the Annual General Meeting will be sent to the Members with the notice of the Annual General Meeting. All nominations received after notice of the Annual General Meeting has been sent, will be delivered to the Members by way of supplemental materials as soon as is reasonably practical following the expiry of 14 days before the Annual General Meeting. The supplemental materials will include the nomination and the nominee's qualifications and written consent.

If there are no nominees other than the slate recommended by the Directors, the slate will be declared elected at the meeting. If there is more than one nomination for any position to be filled, an election will be held for that position at the Annual General Meeting.

Directors and Officers elected or appointed pursuant to these bylaws will take office, and the prior Directors and Officers will cease to hold office, commencing at the conclusion of the meeting at which they were elected or appointed.



NOTICE OF MOTION

PROPOSED WORDING:

5.2 Nominations

The Directors will appoint a nominating committee, which will be charged with the task of preparing a suggested slate of Directors ~~and Officers~~ who are to be nominated for election at the Annual General Meeting. **Potential candidates must apply to the head office of Hockey Alberta by midnight on the 30th day preceding the Annual General Meeting. Nominations after such date will not be allowed, including nominations from the floor at the Annual General Meeting.** The suggested slate will be submitted to the Directors together with the recommendation of the nominating committee, ~~the written nomination of each individual by a Member in good standing~~ and the qualifications ~~and written consent~~ of the suggested individual candidates. The Directors may approve a recommended slate of Directors ~~and Officers~~, after considering the recommendation of the nominating committee and accompanying information, which will be delivered to the Members with the notice of the Annual General Meeting each year.

~~Nominations received too late for the nominating committee to consider in their recommendation to the Directors, but which are received in time to be sent with the notice of the Annual General Meeting or the supplemental materials, as described below, will not be accompanied by the recommendation of the Directors.~~

~~Any Member in good standing may nominate an individual to stand for election as a Director or Officer, provided the individual is properly qualified and has provided their written consent to act as a Director or Officer. Such nomination, together with the qualifications of the individual and their written consent must be delivered to the head office of Hockey Alberta by midnight on the 14th day preceding the Annual General Meeting. Nominations after such date will not be allowed, including nominations from the floor at the Annual General Meeting, unless there are not enough nominations to fill the positions that are up for election at that Annual General Meeting. All nominations received in sufficient time before delivering notice of the Annual General Meeting will be sent to the Members with the notice of the Annual General Meeting. All nominations received after notice of the Annual General Meeting has been sent, will be delivered to the Members by way of supplemental materials as soon as is reasonably practical following the expiry of 14 days before the Annual General Meeting. The supplemental materials will include the nomination and the nominee's qualifications and written consent.~~

~~If there are no nominees other than the slate recommended by the Directors, the slate will be declared elected at the meeting. If there is more than one nomination for any position to be filled, an election will be held for that position at the Annual General Meeting.~~

Directors ~~and Officers~~ elected or appointed pursuant to these bylaws will take office, and the prior Directors ~~and Officers~~ will cease to hold office, commencing at the conclusion of the meeting at which they were elected or appointed.



NOTICE OF MOTION

RATIONALE FOR CHANGE:

Removal of the term 'Officers' within this bylaw is housekeeping and a result of the fact that the nomination and election processes do not use this term. Individuals are nominated and elected as a Director or a specific position and the term 'Officer' refers to their specific role within the Board after being elected.

Removal of the ability for a candidate to put their name forward without being assessed by the nominating process ensures all candidates are properly vetted and follow the same process.

The requirement for an individual to be nominated by a member to stand for election has also been removed. The rationale is that the membership vote for the candidates for election at the AGM and the nominating committee completes background checks prior to putting forward the slate. Having a member nominate an individual for election does not provide any additional assurance or credibility given the nominating process that is in place. Good candidates for the Board have the potential to be left out of the process with the current bylaw simply because they may not have a connection to a specific member organization. This change would allow the nomination to be completed and does not affect the election process in any manner.

Adjustment of the deadline for nominations to 30 days prior to the Annual Meeting provides more time for the Members to properly review the slate of nominees and be prepared to vote at the meeting. This also allows the nominating committee sufficient time to assess any candidate whom puts their name forward.



**NOTICE OF MOTION
AMENDMENT TO BYLAWS**

N.O.M. #: 2

BYLAW #: Article 1, 5, 7

PAGE #: 7-8, 14, 18-19

SUBMITTED BY: Board of Directors

SIGNATURE:

CURRENT WORDING (if applicable):

Article 1 – Interpretation

1.7 Definitions

- (k) "Finance Director" for the Board of Hockey Alberta shall mean the individual appointed annually by the Board of Directors after completion of a recruitment and selection process led by the Board
- (cc) "Past Chair" means the individual who was the Chair for the term immediately prior to the election of a new Chair
- (jj) "Vice-Chair" means the individual elected by the Members to be the Vice-Chair of the Board for Hockey Alberta

Article 5 – Directors and Directors Meetings

5.1 Board

- (a) The Board shall be comprised of nine (9) individuals being the Past Chair and eight (8) Directors (including the Chair, the Vice-Chair, the Finance Director and five (5) Directors at large). The Chair, the Vice-Chair, and the five (5) Directors at large are elected by the Members. Each Director will serve a term of three years from the date of election to the Board by the Members. The Chair may serve a maximum of two three-year terms as Chair.

Article 7 – Officers

7.1 Officers

The Officers of Hockey Alberta shall be and consist of the following:

- (a) Chair;
- (b) Vice-Chair;
- (c) Finance Director;

7.2 Chair

The Chair shall preside and chair all General Meetings and Special Meetings and meetings of the Board and shall represent Hockey Alberta at all Hockey Canada meetings.

7.3 Vice-Chair

The Vice-Chair shall, in the absence or inability of the Chair, assume the duties of the Chair and shall, in that event, have all the powers, authority and restrictions of the Chair.

7.4 Finance Director

The Finance Director will be responsible for ensuring that proper books and records are kept and maintained and that audited financial statements for Hockey Alberta are prepared and available to the Members.



NOTICE OF MOTION AMENDMENT TO BYLAWS

PROPOSED WORDING:

1.7 Definitions

- ~~(k) "Finance Director" for the Board of Hockey Alberta shall mean the individual appointed annually by the Board of Directors after completion of a recruitment and selection process led by the Board;~~
- ~~(cc) "Past Chair" means the individual who was the Chair for the term immediately prior to the election of a new Chair;~~
- ~~(jj) "Vice Chair" means **the Director internally appointed by the Board** to be the Vice-Chair of the Board for Hockey Alberta.~~

5.1 Board

- (a) The Board shall be comprised of nine (9) individuals **being the Chair and eight (8) Directors. The Chair and the Directors are elected by the Members, pursuant to nomination and election procedures set out herein.** Each Director shall serve a term of three years from the date of election to the Board by the Members. The Chair may serve a maximum of two three-year terms as Chair.

Article 7 – Officers

7.1 Officers

A minimum of three (3) Officers of Hockey Alberta shall be appointed by the Board of Directors.

~~The Officers of Hockey Alberta shall be and consist of the following:~~

- ~~(d) Chair;~~
- ~~(e) Vice-Chair;~~
- ~~(f) Finance Director;~~

7.2 Chair

~~The Chair shall preside and chair all General Meetings and Special Meetings and meetings of the Board and shall represent Hockey Alberta at all Hockey Canada meetings.~~

7.3 Vice-Chair

~~The Vice-Chair shall, in the absence or inability of the Chair, assume the duties of the Chair and shall, in that event, have all the powers, authority and restrictions of the Chair.~~

7.4 Finance Director

~~The Finance Director will be responsible for ensuring that proper books and records are kept and maintained and that audited financial statements for Hockey Alberta are prepared and available to the Members.~~

If approved, this amendment would require adjustments to the numbering within 1.7 Definitions and the term 'Officers' would have to be removed from Bylaws 5.2 and 5.15.



**NOTICE OF MOTION
AMENDMENT TO BYLAWS**

RATIONALE FOR CHANGE:

This amendment includes the removal of the position of Past Chair as well as the titles of Vice Chair and Finance Director. The total composition of the Board would remain at nine (9) individuals by adjusting these two appointed and one elected position to three Director positions that are all elected by the Members.

The role of the Past Chair would be removed as it does not provide significant value to the organization and the Board believes having that position filled by another elected Director is more beneficial. The Vice Chair position would be removed as this position does not have any official duties outlined within the Bylaws that cannot be performed by any other Director.

The Finance Director position was previously appointed to guarantee the individual had the necessary skill set to lead the Board's financial duties. Changes to the Nominations Process have resulted in identifying the required skill sets of the Board, guaranteeing that an individual with financial acumen will always be on the Board to provide the expertise and lead the necessary duties.



Board of Directors - Nomination Form

Nominee Information - CHAIR

Len Samletzki -- St. Albert

Nominee Credentials Summary Form

Provide a history of your hockey involvement:

- 12 years as a Board member for Hockey Alberta, including serving as Finance Director and Chair
- player for over 50 years
- coach

Provide a history of your involvement in other professional or volunteer positions that will help you excel in this position:

- Chartered Professional Accountants (CPA) Education Foundation - Board of Directors (1 year)
- CPA Board of Directors - Board member (3 years)
- Association for Financial Professionals - Board of Directors (6 years)

What skills, attributes and experiences would you bring to the Hockey Alberta Board, if elected:

- Governance, business, hockey, finance, strategic planning, leadership, human resources, and team building
- Over 35 years of senior leadership experience in telecommunications, power generation and distribution, not for profit, consulting and energy construction

On what do you believe the Hockey Alberta Board should focus in the next three years:

- Hockey Alberta's continued involvement and leadership with Hockey Canada's governance changes and action plan
 - Any initiatives that improve our game and make it safer and more inclusive will benefit the player and the game
- Hockey Alberta's Maltreatment/ Equity, Diversity, and Inclusion initiatives:
 - Continued support our ED&I committee and implementation of changes that make are game better and more inclusive is imperative
- Continued support of Hockey Alberta's:
 - Strategic and business plan
 - Risk management initiatives
 - Ability to be nimble and adaptive to meet the changing demands of our game



Board of Directors - Nomination Form

Nominee Information - VICE CHAIR

Allan Mowbray -- Calgary

Nominee Credentials Summary Form

Provide a history of your hockey involvement:

- Son who played hockey through the Calgary minor hockey system, four years in the WHL and 4 years in U Sports
- Played hockey my whole life
- VP Finance and President of the Calgary Buffaloes - 2010 - 2017 - Director at Large,
- Member of the Hockey Alberta Board 2017 – 2022. Roles have included Chair of ARC, Chair of the Governance Committee and Vice Chair

Provide a history of your involvement in other professional or volunteer positions that will help you excel in this position:

- Over 20 years of experience working with Board and Board Committees of public companies including US listed companies on the NYSE & NASDAQ.
- 1.5 years working with the Board and Board Committees of a nonprofit housing management body
- Senior executive and officer of publicly traded companies for 8 years
- Senior executive and officer of a major charitable organization responsible for seniors affordable housing in Calgary
- Extensive governance background

What skills, attributes and experiences would you bring to the Hockey Alberta Board, if elected:

On what do you believe the Hockey Alberta Board should focus in the next three years:

- Execution of the 2025 plan ensuring coaching becomes the centrepiece of the participant experience
- Focus on diversity, equity and inclusion to open the sport, attracting non-traditional participants of differing ethnic backgrounds to the game
- Review the details of the Cromwell report and incorporate governance aspects that will make Hockey Alberta better



Board of Directors - Nomination Form

Nominee Information - DIRECTOR AT LARGE

Danielle Paradis -- Edmonton

Nominee Credentials Summary Form

Provide a history of your hockey involvement:

- I have not played hockey except during school but I have cousins and family members who are very in love with the sport. I recently came to appreciate the role that hockey can play in being a way to unite people. I am Métis and was raised in foster care by a white family. After the discovery of potential graves at Kamloops Residential School my family started to pay more attention to Indigenous issues and came to a greater understanding of the sport through the novel and movie Indian Horse because of the connection to hockey that they already had. Even when I interviewed Chief Wilton Littlechild, hockey came up as a major savior for him. I think that hockey is a wonderful way to focus on reconciliation.

Provide a history of your involvement in other professional or volunteer positions that will help you excel in this position:

- I was the chair for the local chapter of the Edmonton branch for the Women's Legal Action Fund - an organization that intervenes at the Supreme Court for cases that can systemically affect women's lives. I have been on that board for seven years.
- I am also on the board for Lit Fest, Edmonton's Legal Education and Action Fund. I currently serve as a treasurer.
- For 10 years I worked for a statutory corporation that dealt with 10 different volunteer councils of 10-15 members. The organization is called the Safety Codes Council. There I worked with volunteers on policy development, training and building safety standards in the province of Alberta.
- I've also worked at a non-profit called Indigenous Friends Association teaching Indigenous youth about technology.

What skills, attributes and experiences would you bring to the Hockey Alberta Board, if elected:

- I am passionate about governance at the board level. I am experienced working as both staff and a board member at non-profits. I have taken the Institute of Corporate Directors training on board governance.

On what do you believe the Hockey Alberta Board should focus in the next three years:

- Diversity, equity and inclusion and using storytelling and the unique nature of hockey to raise awareness of inclusion in sport and why it is important.