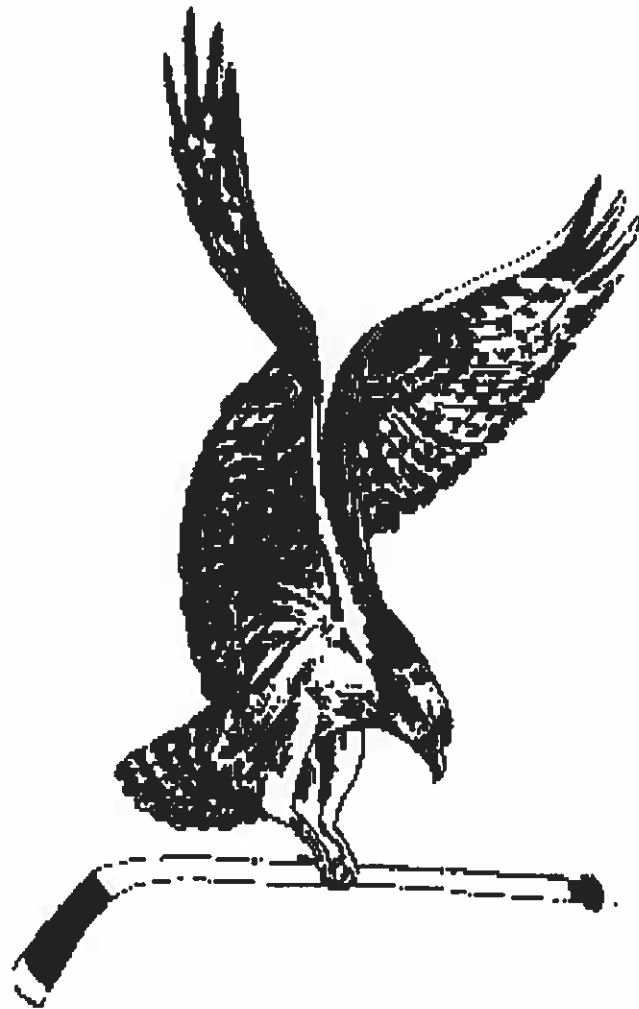


**Osprey Minor Hockey Association**

**By-Law No. 1**



# **MINOR HOCKEY ASSOCIATION**

## **BY-LAW NO. 1**

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# OSPREY MINOR HOCKEY ASSOCIATION

## BY-LAW NO. 1

A by-law relating generally to the conduct of the affairs of the Osprey Minor Hockey Association.

**BE IT ENACTED** as a by-law of the Osprey Minor Hockey Association as follows:

### 1. DEFINITIONS

1.1 In this By-law and all other By-laws and Resolutions of the Association, unless the context otherwise requires:

- (a) "Association" means Osprey Minor Hockey Association (or such other name as the Association may in the future legally adopt);
- (b) "Board" means the Board of Directors of the Association;
- (c) "CHA" means the Canadian Hockey Association (or such other name as the CHA may in the future legally adopt);
- (d) "Corporations Act" means the Corporations Act R.S.O. 1990, Chapter 38, and any statute amending or enacted in substitution therefor, from time to time;
- (e) "Director" means an individual who has been elected to the Board of Directors of the Association;
- (f) "Letters Patent" means the Letters Patent incorporating the Association, as from time to time amended by Supplementary Letters Patent;
- (g) "Officers" means the individuals who hold the offices enumerated in Article 11;
- (h) "OHF" means the Ontario Hockey Federation (or such other name as the OHF may in the future legally adopt);
- (i) "OMHA" means Ontario Minor Hockey Association (or such other name as the OMHA may in the future legally adopt);
- (j) "Policies" means written statements governing issues affecting the affairs of the Association which have been considered and approved by the Board of Directors of the Association;
- (k) "GBMHL" means Georgian Bay Minor Hockey League (or such other name as the GBMHL may in the future legally adopt);
- (l) "GBTLL" means Georgian Bay Triangle Local League (or such other name as the GBTLL may in the future legally adopt);

(m) "OWHA" means Ontario Women's Hockey Association (or such other name as the OWHA may in the future legally adopt);

(n) "WOAA" means Western Ontario Athletic Association (or such other name as the WOAA may in the future legally adopt).

1.2 All terms defined in the Corporations Act have the same meaning in this By-law and all other By-laws and Resolutions of the Association.

## **2. REGISTERED OFFICE AND SEAL**

2.1 The Corporate Seal of the Association shall be in the form impressed in the margin hereof.

2.2 The Registered Office of the Association shall be in the Township of Osprey, County of Grey, Province of Ontario, and at such place therein as the Board from time to time may determine by Resolution.

## **3. MISSION OF THE ASSOCIATION**

3.1 The purpose of the Association is to organise, develop and promote minor ice hockey for the youth of the Township of Osprey and the surrounding area, including:

- (a) the opportunity for all Osprey youth to participate in recreational local league ice hockey, and
- (b) the development of and participation in competitive representative ice hockey.

## **4. AFFILIATIONS**

4.1 The Association shall have the following affiliations:

- (a) The Association shall be a member of the OMHA;
- (b) The Association shall be a member of the GBMHL;
- (c) The Association shall be a member of the GBTLL;
- (d) The Association shall operate in co-operation with the WOAA in regards to the operation of the Women's Hockey Program within the Osprey Minor Hockey Association. This applies only to those female teams and players registered with the OWHA;
- (e) The Association shall operate in co-operation with the Recreation Committee and the Community Centre Board of the Township of Osprey.

## 5. CLASSES OF MEMBERSHIP

- 5.1 There shall be three (3) classes of Membership in the Association:
- (a) Active Membership;
  - (b) Parent/Guardian Membership;
  - (c) Honorary Lifetime Membership.

## 6. TERMS OF MEMBERSHIP AND ELIGIBILITY

### 6.1 Terms and Eligibility

(a) Active Membership:

Active Members shall include all elected or appointed Directors or officials, and all league contact persons, coaches, managers and trainers appointed for the current season, and all registered players who are at least 18 years of age;

(b) Parent/Guardian Membership:

Parent/Guardian Members shall include all parents and/or legal guardians of registered players where the registered player is under the age of eighteen years;

(c) Honorary Lifetime Membership:

Honorary Lifetime Membership may be granted to an individual who has rendered extraordinary and distinguished service to the Association. Individuals may be nominated to be Honorary Lifetime Members by any Member of the Association and the granting of Honorary Lifetime Membership must be confirmed by a majority vote of the Board of Directors.

### 6.2 Membership List:

The Secretary of the Association shall prepare a list of current Active Members, Parent/Guardian Members, and Honorary Lifetime Members, as at the 30th day of November in each year and such list of Members shall be used to determine eligibility to attend and vote at the April General Meeting, the Annual General Meeting and any other meetings of Members until November 30 of the following year.

### 6.3 Membership Year

Unless otherwise determined by the Board, every Membership, other than Honorary Lifetime Memberships shall commence on or after September 1 in each year, and shall lapse and terminate on the 31st day of August next following the date on which such Membership

commenced.

#### **6.4 Termination**

Membership in the Association shall not be transferable and shall terminate upon a Member's resignation or death. Members may resign from the Association by submitting a resignation in writing addressed to the Association.

#### **6.5 Membership Fees**

Membership fees shall be established from time to time by Resolution of the Board.

#### **6.6 Right to Vote**

All Active Members, Parent/Guardian Members and Honorary Lifetime Members shall be entitled to notice of and to vote at all Meetings of Members of the Association.

#### **6.7 Record Date**

Individuals who are Members of the Association at least 35 days in advance of any General Meeting of the Members of the Association, are entitled to notice of and to vote at such General Meeting of Members. Any individual who is not a Member at least 35 days in advance of a General Meeting is not entitled to notice of or to vote at such General Meeting for which the record date has been established.

### **7. MEETINGS OF THE MEMBERSHIP**

#### **7.1 Annual General Meeting of Members**

The Annual General Meeting of the Members shall be held each year within the last ten (10) days of October, at a time, place and day determined by the Board, for the transaction of the following business, to be set out in the agenda of such Annual General Meeting;

- (a) approval of the minutes of the previous Annual General Meeting;
- (b) receiving reports of the activities of the Association during the preceding year;
- (c) receiving information regarding the planned activities of the Association for the current year;
- (d) receiving and approving the annual financial statements and the report of the auditor of the Association;
- (e) appointment of the auditor for the ensuing year;
- (f) transaction of any business which relates to the business of the Meeting referred to above, and notice and particulars of which are received by the Secretary of the Association in writing on or before the 15th day of October, immediately preceding the

Annual General Meeting.

## **7.2 April General Meeting of Members**

A General Meeting of the Members shall be held each year within the last ten (10) days of April, at a time, place and day determined by the Board for the transaction of the following business to be set out in the agenda of such April General Meeting:

- (a) election of the new Board of Directors of the Association;
- (b) consideration of any proposed amendments to the Letters Patent or By-laws of the Association;
- (c) transaction of any business which relates to the business of the Meeting referred to above, and notice and particulars of which are received by the Secretary of the Association in writing on or before the 15th day of April, immediately preceding the April General Meeting.

## **7.3 Additional General Meetings of Members**

In addition to the Annual General Meeting and the April General Meeting described in Articles 7.1 and 7.2, a General Meeting of the Membership may be called at any time by a Resolution of the Board. The business to be transacted at a General Meeting shall be limited to that specified in the notice calling the General Meeting.

## **7.4 Notice**

### **(a) Annual General Meeting**

Notice of the Annual General Meeting to be held within the last ten (10) days of October in each year, shall set out the agenda, including particulars of any other business to come before the Annual General Meeting, the time and the place of the Annual General Meeting, and such Notice shall be posted in the Osprey Community Centre at least fifteen (15) days prior to the date of such Annual General Meeting.

### **(b) April General Meeting**

Notice of the April General Meeting to be held within the last ten (10) days of April in each year, shall set out the agenda, including particulars of any other business to come before the April General Meeting, the time and the place of the April General Meeting, and such Notice shall be posted in the Osprey Community Centre on or before March 1 preceding the date of such April General Meeting.

### **(c) Additional General Meetings**

Notice of any Additional General Meetings of members of the Association shall be posted in the Osprey Community Centre within at least fifteen (15) days prior to the date of such Additional General Meeting.

(d) **Error or Omission in Notice**

No inadvertent error or omission in giving notice of any Annual General Meeting or General Meeting or any adjourned Meeting, whether Annual or General, shall invalidate such a Meeting or make void any proceedings taken at such Meeting and any Member may at any time waive notice of any such Meeting and may ratify, approve and confirm any or all actions or proceedings taken at any such Meeting.

7.5 **Quorum**

A quorum for an Annual General Meeting or General Meeting shall be a minimum of 12 Members eligible to vote and present in person. No business shall be transacted in the absence of a quorum except to take measures to obtain a quorum, to establish the time to which to adjourn, or to take a recess.

7.6 **Voting Procedures**

- (a) A majority of votes cast by Members entitled to vote, unless otherwise required by the Corporations Act or by the By-laws of the Association, shall decide every question proposed for consideration at Meetings of Members;
- (b) The Chair presiding at a Meeting of Members shall have a vote only in the event of a tie vote;
- (c) At all Meetings of Members, every question shall be decided by a show of hands, unless a specific count or unless a secret ballot is required by the Chair or requested by any Member entitled to vote. Whenever a vote by show of hands has been taken upon a question, unless a specific count or secret ballot is requested or required, a declaration by the Chair that a resolution has been carried or lost by a particular majority and an entry to that effect in the minutes of the Meeting is conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

7.7 **No Proxies**

Proxies will not be permitted. Members of the Association must be present in person at General Meetings and Annual General Meetings of the Association in order to exercise their voting rights in relation to matters coming before a General Meeting or an Annual General Meeting.

7.8 **Adjournments**

Any Meeting of the Members of the Association may be adjourned at any time and from time to time and such business may be transacted at such adjourned Meeting(s) as might have been transacted at the original Meeting(s) from which such adjournment took place. No notice shall be required of any such adjourned Meeting other than to those Members present in person at the adjourned Meeting. Such adjournment may be made notwithstanding that no quorum is present.



## 7.9 Chair

In the absence of the President and the Vice-President, the Members entitled to vote and present at any Meeting of Members shall choose another Director as Chair and, if no Director is present or if all the Directors present decline to act as Chair, the Members present shall choose any Member present to be Chair.

## 8. BOARD OF DIRECTORS

### 8.1 Composition

#### (a) Eligibility

##### **A Director:**

- (i) shall be eighteen (18) or more years of age;
- (ii) shall not be an undischarged bankrupt or of unsound mind;;
- (iii) shall be a Member of the Association at the time of his or her election or appointment;
- (iv) shall remain a Member of the Association throughout his or her term of office.

#### (b) Number of Directors

The affairs of the Association shall be managed by a Board which consists of seven (7) elected Directors as follows:

- President
- Vice President
- Treasurer
- Secretary
- Director (Purchasing and Equipment Committee)
- Director (Referees and Officials Committee)
- Director (Volunteer Fundraising Committee)

#### (c) Term of Office

The Directors shall be elected to the following terms of office:

- (i) The seven (7) Directors shall be eligible for election for six (6) consecutive terms of one (1) year each, and shall not be eligible for election for a seventh (7) consecutive one (1) year term.
- (ii) In order to implement the provisions of this Bylaw, the term of all incumbent Directors of the Association at the date of adoption of this Bylaw, shall expire and terminate on the date of the April General Meeting next following the date of

implementation of this Bylaw.

(e) **Change in Number of Directors**

The Association may by Special Resolution increase or decrease the number of its Directors. Any change in the number of Directors shall be in compliance with prevailing Ontario laws and regulations.

## 9. PROCEDURE FOR ELECTION OF DIRECTORS

### 9.1 **Nominations**

The Nominations and Elections Committee shall invite nominations to the Board of Directors from the Members of the Association on or before the 1st day of March in each year and shall supply and make available a nomination form to be completed by all nominees and two nominators who are Members of the Association, and such completed nomination form shall be delivered to the Secretary of the Association. Nomination forms nominating individuals for election to the Board of Directors of the Association must be delivered to the Secretary of the Association on or before the 30th day of March in each year, when nominations shall be deemed to be closed.

### 9.2 **Board Positions**

Nominations to the Board of Directors of the Association shall be as follows:

- (a) Nominees may choose to seek election to any of the Board positions of the Association as listed in Article 8.1 of this by-law for a term of one (1) year;
- (b) Nominees may not seek election to more than one position on the Board of Directors in the same election;

### 9.3 **Election Procedures**

- (a) The Chair of the Nominations and Elections Committee shall post in the Osprey Community Centre a listing of all individuals who have been nominated for election to the Board of Directors of the Association on or before the 17th day of March in each year and such listing shall identify the position for which each nominee is seeking election.
- (c) The Nominations and Elections Committee shall prepare the ballots to be used for the voting at the April General Meeting of Members of the Association, and the Nominations and Elections Committee shall supervise the election of Directors and shall distribute all ballots and count all votes and announce the results of the election of Directors at the April General Meeting.

### 9.4 **Vacancies**

Any vacancy occurring on the Board, other than at the time of the April General Meeting, may be filled only for the remainder of the current year of the vacated term by Resolution of the Directors then in office provided there is a quorum of Directors then in office. The Board shall invite applications from the Members of the Association for appointment to the vacancy on the Board, and the Board shall appoint a replacement Director within thirty (30) days after the Board position was vacated. The remainder of the current year of a term of office completed by a Director so appointed shall not be included in calculating the maximum term of office for which such appointed Director will be eligible, determined in accordance with Article 8 of this By-law.

#### 9.5 **Termination**

##### (a) **Removal of Director by Membership**

Provided that notice specifying the intention to pass such resolution has been given with the notice of meeting, eligible voting Members of the Association, by a resolution passed by at least 2/3 of the votes cast at a General Meeting of Members may remove any Director before the expiration of his or her term of office, and, by a majority of the votes cast at that Meeting, may elect any person in his or her stead for the remainder of his or her term.

##### (b) **Absenteeism**

Unless otherwise determined by the Board, the absence of a Director from three (3) consecutive Board Meetings or the absence of a Director from four (4) out of any eight (8) consecutive Board Meetings shall be deemed to be a resignation of the said Director from the Board.

##### (c) **Resignation**

A Director of the Board may resign his or her Directorship by submitting a letter of resignation to the President of the Association.

### 10. BOARD RESPONSIBILITIES

#### 10.1 **Governance:**

The Board of Directors shall govern the Association in compliance with the objects, powers, by-laws and Policies of the Association, and all applicable laws and regulations.

#### 10.2 **Board Meetings**

##### (a) **Regular Board Meetings**

Except as otherwise required by law, the Board may hold Meetings at such place or places as the President or, in his or her absence, the Vice-President, may from time to time determine. The Board shall meet not less than twelve (12) times per year.

(b) **Special Board Meetings**

Special Board Meetings may be called by the President or a Vice-President in the absence of the President or on petition in writing to the Secretary signed by any three Directors. Business transacted at a Special Board Meeting shall be limited to that specified in the notice calling the Meeting.

10.3 **Notice of Board Meetings**

- (a) Notice shall be communicated to all Directors at least seven (7) days in advance of the Meeting, unless all Directors agree to the calling of a Meeting on shorter notice or the Board Meeting is held on a regular day or date each month or immediately following a Meeting of the Members of the Association;
- (b) Notice shall include a tentative agenda in the case of a regular Board Meeting and shall specify the business to be conducted in the case of a Special Board Meeting.
- (c) No formal notice of any Board Meeting shall be necessary if all the Directors are present or if those absent signify their consent to the Meeting being held in their absence.

10.4 **Error in Notice**

No error or omission in giving notice for a Board Meeting shall invalidate such Meeting or invalidate or make void any proceedings taken at such Meeting, and any Director may at any time waive notice of any such Meeting and may ratify and approve of any or all proceedings taken or had thereat.

10.5 **Adjournment of Board Meetings**

Any Board Meeting may be adjourned at any time and from time to time and such business may be transacted at such adjourned Meetings as might have been transacted at the original Meeting from which such adjournment took place. No notice shall be required of any such adjournment.

10.6 **Quorum**

A quorum for a Board Meeting shall be five (5) Directors. No business of the Board shall be transacted in the absence of a quorum.

10.7 **Voting Rights**

Each Director, present at a Board Meeting, including the Chair, shall be entitled to one vote. The Chair shall have a second vote in the event of a tie vote.

10.8 **Voting Procedures**

A majority of votes of the Directors present at a Board Meeting shall decide every question. Every question shall be decided in the first instance by a show of hands and, unless a secret ballot is demanded by a Director present, a declaration by the Chair that the motion has been carried or not carried and an entry to that effect in the minutes of the Meeting shall be

sufficient evidence of the fact, without proof of the number or proportion of the votes recorded in favour or against such motion.

#### **10.9 Remuneration**

Directors shall serve without remuneration and no Director shall indirectly or directly receive any remuneration, salary or profit from the position of Director or for any service rendered to the Association; provided that, the Board of Directors may establish Policies relating to the reimbursement of Directors for reasonable expenses incurred in the performance of their duties as Directors of the Association.

#### **10.10 Conflict of Interest**

- (a) Every Director who directly or indirectly has an interest in a proposed or existing contract or transaction or other matter relating to the Association shall make a full and fair declaration of the nature and extent of the interest at a Board Meeting.
- (b) The declaration of a conflict of interest shall be made at the Board Meeting at which the question of entering into the contract or transaction or other matter is first taken into consideration or, if the Director is not at the date of that Board Meeting interested in the proposed contract or transaction or other matter, at the next Board Meeting held after the Director assumes the office.
- (c) After making such a declaration, no Director shall vote on such a contract or transaction or other matter, nor shall he or she be counted in the quorum in respect of such a contract or transaction or other matter.
- (d) If a Director has made a declaration of an interest in a contract or transaction or other matter in compliance with this Section, the Director is not accountable to the Association for any profit realised from the contract or transaction or other matter.
- (e) If a Director fails to make a declaration of interest in a contract or transaction or other matter in compliance with this Section, the Director shall account to and reimburse the Association for all profits realised, directly or indirectly, from such contract or transaction or other matter.

#### **10.11 Indemnification of Directors**

Every Director of the Association and his or her heirs, executors, administrators and estate and effects respectively shall from time to time be indemnified and saved harmless by the Association from and against:

- (a) all costs, charges and expenses whatsoever that he or she sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him or her for and in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him or her in or about the execution of the duties of his or her office; and
- (b) all other costs, charges and expenses that he or she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his or her own wilful neglect or default;

provided that, no Director of the Association shall be indemnified by the Association in respect of any liability, costs, charges or expenses that he or she sustains or incurs in or about any action, suit or other proceeding as a result of which he or she is adjudged to be in breach of statute unless, in an action brought against him or her in his or her capacity as a Director, he or she has achieved complete or substantial success as a defendant.

- (c) The Association may purchase and maintain such insurance for the benefit of its Directors as the Board may from time to time determine.

#### 10.12 **Confidentiality**

Every Director and Officer of the Association shall respect the confidentiality of matters brought before the Board for consideration in camera.

### 11. OFFICERS & RESPONSIBILITIES OF OFFICERS

#### 11.1 **Elected Officers**

- (a) The Elected Officers of the Association shall be the President, the Vice-President, the Treasurer and the Secretary.
- (b) The Officers shall be elected by the Membership from among the Membership of the Association at the April General Meeting of Members of the Association.

#### 11.2 **Assistants to Officers**

The Board of Directors may appoint such assistant(s) to Officers of the Association as the Board may determine by Resolution from time to time.

#### 11.3 **Eligibility for Office**

Any Member of the association in good standing is eligible to be elected as an Officer of the Association.

#### 11.4 **Term of Office**

The elected Officers shall hold Office until the April General Meeting held approximately one year after the Officers are elected.

#### 11.5 **Termination of Officers**

##### (a) **Removal for Cause**

The Board, by resolution approved by two-thirds (2/3) of the Directors present, may remove any Officer for cause before the expiration of his or her term of Office.

##### (b) **Resignation**

An Officer of the Association may resign his or her Office by submitting a letter of resignation to the President of the Association.

#### **11.6 Vacancies in Office**

If a vacancy occurs in any Office, or if for any reason an Officer is unable or unwilling to act in that capacity, a Board Meeting shall be held within thirty (30) days for the purpose of selecting a replacement Officer from among the current Board of Directors.

- (a) The Board shall fill vacancies in other positions for the balance of the unexpired terms from among those eligible to serve.

#### **11.7 Responsibilities**

##### **(a) President**

The President shall:

- (i) represent the Association in the Community;
- (ii) act as Chair of the Board, the Executive Committee, the Budget Committee, the Hockey Operations Committee and at all Meetings of the Membership of the Association;
- (iii) exercise general supervision of the Association in accordance with Policies determined by the Board;
- (iv) be a Member of all committees and sub-committees of the Association, other than the Nominations and Elections Committee.

##### **(b) Vice President**

The Vice-President shall:

- (i) assume the duties of the President in the absence for any reason of the President and shall carry out such other duties as are assigned by the Board or the President;
- (ii) monitor adherence by the Board of Directors to all existing Policies of the Association and to inform the Board of Directors with respect to any inconsistencies between existing Policies of the Association and a proposed policy for the Association;
- (iii) be available to assist any Director requiring assistance in the completion of his or her functions;
- (iv) recommend policy to the Board of Directors regarding the nomination and election of Directors of the Association, and the organisation and conduct of General Meetings of Members of the Association.

- (v) carry out such duties as are assigned by the Board, the Executive Committee or the President.

(c) **Treasurer**

The Treasurer shall:

- (i) ensure adherence to and implementation of financial Policies in the financial administration of the Association;
- (ii) ensure the submission of the books of account to the Auditor of the Association at the end of the financial year and present the audited financial statements to the Membership at the Annual General Meeting of Members;
- (iii) evaluate, review and recommend financial policy to the Executive Committee and to the Board of Directors.
- (iv) carry out such duties as are assigned by the Board, the Executive Committee or the President.

(d) **Secretary**

The Secretary shall:

- (i) record the Minutes of General Meetings of Members, Board Meetings and Executive Committee Meetings and ensure that Association records are regularly and properly kept and all business is conducted in accordance with any applicable statute or law, the Letters Patent and By-laws and the Policies and procedures established by the Board or by the Members of the Association;
- (ii) ensure the proper custody of the Association's corporate seal, corporate Minutes and Resolutions and other corporate records and documents;
- (iii) be responsible for receiving and distributing all correspondence received or sent by the Association and all communications within the Association;
- (iv) recommend policy to the Board of Directors regarding internal and external communications of the Association; and
- (v) carry out other duties as are assigned by the Board, the Executive Committee or the President.

**11.8 Appointments**

- (a) The Board of Directors will make the following appointments from among the membership:
  - Representative Hockey Contact Person
  - Local League Contact Person
  - Ice Scheduler



- Referee in Chief
- Nominations and Elections Chair

(b) The members appointed to the positioned listed in part (a) do not have voting rights on matters decided by the Board of Directors and are not Directors of the Association.

## **12. COMMITTEES OF THE BOARD**

12.1 The following committees shall be Standing Committees of the Board of Directors of the Association:

- (a) Executive Committee;
- (b) Budget Committee;
- (c) Hockey Operations Committee;
- (d) Purchasing and Equipment Committee;
- (f) Referees and Officials Committee;
- (g) Volunteer Fundraising Committee;
- (h) Nominations and Elections Committee

12.2 Nothing in this by-law shall be construed to limit the ability of the Directors and Membership of the Association from abolishing or creating Standing Committees by by-law or from establishing such ad hoc committees or subcommittees by Directors' Resolution as may be desired or required from time to time.

### **12.3 Executive Committee**

- (a) The Executive Committee shall consist of the President who Chairs, the Vice-President, the Secretary, and the Treasurer, and shall be responsible for the day to day management of the affairs of the Association, including monitoring of all Committees to ensure all Policies of the Association are being complied with.
- (b) The Executive Committee shall:
  - (i) during the intervals between the Board Meetings, take action in relation to any matter of any nature within the power and the authority of the Board of Directors which requires immediate attention before the date of the next Board Meeting. Such action shall not involve any change of policy or the authorisation of unbudgeted expenditures, and any action taken shall be submitted to the Board of Directors for ratification at the next Board Meeting;
  - (ii) review recommendations and proposals prior to such recommendations or proposals being submitted to the Board of Directors for Resolution;

### **Marketing**

- (iii) solicit and maintain sponsors for all Association teams;
- (iv) act as a liaison/contact for all Association sponsorships;
- (v) solicit new donors for Association sponsorships;
- (vi) recommend new sources of revenue for the Association;
- (vii) promote and publicise the interests of the Association;
- (viii) recommend policy to the Board of Directors regarding marketing of the Association.

### **Parent Liaison**

- (ix) facilitate communications throughout the Association;
- (x) bring to the attention of the appropriate Director any concerns received from a parent or guardian, and, if required, set up and conduct mediation / discipline hearings as required in a timely fashion;
- (xi) assist any parent/guardian or player who requests assistance in any dealings with the Association;
- (xii) assist the Director of Volunteer Fundraising in recruitment of volunteers;
- (xiii) recommend policy to the Board of Directors regarding parent/guardian issues and concerns.

### **Administrative**

- (xiv) present a monthly report regarding the activities of the Executive Committee to the Board of Directors;
- (xv) submit to the Budget Committee on or before January 15 in each year an estimate of revenues and expenditures of the Executive Committee for the next fiscal year of the Association;
- (xvi) recommend policy to the Board of Directors regarding management and administrative issues related to the Association;
- (xvii) deal with any other matters assigned to it by the Board of Directors or by the President.

### **12.4 Budget Committee**

- (a) The Budget Committee shall be Chaired by the President and shall consist of the Board

of Directors.

- (b) The Budget Committee shall:
  - (i) prepare and approve a budget for the Association not later than February 15 in each year, for the next fiscal year;
  - (ii) liaise with all committees of the Board of Directors to receive estimates of revenues and expenditures for the next fiscal year of the Association for purposes of preparing the Budget;

#### **12.5 Hockey Operations Committee**

(a) The Hockey Operations Committee shall consist of the President, as Chair, the Board of Directors, and the Local League and Representative Hockey Contact Persons.

(b) The Hockey Operations Committee shall:

#### **Local League**

- (i) operate the Local League Hockey Programs pursuant to the Policies of the Association;
- (ii) establish and monitor Policies relating to Local League Operations provided that such Policies shall be and remain consistent with all other Policies of the Association;
- (iii) recruit and train volunteers to perform the functions required to operate the Local League;
- (iv) submit to the Budget Committee on or before January 15 in each year an estimate of revenues and expenditures of the Local League Operations for the next fiscal year of the Association;
- (v) present a monthly report regarding Local League Operations to the Board of Directors; and
- (vi) recommend policy to the Board of Directors regarding Local League Operations;

#### **Representative Hockey**

- (vii) operate the Representative Hockey Programs pursuant to the Policies of the Association;
- (viii) establish and monitor Policies relating to Representative Hockey Operations provided that such Policies shall be and remain consistent with all other Policies of the Association;
- (ix) recruit and train volunteers to perform the functions required to operate the Representative Hockey Operations;

- (x) represent and promote the interests of the Association in relation to any Representative Hockey involvement of the Association with any other local minor hockey associations or leagues;
- (xi) submit to the Budget Committee on or before January 15 in each year an estimate of revenues and expenditures of the Representative Hockey Operations for the next fiscal year of the Association;
- (xii) present a monthly report regarding Representative Hockey Operations to the Board of Directors; and
- (xiii) recommend policy to the Board of Directors regarding Representative Hockey Operations.

### **Technical Development**

- (xiv) establish and maintain on-ice and off-ice technical development;
- (xv) establish and maintain an evaluation program for all coaches, trainers and;
- (xvi) establish the Representative Hockey Coaches Selection Sub-Committee, which shall include the Representative Hockey Contact Person and to establish the Local League Hockey Coaches Selection Sub-Committee, which shall include the Local League Contact Person;
- (xvii) recommend to the Board of Directors Policies and procedures for each of the Coaches Selection Subcommittees;
- (xviii) establish and maintain procedures with respect to clearance of all volunteers required to complete a police report;
- (xix) recommend policy to the Board of Directors regarding technical development.

### **Registration**

- (xx) establish registration forms and procedures;
- (xxi) conduct registration for all applicants eligible to participate in Association Ice Hockey Programs;
- (xxii) maintain a register of receipts regarding all registration fees received by the Association and to forward all monies promptly to the Treasurer for deposit to the credit of the Association;
- (xxiii) maintain a current registration list of all players including mailing addresses, telephone numbers and Parent/Guardian name(s);
- (xxiv) supply to the Local League and Representative Hockey Contact Persons current

- registration information in a timely fashion;
- (xxv) ensure that all players are registered with the OMHA;
- (xxvi) communicate any changes in registration immediately to such other Directors or other individuals who are affected by such change;
- (xxvii) submit to the Budget Committee on or before January 15 in each year an estimate of revenues and expenditures of the registration activities for the next fiscal year of the Association;
- (xxviii) present a monthly report regarding registration activities to the Board of Directors;
- (xxiv) recommend policy to the Board of Directors regarding registration; and

#### **12.9 Purchasing and Equipment Committee**

(a) The Purchasing and Equipment Committee shall be Chaired by a Director recommended by the Executive Committee and confirmed by the Board and, in addition, shall consist of not fewer than two and not more than three individuals who are not Directors of the Association.

(b) The Purchasing and Equipment Committee shall:

- (i) recruit and train volunteers to perform the functions required for purchasing and equipment;
- (ii) maintain an inventory of all equipment owned by the Association;
- (iii) collect rental fees and security deposits for all Association equipment leased or borrowed;
- (iv) solicit bids and purchase hockey equipment, as required;
- (v) maintain and repair all equipment owned by the Association;
- (vi) solicit bids and arrange the purchase of awards day presentations;
- (vii) act as the Purchasing Agent for the Association with respect to all Association purchases;
- (viii) submit to the Budget Committee on or before January 15 in each year an estimate of revenues and expenditures of the Purchasing and Equipment Committee for the next fiscal year of the Association;
- (ix) present a monthly report regarding purchasing and equipment to the Board of Directors; and
- (x) recommend policy to the Board of Directors regarding purchasing and

equipment.

**12.10 Referees and Officials Committee**

- (a) The Referees and Officials Committee shall be Chaired by a Director recommended by the Executive Committee and confirmed by the Directors, and in addition shall consist of the Referee-in-Chief and the Ice Scheduler of the Association.
- (b) The Referees and Officials Committee shall:
  - (i) recruit and train referees for Local League Operations;
  - (ii) recruit and train timekeepers;
  - (iii) schedule referees and timekeepers at games when required by Association contact persons;
  - (iv) maintain accurate and complete records for payment of honoraria to timekeepers and referees;
  - (v) forward lists of honoraria payable to timekeepers and referees to the Treasurer for payment;
  - (vi) maintain accurate records per team for payment of timekeepers;
  - (vii) monitor and evaluate the performance of timekeepers and referees on an ongoing basis;
  - (viii) investigate and respond to complaints filed against referees or officials in a timely fashion;
  - (ix) confer with the Executive Committee and the appropriate Contact Person with respect to any complaints filed by timekeepers or referees;
  - (x) submit to the Budget Committee on or before January 15 in each year an estimate of revenues and expenditures of the Referees and Officials Committee for the next fiscal year of the Association;
  - (xi) present a monthly report to the Board of Directors regarding referees; and
  - (xii) recommend policy to the Board of Directors regarding referees and officials.

**12.14 Volunteer Fundraising Committee**

(a) The Volunteer Fundraising Committee shall be Chaired by a Director recommended by the Executive Committee and confirmed by the Board and, in addition, shall consist of not fewer than three and not more than five individuals who are not Directors of the Association.

(b) The Volunteer Fundraising Committee shall:

- (i) recruit and train volunteers to perform the functions required for voluntary fundraising for the Association;
- (ii) set up an accurate recording system covering income and disbursements relating to fundraising for delivery to the Treasurer;
- (iii) actively pursue new volunteer fundraising projects in conjunction with the Executive Committee;
- (iv) manage and supervise current fundraising endeavours;
- (v) act as liaison for all non-corporate fund-raising activities;
- (vi) submit to the Budget Committee on or before January 15 in each year an estimate of revenues and expenditures of the Volunteer Fundraising Committee for the next fiscal year of the Association;
- (vii) present a monthly report regarding volunteer fundraising to the Board of Directors; and
- (viii) recommend policy to the Board of Directors regarding volunteer fundraising.

#### **12.7 Nominations and Elections Committee**

(a) The Nominations and Elections Committee shall be chaired by a Member of the Association, who is not a Director, and is not a nominee for election to the Board of Directors, recommended by the Executive Committee and confirmed by the Board and, in addition, shall consist of not fewer than two (2) and not more than three (3) Members who are not Directors of the Association and are not nominees for election to the Board of Directors of the Association.

(b) The Nominations and Elections Committee shall:

- (i) solicit nominations for each Board position which may be or is to become vacant including nominations for each Annual General Election;
- (ii) be responsible for conducting the annual election of Directors in accordance with the provisions contained in this By-Law;
- (iii) submit to the Budget Committee on or before January 15 in each year an estimate of revenues and expenditures of the Nominations and Elections Committee for the next fiscal year of the Association;
- (iv) present a monthly report regarding nominations and elections to the Board of Directors; and
- (v) recommend policy to the Board of Directors regarding nominations and elections.

#### 12.15 **Standing Committee Procedure**

(a) All Standing Committees shall comply with all bylaws, guidelines, Policies and procedures of the Association as determined by the Board of Directors or the Membership of the Association, from time to time, and also shall comply with all requirements of the OMHA, the OHF, the CHA, and, if applicable, any other hockey organisations with which Association teams are participating.

(b) **Meetings:**

Each Standing Committee shall meet at the call of the Chair but shall meet not less than four times per year.

(c) **Notice:**

Notice of all Meetings of Standing Committees shall be communicated to all Members of the standing committee at least seven (7) days prior to the Meeting, except that such notice may be waived by consent of all Members of the Standing Committee.

(d) **Quorum:**

A quorum for a Standing Committee shall be a majority of the Members of the Standing Committee.

(e) **Voting Rights:**

Each Member of a standing committee present at a Meeting shall be entitled to one vote; In the case of an equality of votes, the Chair shall have a second or casting vote.

(f) **Minutes:**

Standing Committees shall maintain and keep minutes of their Meetings and shall report to the Board at regular intervals and at any other time upon request by the Board.

(g) **Annual Report:**

Each Standing Committee shall prepare an Annual Report of the matters for which it is responsible to be presented to the Membership at the Annual General Meeting of the Association.

#### 12.16 **Sub-Committees and Ad Hoc Committees**

The Standing Committee procedure also shall govern the procedure of all sub-committees and ad hoc committees of the Association.

### 13. EXECUTION OF DOCUMENTS

#### 13.1 **Execution of Documents:**



The Board may from time to time appoint any Officer or Officers or any person or persons on behalf of the Association, either to sign documents generally or to sign specific documents. The corporate seal of the Association, when required, shall be affixed to documents executed in accordance with the foregoing.

**13.2 Books and Records:**

The Board shall ensure that all necessary books and records of the Association required by the By-laws of the Association or by any applicable statute are regularly and properly maintained and any contracts or agreements are filed for safekeeping.

**14. FINANCIAL YEAR**

14.1 The financial year of the Association shall terminate on the 30th day of June in each year.

**15. BANKING ARRANGEMENTS**

**15.1 Banking Resolution:**

The Board shall designate, by resolution, the officers and other persons authorised to transact the banking business of the Association, or any part thereof, with the bank, trust company, or other corporation carrying on a banking business that the Board has designated as the banker of the Association, to have the authority to set out in the resolution, including, unless otherwise restricted, the power to:

- (a) operate the accounts of the Association with a bank or a trust company;
- (b) make, sign, draw, accept, endorse, negotiate, lodge, deposit or transfer any of the cheques, promissory notes, drafts, acceptances, bills of exchange and orders for the payment of money;
- (c) issue receipts for and orders relating to any property of the Association;
- (d) authorise any officer of the bank or trust company to do any act or thing on behalf of the Association to facilitate the business of the Association.

**15.2 Deposit of Securities**

The securities of the Association shall be deposited for safekeeping with one or more banks, trust companies or other place or places of safekeeping to be selected by the Board. Any and all securities so deposited may be withdrawn, from time to time, only upon the written order of the Association signed by such officer or officers, agent or agents of the Association, and in such manner as shall be determined from time to time by resolution of the Board, and such authority may be general or confined to specific instances. The institutions which may be so selected as custodians of the Board shall be fully protected in acting in accordance with the directions of the Board and shall in no event be liable for the due application of the securities so withdrawn from deposit or the proceeds thereof.

## 16. BORROWING BY THE ASSOCIATION

### 16.1 Borrowing Power:

Subject to the limitations set out in the Letters Patent, Supplementary Letters Patent, By-laws or Policies of the Association, the Board may by Resolution authorise the Association to:

- (a) borrow money on the credit of the Association;
- (b) issue, sell or pledge securities of the Association; or
- (c) charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Association, including book debts, rights, powers, franchises and undertakings, to secure any securities or any money borrowed, or other debt, or any other obligation or liability of the Association.

### 16.2 Borrowing Resolution:

From time to time, the Board may authorise any Director or Officer of the Association or any other person to make arrangements with reference to the monies so borrowed or to be borrowed and as to the terms and conditions of any loan, and as to the security to be given therefor, with power to vary or modify such arrangements, terms and conditions, and to give such additional security as the Board may authorise, and generally to manage, transact and settle the borrowing of money by the Association.

## 17. NOTICE

### 17.1 Computation of Time:

In computing the date when notice must be given under any provision of this By-law requiring a specified number of days' notice of any Meeting or other event, the date of giving the notice is included, unless otherwise provided.

### 17.2 Omissions and Errors:

The accidental omission to give notice of any Meeting of the Board or Members or the non-receipt of any notice by any Director or Member or by the auditor of the Association or any error in any notice not affecting its substance does not invalidate any resolution passed or any proceedings taken at the Meeting. Any Director, Member or the Auditor of the Association may at any time waive notice of any Meeting and may ratify and approve any or all proceedings taken thereat.

### 17.3 Method of Giving Notice:

Whenever under the provisions of this By-law of the Association, notice is required to be given, such notice may be given either personally or by telephone or by depositing same in a

post office or a public letter box, in a postage paid sealed envelope addressed to the Director, Officer or Member at his or her address as the same appears in the records of the Association. Any notice or other documents so sent by mail shall be deemed to be sent at the time when the same was deposited in a post office or public letter box as aforesaid. For the purposes of sending any notice, the address of any Member, Director or Officer shall be his or her last address in the records of the Association.

## **18. PASSING AND AMENDING BY-LAWS**

18.1 The Board may recommend amendments to the By-laws of the Association from time to time, to the Membership.

18.2 If the Board intends to discuss amendment of the By-laws of the Association at a Board Meeting, written notice of such intention shall be sent by the Secretary to each Director not less than seven (7) days before such Meeting. Where such notice is not provided, any recommendation to amend the By-laws may nevertheless be moved at the Meeting and discussion and voting thereon adjourned to the next Meeting for which written notice of intention to pass or amend such By-laws shall be given.

18.3

- (a) A By-law or an amendment to a By-law recommended by the Board shall be presented for adoption at the next General Meeting of the Members of the Association. The notice of such General Meeting shall refer to, describe and explain the By-law or amendment(s) to the By-law to be presented at the Meeting of the Members.
- (b) A motion to amend the By-laws recommended by the Board or proposed by a Member at a General Meeting of Members called for that purpose must be approved by a two-thirds vote of the Members present at such General Meeting.
- (i) The Members at the General Meeting of Members may confirm the proposed By-law or amended By-law as presented or amend or reject the proposed By-law or amended By-Law.

## **19. REPEAL OF PRIOR BY-LAWS**

19.1 **Repeal:**

All prior By-laws of the Association, including the document entitled the "Constitution" of the Association are hereby repealed.

19.2 **Proviso:**

The repeal of all prior By-laws of the Association shall not impair in any way the validity of any act or thing done pursuant to any such repealed by-law.

## **20. RULES OF PROCEDURE**

20.1 The Rules contained in the most current edition of "Procedures for Meetings and Organisations" by M.K. Kerr and Hubert W. King shall govern the rules and procedures to be used in conducting the Meetings and affairs of the Association in all cases to which they are applicable, and in which they are not inconsistent with the By-laws or other governing documents or laws affecting the Association.

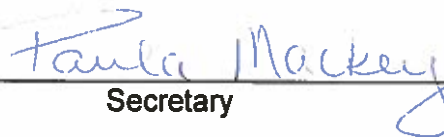
## 21. EFFECTIVE DATE

21.1 This By-law shall come into force without further formality upon its enactment after approval by the Members of the Association as hereinbefore set out.

The foregoing By-law No. 1 is hereby enacted, ratified, sanctioned, confirmed and approved without variation by the affirmative vote of the Members of the Association at a General Meeting of the Members of the Association duly called and held at Osprey Community Centre in the Village of Feversham, Ontario, and at which a quorum was present on the \_\_\_\_\_ day of \_\_\_\_\_, 1999



Chair



Secretary

# Record of Revision

<b>OSPREY MINOR HOCKEY ASSOCIATION RULES OF OPERATION</b>		
<b>REV #</b>	<b>DATE</b>	<b>DESCRIPTION OF REVISION</b>
R00	October 30, 2000	Osprey Minor Hockey Association accept constitution
R01	January 13, 2004	Reword section 11.7 (c) (ii)