



Arthur Minor Hockey Association

By-Law Number One

Adopted by the Arthur Minor Hockey Board of Directors
May 1, 2007

Revised April 5, 2021

Adopted by the Arthur Minor Hockey Board of Directors
May , 2021

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Whereas Arthur Minor Hockey Association was incorporated by Letters Patent dated November 12, 1986. AND WHEREAS Bylaw No. 1 was never enacted, and the association has been governed by the Constitution of the prior unincorporated association as amended from time to time; AND WHEREAS the Arthur Minor Hockey Association has decided to enact bylaw No. 1 to take the place of the Constitution as amended from time to time as follows:

Arthur Minor Hockey Association

BY-LAW NO. 1

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

BE IT ENACTED as a by-law of Arthur 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 Arthur 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) "Corporations Act" means the Corporations Act R.S.O. 1990, Chapter 38, and any statute amending or enacted in substitution therefore, from time to time;
 - (d) "Director" means an individual who has been elected to the Board of Directors of the Association;
 - (e) "Letters Patent" mean the Letters Patent incorporating the Association, as from time to time amended by Supplementary Letters Patent;
 - (f) "Officers" mean the individuals who hold the offices enumerated in Article 11;
 - (g) "OHF" means the Ontario Hockey Federation (or such other name as the OHF may in the future legally adopt);
 - (h) "OMHA" means Ontario Minor Hockey Association (or such other name as the OMHA may in the future legally adopt);
 - (i) "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.
 - (j) "Members" means all classes of membership in the Association as provided for in section 5.
 - (k) "AMHA" means Arthur Minor Hockey Association.
 - (l) "Member in good standing" is a person(s) associated with Arthur Minor Hockey through registration as a player, parent, guardian, coach, assistant coach, trainer, manager, who has paid in full registration or approved association with Arthur Minor Hockey Association (coach, trainer, manager) . This Member shall also have had no prior disciplinary conflicts with arena staff, coaches, executive, Association Members and Hockey Canada.
- 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 as the Board may by resolution from time to time adopt and shall be entrusted to the Secretary of the Association for its use and safekeeping.
- 2.2 The registered head office of the Association shall be in the in the Town of Arthur, in the Province of Ontario and thereafter as the Association may from time to time determine by special resolution of the members pursuant to the Corporations Act. The Association may establish such other offices within Canada, as the Board may deem expedient by resolution.

3. MISSION OF THE ASSOCIATION

3.1 The purpose of the Association is to organize, develop and promote minor ice hockey for the youth of the Town of Arthur including:

- a) the opportunity for all eligible individuals to participate in local league ice hockey, and to provide community-based programs, which will allow a player to participate in an environment for fun, physical exercise, and fair play;
- b) the development of and participation in representative ice hockey and provide the opportunity to participate at the highest competitive level;
- c) to instil in all players, coaches, managers, and members associated with the OMHA good sportsmanship, correct and proper behaviour on and off the ice, respect for authority and team play;
- d) *the Association shall be operated without the purpose of pecuniary gain to any of the Members and any surplus or accretions of the Association shall be used solely for the purposes of the Association and for the promotion of its objects.*

4. AFFILIATIONS

4.1 The Association shall have the following affiliations:

- (a) The Association shall be a member of the OMHA, the Western Ontario Association, Ontario Hockey Federation and Hockey Canada.
- (b) The Association shall operate in cooperation with the Recreation and Parks Department of the Township of Wellington North

5. CLASSES OF MEMBERSHIP

5.1 There shall be two (2) classes of Membership in the Association:

- (a) Active Membership;
- (b) Parent/Guardian Membership;
- (c) Honorary 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 convenors, coaches, managers, and trainers appointed for the current season, and all registered players who are at least 18 years

of age. Members in this classification will be allowed one vote per person and may attend membership meetings and, by invitation, meetings of the Board and Committees of the Association.

(b) Parent/Guardian Membership:

Parent/Guardian members shall include all parents and or legal guardians of registered players in good standing where the registered player is under the age of eighteen (18) years. Parent / Guardian, Custodial Couple or Single Parent shall have one vote per player registered and may attend members meetings and by invitation, meetings of the Board and of the Committees of the Arthur Minor Hockey Association.

(c) Honorary Membership

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

(d) One Person – One Class of Membership:

Although it is possible for a member to be qualified for more than one (1) class of membership in the Association, no person may hold more than one (1) class of membership. It is therefore mandatory that each member shall declare himself/herself prior to the start of any meeting of the membership and advise the chairperson of the membership class he/she wishes to represent. Once the meeting is called to order, the member must remain in that class of membership and may not change to another category or class of membership.

6.2 Membership List:

Subject to Section 6.7 herein, the Director of Registration of the Board shall prepare and maintain a list of current Active Members and Parent/Guardian Members. Such list of Members shall be used to determine eligibility to attend and vote at any Meeting of the Membership.

6.3 Membership Year

Unless otherwise determined by the Board, every Membership 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

- a) Membership in the Association shall not be transferable and shall terminate upon a Member's resignation or death.
- b) Members may resign from the Association by submitting a resignation in writing addressed to the Secretary who in turn notifies the appropriate Board members.
- c) Members in good standing shall be those admitted to Membership and who have paid all registration fees to the Association. Members whose Membership fees are in arrears for a period of three (3) months shall be suspended from Membership and not permitted to vote, make nominations or hold office in the Association. The Secretary shall inform those concerned of this suspension in writing.
- d) Members whose conduct is considered by the Board to be contrary to the stated Code of Conduct and the purposes of the Association shall be asked by the Board to explain or justify their actions. If these Members are unwilling or unable to do so, they shall be asked by the Board to resign from the Association. If they do not resign, the Board shall give proper notice of motion, to be considered at the next Board meeting, requesting the expulsion of these Members. A copy of this motion shall be communicated to the Members concerned within a reasonable period of time for that person to make a written response. If a response is made, it shall be circulated with the notice of motion. Approval of such a motion shall require a two-thirds (2/3) majority in a ballot conducted at the meeting. The Members

concerned shall be invited to attend the meeting and to explain their positions before the vote is taken.

6.5 Membership Fees

Registration fees shall be established annually by the Budget Committee and resolved by the Board. Fees for any unexpired term of membership are normally not refundable, but the Board of Directors may, in its sole discretion, grant a request for such a refund in extenuating circumstances.

6.6 Right to Vote

All Active Members and Parent/Guardian 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 30 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 30 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 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 at least the following business, to be set out in the agenda of such Annual General Meeting;

- a) approval of the agenda;
- b) approval of the minutes of the previous Meeting of the Membership;
- c) receiving reports of the activities of the Association during the preceding year;
- d) receiving information regarding the planned activities of the Association for the current year;
- e) receiving and approving the report of the Auditor of the Association from the previous year and a projected financial position for the current year;
- f) appointment of the Auditor for the ensuing year;
- g) consideration of any proposed amendments to the Letters Patent or By-laws of the Association;
- h) 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 in writing on or before two prior to the Annual General Meeting;
- i) election of the new Board.

7.2 Additional General Meetings of Members

In addition to the Annual General, 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.

7.3 Notice

a) Annual General Meeting;

Notice of the Annual General Meeting to be held within the first ten (10) days of May in each year, shall set out the agenda, including particulars of any other business to come before the Meeting. The time and the place of the Meeting, and such notice shall be posted on the Arthur Minor Hockey Association website, Facebook page and sent electronically to the membership.

b) Additional General Meetings of the Membership;

Notice of any Additional General Meetings of the Membership shall be posted on the Arthur Minor Hockey Association website, Facebook page and sent electronically to the membership.

c) Error or Omission in Notice:
No inadvertent error or omission in giving notice of any Annual General Meeting or Additional General Meeting of Membership 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.

7.4 Quorum
A quorum for an Annual General Meeting or General Meeting shall be 50% plus one of the total number of Board members on a given year. No business of the Association shall be transacted in the absence of a quorum.

7.5 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 the Membership;
b) The Chair presiding at a Meeting of the Membership shall have a vote only in the event of a tie vote;
c) At the Meetings of the Membership, 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.

7.6 No Proxies:
Proxies will not be permitted. Members must be present in person at Additional General Meetings and Annual General Meetings of the Membership in order to exercise their voting rights in relation to matters coming before an Additional General Meeting or an Annual General Meeting of the Membership.

7.7 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.

7.8 Chair:
In the absence of the President and the Vice-President, the Members entitled to vote and present at any Meeting of the Membership 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 a maximum of seventeen (17) elected Directors and four (4) appointed Directors.
- c) Term of Office;
i) In order to establish a rotation of Directors on the Board, the election of Directors next following the implementation of this By-law shall provide for the election of the 1st Vice President for one (1) year terms; the election of nine (9) Directors for a term of two (2) years each and the election of up to six (6) Directors for a term of one (1) year each. Thereafter, a number of Directors equal to the number of Directors whose term is ending shall be elected for two (2) year terms each;
- d) 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 election of Directors shall take place at the Annual General Meeting of the Membership. No election or appointment of a Board Member is effective without consent given in writing prior to the election or appointment. Nomination Forms for the Board shall be available each year from the Secretary 30 days prior to Annual General Meeting. A Nomination Form must be completed by all nominees and two (2) nominators who are Members of the Association. Such completed form must be delivered to the Secretary prior to the election.

9.2 Board Positions:

The Board shall consist of the following;

1. Past President - (immediate) - in place until resignation or replacement by the current President
2. President - Elected - two (2) year term.
3. 1st Vice President - Elected - two (2) year term.
4. Treasurer - Elected - two (2) year term.
5. Secretary - Elected - two (2) year term.
6. Referee-in-Chief (appointed)
7. Tournament Convenor - Elected- two (2) year term.
8. Equipment Manager - Elected- one (1) year term.
9. Registrar - Elected- two (2) year term.
10. League Representative - Elected- two (2) year term.
11. Ice Scheduling Director (appointed)
12. Initiation Program Coordinator - Elected- two (2) year team.
13. Administration Manager- Elected- two (2) year term.
14. Risk Management Director - Elected- two (2) year term.
15. Coaches Liaison - Elected- two (2) year term.
16. Parent Liaison - Elected- two (2) year term.
17. Director(s) at Large (maximum (4)- Elected- one (1) year term.

9.3 Election Procedures:

The Chair of the Nominations and Elections Committee shall post in all Association arenas a listing of all individuals who have been nominated for election to the Board on or before the fifteenth (15th) day of March in each year. Such listing shall identify what position each nominee is seeking election for.

9.4 Vacancies:

Any vacancy occurring on the Board 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 Membership for appointment to the vacancy on the Board. The Board shall appoint a replacement Director within sixty (60) days after the Board position was vacated.

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, Rules of Operation and all applicable laws and regulations.

10.2 Board Meetings

10.3

(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 ten (10) 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.

10.4 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.

10.5 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.

10.6 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.

10.7 Quorum

A quorum for a Board Meeting shall be 10 Directors. No business of the Board shall be transacted in the absence of a quorum.

10.8 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.

10.9 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.

10.10 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.

10.11 Conflict of Interest

Any situation where a person's private interest may conflict with the Association responsibilities. Confidential information is information that is not available to the public and that, if disclosed, could result in loss or damage to the Association or could give the person to whom it is disclosed an advantage.

Board of Directors or employees may not engage in any outside activity or undertaking that:

- Is likely to result in conflict of interest;
- Interferes with their ability to perform their Association duties;
- Takes advantage of their duties as an Association member;
- Will influence equipment, supplies, or premises. Board of Directors may not use an Association position to:
 - Gain any personal favours or economic benefit from people or organizations that want business contacts with the Association;
 - Improperly favour any persons, organization, or business entity;
 - Use confidential information for personal gain;
 - Accept personal gifts, hospitality or other benefits deemed to create a conflict of interest; Where a Board of Director, either on their own behalf of or while acting or by, with or through another, have any vested interest, direct or indirect, in any matter and is present at any meeting of the Association at which matter is the subject of consideration, the Board of Director,

- a) Shall, prior to any consideration of the matter at the meeting, disclose the interest and the general nature thereof;

- b) Shall not take part in the discussion of, or vote on any question in respect to the matter; and
- c) Shall not attempt in any way whether before, during or after the meeting to influence the voting on any such question.
- d) When a Board of Director becomes aware of a conflict of interest, that interest shall be disclosed. When a declaration of interest is made, the member or the person to whom the interest is disclosed shall ensure that declaration is recorded in the minutes of the meeting at which the interest became apparent.

10.12 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:

All costs, charges, and expenses 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

All other costs, charges and expenses that he or she sustains 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 to 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.

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

10.13 Confidentiality

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

10.14 Rules of Operation

Notwithstanding any other provision contained in this By-law, the board shall have the power to pass without any confirmation or ratification by the members of the Corporation all necessary rules and regulations as they deem expedient related in any way to the operations of the Corporation, including, without limitation, the conduct of members, member teams and guests, provided such rules and regulations are not otherwise inconsistent with the letters patent of the Corporation or this By-law.

The Rules of Operation should not deal with such things as: fees and dues of members; qualification, admission, transfer, classes, and termination of memberships; qualification and election of directors; meetings of directors and/or members; appointment and duties of officers; execution of documents; establishment of and procedures for committees; auditors and fiscal year-end; and amending by-laws, which matters are more properly dealt with in the By-laws. Rules of Operation should strictly deal with only those day-to-day matters directly affecting the member teams and players such as hockey jerseys, tournaments, player and parent conduct and discipline, harassment and abuse, referees and officials, player release, equipment, and ice time to name a few.

11. OFFICERS & RESPONSIBILITIES OF OFFICERS

11.1 Elected/Appointed Directors:

- a) The Elected Directors shall be the President, 1st Vice-Presidents, Treasurer, Secretary, Tournament Convenor, Equipment Manager, Registrar, Town / League Representative, Initiation Program Coordinator, Administration Manager Risk Management Director, Coaches Liaison, Parent Liaison, Fundraising & Sponsorship Director and Director(s) at Large
- b) The Appointed Directors shall be the Referee-in-Chief and Ice Scheduling Director. These positions shall be appointed following the Annual General Meeting.
- c) A Director shall not hold more than one Office, nor hold the same Office for more than four (4) consecutive years.

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:

- a) The President and 1st Vice President must have served on the Board for at least two (2) years immediately prior to election to either of these positions.
- b) The Association shall endeavour to nominate a Treasurer as Director who have skills in accounting procedures.

11.4 Term of Office

The elected Officers shall hold Office approximately one year until the next Annual General Meeting.

11.5 Termination of Officers

(a) Removal for Cause

The Board, by resolution approved by quorum, 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 sixty (60) days for the purpose of selecting a replacement Officer from among the current Board of Directors.

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

11.7 Responsibilities of Directors

1) President;

The President shall:

- i) Represent the Association in the Community;
- ii) Shall preside over all AMHA meetings with the usual privileges of the office Membership;
- iii) Exercise general supervision of the Association in accordance with Policies determined by the Board;
- iv) Be a non-voting Member of all committees and sub-committees of the Association;
- v) Report regularly to the Board on matters of interest;
- vi) Delegate tasks, as necessary.

- 2) 1st Vice President;
The 1st Vice-President shall:
- v) Assume the duties of the President in the absence for any reason of the President;
 - vi) monitor adherence by the Board to all existing Policies and inform the Board with respect to any inconsistencies between existing Policies and a proposed policy;
 - vii) Be available to assist any Director requiring assistance in the completion of his other functions;
 - iv) Prepare and report to the Board Representative hockey league operations;
 - v) Carry out other duties as assigned by the Board, Executive Committee, or the President.
 - vi) Carry out duties as assigned by the Board, the Executive Committee, or the President;
- 3) Treasurer;
The Treasurer shall:
- ix) Ensure adherence to and implementation of financial Policies in the financial administration of the Association;
 - x) Ensure the submission of the books of account to the Auditor of the Association at the end of the financial year;
 - iii) Evaluate a Report of the Auditor from the previous year and a projected financial position for the current year to the Membership at the Annual General Meeting;
 - iv) Evaluate, review, and recommend financial policy to the Executive Committee and to the Board;
 - v) prepare a monthly financial report to be recorded in the minutes of each meeting.
 - vi) pay all bills, with Executive approval.
 - vii) ensure that the appropriate insurance coverage be arranged for all players, coaches, Executive members, and other participants according to the insurance program outlined in the O.M.H.A. Manual of Operations.
 - viii) Chair the Budget Committee;
 - ix) Carry out duties assigned by the Board, the Executive Committee, or the President.
 - x) Review all tournament financials.
- 4) Secretary;
The Secretary shall:
- xi) Record or delegate the recording of the minutes of General Meetings of the Membership, Board Meetings and Executive Committee Meetings and ensure that Association records are regularly and properly kept, and all business is conducted in accordance with op.
 - xii) Ensure the proper custody of the Association's corporate seal, corporate minutes and resolutions and other corporate records and documents;
 - xiii) Be responsible for receiving and distributing all correspondence received or sent by the Association and all communications within the Association;
 - xiv) Recommend policy to the Board regarding internal and external communications of the Association;
 - v) Carry out duties as assigned by the Board, the Executive Committee, or the President.
- 5) Past President;
The Past President shall:
- i) Chair the Nominations and Elections Committee;
 - ii) Be available to assist any Director requiring assistance in the completion of his other functions;
 - iii) Carry out other duties as assigned by the Board, Executive Committee, or the President.
- 6) Town / League Representative;
The League Representative shall:
- i) Be the primary contact for the WOAA and OMHA;
 - ii) Ensure that each convenor receives a copy of the Referees rule book and OMHA Manual of Operations.
 - iii) distribute to the appropriate person correspondence, schedules, etc. pertaining to the individual

teams.

- iv) collect all player information and submit to the W.O.A.A. in the scheduled time frame.
 - v) verify on time the registration of all representative and local league teams.
 - vi) Ensure that local team management and local Executive personnel are informed of: date, time, place and type of meeting, required representation at meetings, suspensions or disciplinary decisions.
- 7) Registrar;
The Registrar shall:
- i) be responsible for the registration of all AMHA players according to the fees set by the Executive.
 - ii) organize the location, dates, times, and helpers for registration of players.
 - iii) submit a copy of all registered players according to age groups to the Secretary by October 15th for team organization and an up-to-date final copy by November 15th.
- 8) Risk Management Director;
The Risk Management Director shall:
- i) Implement and enforce all WOAA and OMHA Risk Management Programs;
 - ii) Establish and maintain procedures with respect to clearance of all volunteers required to complete a police report;
 - iii) Carry out volunteer screening via Criminal Record Checks including the Vulnerable Sector Check;
 - iv) Assist as requested with implementation of Risk Management Programs;
 - v) Carry out other duties as assigned by the Board, Executive Committee, or the President.
 - vi) Chair the Risk Management Committee;
 - vii) Act as an executive liaison between team liaisons and the general membership and be available for coach-parent meetings as necessary or requested;
 - i) Report on discipline problems to the Risk Management Committee (which includes the President, 1st Vice and Coach and/or Parent Liaison if required).
- 9) Referee-in-Chief;
The Referee-in-Chief shall:
- i) Ensure there are enough referees in place to officiate all games;
 - ii) ensure refereeing complaints are addressed and solved in a timely fashion;
 - iii) Carry out other duties as assigned by the Board, Executive Committee, or the President.
- 10) Ice Time Convenor;
The Ice Time Convenor shall:
- i) submit a forecast of the estimate ice requirements with the Town of Arthur for the following season, by a deadline mutually agreed upon by all parties;
 - ii) schedule ice for games and practices for each registered group or team within AMHA Ice time frequency for each team to be determined by Ice Director and approved by executive;
 - iii) Shall review and verify payment of the monthly ice bill prior to submitting to Treasurer;
 - iv) Shall represent AMHA at any meeting regarding distribution of ice times at either arena;
 - v) Shall be responsible for the maintenance of the website for complete schedules of all registered teams with AMHA.
- 11) Equipment Manager;
The Equipment Manager shall:
- i) oversee storing, maintenance, and distribution of all equipment;
 - ii) maintain a record of all equipment and uniforms owned by AMHA;
 - iii) recommend to the Executive for approval, any additional equipment needed at the beginning of and during the season;
 - iv) purchase equipment or uniforms as authorized by the executive;

- v) ensure that all equipment be returned within two weeks of the season's end;
 - vi) submit to the Budget Committee each year a projection of equipment and jersey replacement;
 - vii) Present a report regarding purchasing and equipment to the Board;
 - viii) Responsible for preparing and distributing Association trainers' kits.
- 13) Tournament Convenor;
The Tournament Convenor shall:
- i) convene and set up committees for all AMHA sanctioned tournaments;
 - ii) establish a tournament schedule as early in the season as possible;
 - iii) submit a financial statement to the Executive following each tournament;
 - iv) ensure that any O.M.H.A. sanctioned tournament complies with regulations;
 - v) liaise with the local media to obtain the best possible coverage of AMHA activities;
 - vi) update all trophies owned by the AMHA and purchase new trophies as required.
- 14) Initiation Program Coordinator;
The Initiation Program Coordinator shall:
- i) Develop and oversee programs to enhance the skills, coaching and betterment of the AMHA.
- 15) Administration Manager;
The Administration Manager shall:
- i) Maintain proposed changes to any applicable statute or law, the Letters Patent and By-laws and the Policies and procedures established by the Board or by the Membership;
 - ii) To oversee the management of the AMHA website, Facebook page and any other social media needs;
 - iii) Set up all player and team email alias;
 - iv) Complete annual player / team website change-over;
 - v) Team roster uploading;
 - vi) Post all Association news;
 - vii) Grant web manager access and instruction;
 - viii) Take part in ongoing website training updates.
- 17) Coaches Liaison;
The Coaches Liaison shall:
- i) Communication concerns of the Coaches to the AMHA board and Parent Liaison;
 - ii) Oversees all AMHA bench staff (including Coaches, Trainers, Managers and Assistants);
 - iii) Coordinate AMHA Coach and Trainer training sessions;
 - iv) Schedule and oversee Coaches meetings with Parent Liaison, Equipment Manager, Risk Management Director;
 - v) Responsible for preparing and distributing Association Coach Kits;
 - vi) Responsible for preparing and distributing Association Trainer kits;
 - vii) Sit on the Risk Management Committee.
- 18) Parent Liaison;
The Parent Liaison shall:
- i) Communication concerns of parents for the Coaches to the AMHA board and Coach Liaison;
 - ii) Attend Coach and Parent meetings with Coach Liaison, Risk Management Director;
 - iii) Sit on the Risk Management Committee.
- 19) Directors at Large;
The Directors at Large shall:
- i) Assist Director's with portfolios throughout the year in areas where needed;

- ii) Sit on Committees as requested by the Board of Directors;
- iii) Hold voting rights at all Board of Directors meetings;
- iv) Report to the President.

12. COMMITTEES OF THE BOARD

12.1 Standing Committees:

The following committees shall be Standing Committees of the Board:

- a) Executive Committee;
- b) Budget Committee;
- c) Representative/Local Leagues Committee
- e) Nominations and Elections Committee;
- f) Purchasing and Equipment Committee;
- h) Registration Committee;
- i) Sponsorship/Fundraising Committee.
- j) Coach Selection Committee
- k) Risk Management 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 be chaired by the President, and shall consist of the Vice-Presidents, the Secretary, the Treasurer, and the Risk Management Director 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, act in relation to any matter of any nature within the power and the authority of the Board, which requires immediate attention before the date of the next Board Meeting. Such action shall not involve any change of policy or the authorization of unbudgeted expenditures, and any action taken shall be submitted to the Board for ratification at the next Board Meeting;
 - ii) Review recommendations and proposals prior to such recommendations or proposals being submitted to the Board for Resolution;
 - iii) Present a report regarding the activities of the Executive Committee to the Board;
 - iv) The Executive shall have the power to fill any vacancy which may occur in its number, within a reasonable length of time;
 - v) The Executive shall have the power to remove and replace any of the Executive or Voting Members if their duties are not being performed in accordance with the policies of the AMHA;
 - vi) The Executive shall have the power to suspend or discipline any coach, manager, player, or other person affiliated with the AMHA.

12.6 Budget Committee:

- a) The Budget Committee shall be chaired by the Treasurer, Director of Tournaments and 1st and 2nd Vice-Presidents.
- b) The Budget Committee shall:
 - i) Prepare a budget for the Association for the next fiscal year for submission to the Board for approval;
 - ii) Liaise with all Committees of the Board to receive estimates of revenues and expenditures for the next fiscal year of the Association for purposes of preparing the Budget;
 - iii) Finalize schedule of budget submissions from all committees on an annual basis;

- iv) Recommend policy to the Board regarding financial budgeting and planning.

12.7 Purchasing and Equipment Committee

- a) The Purchasing and Equipment Committee shall be chaired by the Sponsorship & Equipment Director and shall consist of no fewer than two (2) and no more than five (5) Members 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 goalie equipment leased;
 - iv) solicit bids and purchase hockey equipment, as required;
 - v) maintain and repair all equipment owned by the Association;
 - vi) act as the Purchasing Agent for the Association with respect to all Association purchases;
 - vii) submit to the Budget Committee in each year an estimate of revenues and expenditures of the Purchasing and Equipment Committee for the next fiscal year of the Association;
 - viii) present a report regarding purchasing and equipment to the Board;recommend policy to the Board regarding Purchasing and Equipment

12.7 Nominations and Elections Committee

- a) The Nominations and Elections Committee shall be chaired by the Past President and include the 1st Vice-President and no fewer than two (2) and not more than five (5) Members of the Association.
- b) The Nominations and Elections Committee shall:
 - i) Solicit nominations for each Board position, which is to become vacant including nominations for each Annual General Meeting;
 - 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 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 report regarding Nominations and Elections to the Board;
 - v) Recommend policy to the Board regarding Nominations and Elections.

12.8 Registration Committee

- a) The Registration Committee shall be chaired by the Registrar and include the Town / League Representative, Administration Manager and Secretary.
- b) The Registration Committee shall:
 - i) Establish registration forms and procedures;
 - ii) Conduct registration for all applicants eligible to participate in Association Ice Hockey Programs;
 - iii) Maintain a register of receipts regarding all registration fees received by the Association and forward all monies promptly to the Treasurer for deposit to the credit of the Association;
 - iv) Maintain a current registration list of all players including mailing addresses, telephone numbers and Parent/Guardian name(s);
 - v) Supply 1st current registration information in a timely fashion;
 - vi) Ensure that all players are registered with the OMHA;
 - vii) Communicate any changes in registration immediately to Directors or other individuals who are affected by such change;
 - viii) Present a report regarding Registration Operations to the Board;
 - ix) Recommend policy to the Board regarding registration;

12.11 Sponsorship/Fundraising Committee:

- a) The Sponsorship Committee shall be chaired by the Fundraising & Sponsorship Director and shall consist of the Treasurer, Equipment Manager along with two (2) Directors at Large.

- b) The Sponsorship Committee shall:
 - i) Recruit and train volunteers to perform the functions required for sponsorship for the Association;
 - ii) Set up an accurate recording system covering income and disbursements relating to sponsorship for delivery to the Treasurer;
 - iii) Actively pursue new sponsorship projects;
 - iv) Manage and supervise current sponsorship endeavours;
 - v) Present a report regarding sponsorship to the Board;
 - vii) Recommend policy to the Board regarding sponsorship.

12.8 Coaches Selection Committee

- a) The Coaches Selection Committee shall be chaired by the Vice-President and shall consist of the President, Risk Management Director and two (2) other Board Directors of the Association. In addition, another Director of the Board will be selected as a designate alternate. The alternate's mandate will be to assume the role of any Coaches Selection Committee member who may have to remove themselves from the selection process due to conflict of interest or an extended absence. The alternate will attend the interviews for all coaching applicants of the age level(s) in question until the final determination of the successful candidate has been made.
- b) The Coaches Selection Committee shall:
 - i) set coaching criteria;
 - ii) convene meetings to select head coaches for the respective teams;
 - iii) follow the guidelines of the OHF Ten Step Screening Process;
 - iv) make recommendations to the Board of Directors for the selection of the head coaches made by the Coaches Selection Committee;
 - vi) head coaching appointments are to be made as early as possible

12.1 2 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 organizations with which Association teams are participating.
- (b) Meetings:
Each Standing Committee shall meet at the call of the Chair.
- (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 50% plus one 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.

12.1.3 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 authorized 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) authorize 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 authorize 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 authorize 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 therefore, with power to vary or modify such arrangements, terms and conditions, and to give such additional security as the Board may authorize, 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, electronically, 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 and a member in good standing 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 ten (10) 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 Annual General Meeting of the Members of the Association. The notice of such Annual 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.
- (c) 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.
- (d) **Any Amendment to the By-laws by a member must be in writing, signed by a member in good standing and received by the Secretary of the Association 30 days prior to the Annual General Meeting.**
- (e) **All members in good standing shall have access to any proposed amendments to the By-laws, seven (7) days prior to the Annual General Meeting at a place as stated in the original meeting notice.**

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 Organizations" 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 Arthur Area Community Centre in the Town of Arthur, Ontario, and at which a quorum was present on the May ____, 2021.

President – Ann Warnaar

Secretary – Jennifer Bodz