

# NORTHUMBERLAND MINOR HOCKEY ASSOCIATION

## By-Law

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# Northumberland Minor Hockey Association

## BY-LAW NUMBER ONE

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# Northumberland Minor Hockey Association

## BY-LAW NO.1

This is a by-law relating to the affairs of the Northumberland Minor Hockey Association. BE IT ENACTED as a by-law of Northumberland Minor Hockey Association as follows:

### 1. **DEFINITIONS**

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

- (a) "AGM" means Annual General Meeting as such term as defined in section 7.1;
- (b) "Board" means the Board Committee of the NMHA as elected by the Members from time to time;
- (c) "Northumberland" means the municipality of Northumberland County within the Province of Ontario;
- (d) "NMHA" means Northumberland Minor Hockey Association (or such other name as the NMHA may in the future adopt).
- (e) "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;
- (f) "Family" includes all persons residing in the same residence and all parents or guardians of any child residing in that residence;
- (g) "Guardian" means any person standing in the place of parent;
- (h) "HC" means Hockey Canada (or such other name as HC may in the future adopt);
- (i) "Letters Patent" mean the Letters Patent incorporating the NMHA, as from time to time amended by Supplementary Letters Patent;
- (j) "Member" means any class of membership in good standing in the NMHA as provided for in section 5;
- (k) "Officer" means any individual who holds office enumerated in Article 11
- (l) "OHF" means Ontario Hockey Federation (or such name as the OHF may in the future adopt);

(m) "OMHA" means Ontario Minor Hockey Association (or such name as the OMHA may in the future adopt);

(n) "Policy" means any written statement governing issues affecting the affairs of the NMHA which has been considered and approved by the Board of the NMHA;

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 NMHA, unless otherwise defined herein.

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

2.1 The Corporate Seal of the NMHA 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 NMHA for its use and safekeeping.

2.2 The registered head office of the NMHA shall be maintained in the in the Town of Cobourg, in the Province of Ontario and thereafter as the NMHA may from time to time determine by special resolution of the members pursuant to the Corporations Act. The NMHA may establish such other offices within Northumberland County, as the Board may deem expedient by resolution.

2.3 The Boundaries for the NMHA shall be those recognized by the OHF, OMHA and OWHA.

## **3. MISSION OF THE NMHA**

3.1 The purpose of the NMHA is to organize, develop and promote a safe and fun co-educational minor hockey environment for all participants including:

a) The opportunity for all eligible individuals to participate in recreational house league ice hockey and to provide community-based programs, which will allow a player to participate in a safe and positive environment for fun, physical exercise and fair play.

b) The development of, and participation in, the highest level of representative hockey possible and to provide the opportunity to participate in the highest competitive level possible.

c) To instill, in all players, coaches, managers and Members associated with the NMHA, good sportsmanship, appropriate behaviour on and off the ice, respect of the individual, respect for authority and team play.

3.2 The NMHA shall be operated without the purpose of pecuniary gain to any of the Members and any surplus or accretions of the NMHA shall be used solely for the purposes of the NMHA and for the promotion of its objectives.

#### 4. **AFFILIATIONS**

4.1 The NMHA shall have the following affiliations:

- a) The NMHA shall be a member of, and be in good standing with, the OMHA.
- b) The NMHA shall be affiliated with the OHF.
- c) The NMHA shall be affiliated with HC.
- d) The NMHA shall operate in cooperation with the Parks and Recreation Departments of the Towns of Cobourg and Port Hope.

#### 5. **CLASSES OF MEMBERSHIP**

5.1 There shall be three (3) classes of Membership in the NMHA, the particulars with which are set forth in Section 6 hereof:

- a) Active Membership;
- b) Parent/Guardian Membership; and
- c) Lifetime Member.

#### 6. **TERMS OF MEMBERSHIP AND ELIGIBILITY**

6.1 Terms and Eligibility

a) Active Membership:

“Active Members” shall include all elected or appointed Board Members, coaches, managers and trainers rostered for a current season, and all registered players who are at least 18 years of age at the time of such determination. Members in this classification will be allowed one vote per person, provided they are at the time of any such vote an Active Member in good standing.

b) Parent/Guardian Membership:

“Parent/Guardian Members” shall include both parents or legal guardians of registered players in good standing where the registered player is under the age of eighteen (18) years. Both Parent/Guardian Members in this classification will be allowed one vote and may attend membership meetings and, by invitation, meetings of the Board and Committees of the NMHA, provided they are in good standing at the time of such vote.

c) Lifetime Membership:

“Lifetime Membership” may be granted to an individual who has rendered

extraordinary and distinguished service to the NMHA. An individual may be nominated to be a Lifetime Member by any Member of the NMHA and the granting of Lifetime Membership must be confirmed by a majority vote of the Board.

Lifetime members of Cobourg Minor Hockey and Port Hope Minor Hockey will be granted a honorary lifetime membership by the NMHA.

Each member in this classification will be allowed one vote and may attend membership meetings and, by invitation, meetings of the Board and Committees of the NMHA provided they are in good standing. Each member in this class shall be admitted, free of charge, to all NMHA functions (regular season game, play-off game and tournament games).

## 6.2 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 NMHA, no person may hold more than one (1) class of membership and may not have more than one (1) vote in any matter. 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.

## 6.3 Membership List:

The Board shall prepare and maintain a list of current Active Members, Parent/Guardian Members and Lifetime Members and a list of all voting members. This list shall be kept at the head office and updated as necessary and made available to all Board Members upon request. Such list of Members shall be used to determine eligibility to attend and vote at any Meeting of the Membership.

## 6.4 Membership Year

Unless otherwise determined by a majority decision of the Board, Membership, other than Lifetime Memberships, shall commence on and be effective from 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.

## 6.5 Termination

- a) Membership in the NMHA shall not be transferable and shall automatically terminate upon a Members resignation or death.
- b) Members may resign from the NMHA by submitting a resignation in writing addressed to the Board.

c) Members in good standing shall be those admitted to Membership and who have paid all required membership fees to the NMHA. Members whose Membership fees are in arrears for a minimum period of three (3) months may be suspended from Membership and will not be permitted to vote, make nominations, or hold office in the NMHA. The Board shall inform those concerned of this suspension in writing. Members may be reinstated upon payment of arrears and the approval of the Board.

d) Members whose conduct is considered by the Board to be contrary to the Stated Code of Conduct and purpose of the NMHA, shall be asked by the Board to explain or justify their actions. If any such Member is unwilling or unable to do so, they shall be immediately suspended and required by the Board to resign from the NMHA. If any such Member does not voluntarily resign, the Board shall give proper notice of motion, to be considered at the next Board Meeting, requesting the expulsion of the(se) member(s). A copy of this motion shall be communicated to the Member(s) 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.

A motion to suspend or terminate a Member shall require a 50% +1 majority in a ballot conducted at the Board Meeting. The Member(s) concerned shall be invited to attend the meeting and explain their position before the vote is taken. The Board may suspend a Member for a specific or undetermined period and on such conditions as they may decide. The Board may reinstate a terminated membership as they may determine in their sole discretion.

## 6.6 Membership Fees

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

## 6.7 Right to Vote

All Active Members, Parent/Guardian Members and Lifetime Members shall be entitled to a notice of any vote and be entitled to vote at all meetings of the members of the NMHA.

## 6.8 Rights and Responsibilities

- a) All Members may attend members meetings and with the consent or invitation of the Board may attend meetings of the Board and Committees of the NMHA.
- b) It is the responsibility of all Members to provide a proper address, telephone number, and email address to the Board and to notify the Board of any change of such information.

## 6.9 Record Date

All Members shown on the membership list 30 days in advance of any General Meeting of the Members are entitled to notice and to vote at such General Meeting of the NMHA. Any individual who is not a Member at least 30 days in advance of any General Meeting of the Members is not entitled to notice of or to vote at such General Meeting of the NMHA for which the recorded date has been established.

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

### 7.1 Annual General Meeting of Members

The AGM ("AGM") shall be held each year during the month of April or May, 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 AGM;

- 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 NMHA during the preceding year;
- d) Receiving information regarding the objectives of the NMHA for the current year;
- e) Receiving and approving the Audit Report of the NMHA from the previous year and a projected financial position for the current year;
- f) Appointment of an independent public accounting firm as the Auditor for the ensuing year;
- g) 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 Office Administrator in writing 4 weeks prior to the AGM; and
- h) Election of the new Executive Committee.

### 7.2 Additional General Meetings of Members

- a) In addition to the AGM described in Article 7.1, the President may call a General Meeting of the Membership at any time.
- b) A General Meeting of the membership must be called by the President upon receiving a resolution signed by 10% of the membership requesting a meeting to deal with business as specifically set out in the resolution. Where the resolution requests the removal of a Board Member or Officer it should also set out the reason for the removal as part of the resolution.
- c) The business to be transacted at a General Members meeting shall be limited



to that specified in the resolution calling the General Meeting.

### 7.3 Notice

#### a) Annual General Meeting:

Notice of the AGM to be held within the month of May or June in each year, will include the time and place of the meeting and the agenda, including particulars of any other business to come before the Meeting. Notice shall be made to all Members, Directors and the Auditor as determined by article 6.8 for such Members in the records of the NMHA eight (8) weeks prior to the date of the meeting.

#### b) Additional General Meetings of the Membership:

Notice of any Additional General Meetings of the Membership shall contain the time and place of the meeting and the particulars of the business to be dealt with. The notice will be sent to all Members as determined by article 6.8 at the last known address or email address recorded in the records of the NMHA at least fifteen (15) days prior to the date of the meeting. A Notice will also be posted in all affiliated arenas and websites at least 15 days prior to the date of the meeting.

#### c) Error or Omission in Notice:

No inadvertent error or omission in giving notice of any AGM 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 Changes or Amendments to the By-laws

Changes or amendments to the by-laws may be made at the AGM or a Special General Meeting of the Members called for that purpose by a majority vote (50% +1). Any proposed changes or amendments shall be submitted to the NMHA in writing at least four (4) weeks prior to the date of the AGM.

### 7.5 Quorum

A quorum for an AGM or General Meeting shall consist of the President and/or 1 Vice President plus a minimum of 10 Members eligible to vote and present in person, to adjourn, or to take a recess.

## 7.6 Voting Procedures:

- a) A majority (50% +1) of votes cast by Members entitled to vote, unless otherwise required by the Corporations Act or by the By-laws of the NMHA, shall decide every question proposed for consideration at Meetings of the Membership;
- b) The Chair presiding at a Meeting of the Membership may have a vote and shall also cast a tie- breaking vote 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.

## 7.7 Proxy

There is no vote by proxy permitted. Only those Members in attendance will have the right to vote at any AGM; any General Meeting of the Membership; any Board Meeting or any HL Executive Meeting, as applicable.

## 7.8 Adjournments

Any Meeting of the Members of the NMHA may be adjourned at any time and from time to time by a simple majority vote 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. Notice shall be required of any such adjourned Meeting to all Members provided that the date selected for any adjourned Meeting shall be no less than 7 days and no more than 21 days from the date of the initial meeting. Such adjournment may be made notwithstanding that no quorum is present.

## 7.9 Chair:

In the absence of the President and the Vice-Presidents, the Members entitled to vote and present at any Meeting of the Membership shall choose another Board Member as Chair.

## 8. **EXECUTIVE COMMITTEE**

### 8.1 Eligibility

An Executive Committee Member:

- (i) shall be eighteen (18) or more years of age;
- (ii) shall be a Member of the NMHA at the time of his or her election or appointment;
- (iii) shall remain a Member of the NMHA throughout his or her term of office.

## 8.2 Composition of NMHA Executive Committee:

The Executive Committee shall consist of up to thirty- one (31) Members, which shall manage the day to day business and affairs of the NMHA. The NMHA Executive Committee shall consist of the positions as listed at paragraph 9.2.

### 8.2.1 Duties of Executive Committee:

The Executive Committee manages the operations of the Board Committee and has decision-making authority over those items that the Board Committee has so delegated. The Executive Committee's specific responsibilities include:

- a) Exercising some or all powers of the board between regularly scheduled meetings;
- b) Serving as a sounding board for division/team management on emerging issues, problems, and initiatives; and
- c) Reporting to the board, at the board's next meeting, on any official actions it has taken.

## 8.3 Composition of Board Committee:

The Board shall consist of up to ten (10) Members, which shall manage the business and affairs of the NMHA. The Board shall consist of the President, Past President, Secretary, Director of Administration, Treasurer, VP of House League, VP of Rep Hockey, Director of Hockey Development and the Registrar.

### 8.3.1 Duties of Board Committee:

The Board Committee is the NMHA governing body. Its members are elected by the members of the NMHA at the AGM to govern the NMHA and to look after the members' interests. The board has the ultimate decision-making authority and, in general, is empowered to:

- a) set the NHMA's policy, objectives and overall direction;
- b) adopt bylaws;
- c) appoint the members of the various sub-committees;

Though all its members might not be engaged in the NMHA's day-to-day operations, the entire board is held liable (under the doctrine of collective responsibility) for the

consequences of the NMHA policies, actions, and/or failures to act.

#### 8.4 Composition of HL Executive Committee:

The HL Executive Committee may consist of up to nine (9) Members plus the VP of House League, which shall manage the affairs of Northumberland Minor Hockey. The HL Executive Committees shall consist of the VP of House League, each HL divisional Convenor, the Select Co-ordinator and the Equipment Manager.

#### 8.5 Transition of Board Members

In order to implement the provisions of this Bylaw, the term of all incumbent Board Members of the NMHA at the date of adoption of this Bylaw, shall expire and terminate on the date of the AGM next following the date of implementation of this Bylaw .

#### 8.6 Change in Number of Board Member

The NMHA may by special resolution increase or decrease the number of its Board Members. Any change in the number of Board Members shall be in compliance with prevailing Ontario laws and regulations.

### 9. **PROCEDURE FOR ELECTION OF BOARD MEMBERS**

#### 9.1 Nominations:

The election of the Executive shall take place at the Annual General Meeting (AGM) of the Membership. No election or appointment of an Executive Member is effective without consent given in writing prior to the election or appointment. Nomination Forms for the Executive shall be available each year from the Secretary by April 1st. A Nomination Form must be completed for all nominees and one (1) nominator who is a Member of the Association. Such completed form must be delivered to the Secretary two weeks prior to the election.

A listing of all individuals who have accepted a nomination for election to the Board shall be post on the association's web site on or before the fifteenth (15th) day of May in each year. Such listing shall identify that position each nominee is seeking election for.

The Chair of the AGM shall accept nominations from the floor at the AGM for any elected position that has no nominees and remains open. A "letter of intent to stand" may also be accepted as valid for nomination to any position within the NMHA. All nominations, including any "letter of intent to stand" shall be seconded by a NMHA voting member in attendance at the AGM to become valid.

Nominees for the position of President must come from a current member of the NMHA Executive.

## 9.2 NMHA Executive Members:

The NMHA Executive Members shall consist of the following:

- a) President - Elected - one year term
- b) Past President - one year term
- c) Vice President of Representative Hockey - Elected - one year term
- d) Vice President of House League Hockey - Elected - one year term
- e) OMHA Centre Contact - one year term
- f) Director of Administration - Elected - one year term
- g) Ice Scheduler - Elected - one year term
- h) Treasurer - Elected - one year term
- i) Secretary - Elected - one year term
- j) Registrar - Elected - one year term
- k) Director of Hockey Development - Elected - one year term
- l) Risk Management Officer - Elected - one year term
- m) Communications Officer - Elected - one year term
- n) Special Events Co-ordinator - Elected - one year term
- o) Equipment Manager – Elected – one year team

### 9.2.1 Board Committee Members:

The Board shall consist of the following:

- a) President – Elected - *one* year term
- b) Past President – for 1 year following end of President term
- c) Vice President of Representative Hockey - Elected – one year term
- d) Vice President of House League - Elected – one year term
- e) Director of Administration - Elected – one year term
- f) Treasurer – Elected – one year term
- g) Secretary – Elected – one year term
- h) Registrar – Elected – one year term

- i) Director of Hockey Development - Elected - one year term

### 9.2.2 HL Executive

The HL Executive shall consist of the following:

- a) Vice President of House League - Elected - one year term
- b) Convenors (7 positions) - Appointed - one year term
- c) Select Co-ordinator - Appointed - one year term
- d) Equipment Manager - elected - one year term

### 9.3 Election Procedures:

The election of Executive Members shall take place at the AGM. The Chair of the AGM shall accept the list of nominations for all elected positions (see 9.2). The Chair of the AGM shall accept nominations from the floor at the AGM for any elected position that has no nominees listed and remains open. A "letter of intent to stand" may also be accepted as valid for nomination to any position within the NMHA. All nominations, including any "letter of intent to stand" shall be seconded by a NMHA voting member in attendance at the AGM to be come valid. All nominees shall be asked if they will accept or decline the nomination. If more than one person accepts the nomination then a secret ballot vote will be held by the attending members. Once the voting is complete the votes shall be tabulated and the results announced for that position. Subject to Section 9.4, no one person shall be elected to more than one (1) position on the Board.

### 9.4 Vacancies:

Any vacancy occurring on the Board may be filled for the current year of the vacated term if appointed by the President and approved by the Board in office provided there is a quorum of Board Members then in office. A Board Member may be appointed to a second position, but may not hold more than two (2) positions at any such time.

### 9.5 Termination

#### a) Removal of Board Member by Membership

The membership may remove a Board Member or Officer by a resolution passed by at least 2/3 of the votes cast at a General Meeting of the Members called for that purpose and by a majority of the votes elect any member to replace such Board Member or Officer for the remainder of his or her term.

#### b) Absenteeism

Unless otherwise determined by the Board, the absence of any Board Member from three (3) consecutive Board Meetings or the absence of any Board Member

from four (4) out of any eight (8) consecutive Board Meetings shall be deemed to constitute a resignation of the said Board Member from the Board, provided a majority of the Board agree to make such determination.

c) Resignation

A Board Member may resign his or her position on the Board by submitting a letter of resignation to the President of the NMHA, which resignation shall not be accepted until approved by a majority of the Board.

10. **EXECUTIVE RESPONSIBILITIES**

10.1 Governance

The Board shall govern the NMHA in compliance with the objects, powers, By-laws and Policies of the NMHA, Rules of Operation 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-Presidents, may from time to time determine. The Board shall meet as required.

b) Special Board Meetings

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

10.3 HL Executive Meetings

a) HL Executive Meetings

Except as otherwise required by law, the HL Executive may hold Meetings at such place or places as the HL Vice-President or, in his or her absence, the President, may from time to time determine. The HL Executive shall meet not less than four (4) times per year.

b) Special HL Executive Meetings

Special HL Executive Meetings may be called by the HL Vice-Presidents or, in his or her absence, the President. A Special HL Executive Meeting shall be limited to that specified in the notice calling the Meeting.

10.4 Executive Committee Meetings

a) Executive Committee Meetings

Except as otherwise required by law, the Executive Committee may hold Meetings at such place or places as the President or, in his or her absence, the Vice-Presidents, may from time to time determine. The Executive Committee shall meet not less than eight (8) times per year.

b) Special Executive Committee Meetings

Special Executive Committee Meeting may be called by the President or Vice-Presidents in the absence of the President or on petition in writing to the Office Administrator signed by any three Executive Committee Members. Business transacted at a Special Meeting shall be limited to that specified in the notice calling the Meeting.

10.5 Notice of Board and HL Executive Meetings

a) Notice shall be communicated to all Board Members and/or HL Executive Committee Members at least seven (7) days in advance of the Meeting, unless 75% or more of the Members agree to the calling of a Meeting on shorter notice or the Meeting is held on a regular day or date each month or immediately following a Meeting of the Members of the NMHA.

b) Notice shall include a tentative agenda and shall specify the business to be conducted in the case of a Special Meeting.

c) No formal notice of any Board Meeting and/or HL Executive Committee Meeting shall be necessary if all the Board Members and/or HL Executive Committee Members are present or if those absent signify their consent to the Meeting being held in their absence.

10.6 Error in Notice

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

10.7 Adjournment of Board and HL Executive Meetings

Any Board Meeting and/or HL Executive Committee Meeting may be adjourned at any time and from time to time by a simple majority vote 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. Notice shall be required of any such adjourned Meeting(s) to all Members provided that the date selected for any adjourned Meeting(s) shall be no less than 7 days and no more than 21 days from the



date of the initial meeting. Such adjournment may be made notwithstanding that no quorum is present.

#### 10.8 Quorum

a) A quorum at any Board Meeting shall consist of the President and/or 1 Vice President plus a minimum of 5 elected or appointed members eligible to vote. A Board Member may also participate in a Board Meeting through a conference call and will be considered to be present.

b) A quorum at any HL Executive Meeting shall consist of the HL Vice President and 4 elected or appointed HL Executive Members eligible to vote and present in person.

c) A quorum at any Executive Committee Meeting shall consist of the President and/or 1 Vice President plus a minimum of 8 elected or appointed members eligible to vote and present in person.

d) No business shall be transacted in the absence of a quorum except to take measures to obtain a quorum, or to establish a new meeting date.

#### 10.9 Voting Rights

Each Member, present at any Board, HL Executive or Executive Committee Meeting shall be entitled to one vote. The Chair shall be entitled to vote only in the event of a tie vote.

#### 10.10 Voting Procedures

A majority of votes at any Board, HL Executive or Executive Committee 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 an Executive Member 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.

#### 10.11 Remuneration

Executive Members and Officers shall serve without remuneration and no Executive Member or Officer shall indirectly or directly receive any remuneration, salary or profit from his or her the position as an Executive Member or Officer for any service rendered to the NMHA; provided that, the Board may establish Policies relating to the reimbursement of Executive Members for actual and reasonable expenses incurred in the performance of their duties as Executive Members of the NMHA.

#### 10.12 Conflict of Interest

- a) Every Executive Member who directly or indirectly has an interest in a proposed or existing contract or transaction or other matter relating to the NMHA shall make a full and fair written declaration of the nature and extent of the interest at an Executive Meeting.
- b) The declaration of a conflict of interest shall be made at the Executive Meeting at which the question of entering into the contract or transaction or other matter is first taken into consideration or, if the Executive Member or Officer is not at the date of that Executive Meeting interested in the proposed contract or transaction or other matter, at the next Executive Meeting held after the Executive Member assumes the office.
- c) After making such a declaration, no Executive Member or Officer shall make submissions or 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 an Executive Member or Officer has made a declaration of an interest in a contract or transaction or other matter in compliance with this Section, the Executive Member or Officer is not accountable to the NMHA for any profit realized from the contract or transaction or other matter.
- e) If an Executive Member or Officer fails to make a declaration of interest in a contract or transaction or other matter in compliance with this Section, the Executive Member or Officer shall account to and reimburse the NMHA for all profits realized, directly or indirectly, from such contract or transaction or other matter.

#### 10.13 Indemnification of Executive Members

Every Executive Member of the NMHA and his or her heirs, executors, administrators and estate and effects respectively shall from time to time be indemnified and saved harmless by the NMHA 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 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 willful neglect or default; provided that, no Board Member or Officer of the NMHA shall be indemnified by the NMHA 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 Board Member or Officer, he or she has achieved complete or substantial success as a defendant.

c) NMHA may purchase and maintain such insurance for the benefit of its Executive Members and Officers as the Executive may from time to time determine.

#### 10.14 Confidentiality

Every Executive Member and Officer of the NMHA shall respect and maintain the confidentiality of matters brought before the Executive for consideration “in camera”.

#### 10.15 Manual of Operations

a) 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.

b) The Manual of Operations should not deal with such things as: qualification, admission, transfer, classes and termination of memberships; qualification and election of executives; meetings of executives and/or members; appointment and duties of officers.

### 11. **OFFICERS and RESPONSIBILITIES OF OFFICERS**

#### 11.1 Elected Officers

The Elected Officers shall be the President, the Vice-President(s), the Treasurer, Director of Administration, Director of Hockey Development and the Secretary.

#### 11.2 Assistants to Officers

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

#### 11.3 Eligibility for Office:

Only a person having served the immediately preceding year as an elected or appointed Executive Member of the NMHA shall fill the position of President. If there is no such individual to stand for the position of President then a nomination can be considered from the membership

#### 11.4 Term of Office

The elected Officers shall hold Office for one year which shall terminate at the appropriate AGM.

#### 11.5 Resignation of Officers

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

#### 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.

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 Officers

##### 11.7.1 President:

The President shall:

- a) represent the NMHA in the Community and with all stakeholders;
- b) act as one of the signing officers of the NMHA
- c) act as Chair at all Board Meetings and at all Meetings of the Membership;
- d) will vote at any Board Meeting only in the occasion of a tie vote
- e) exercise general supervision of the NMHA in accordance with Policies determined by the Board;
- f) be a non-voting Member of all committees and sub-committees of the NMHA;
- g) report regularly to the Board on matters of interest;
- h) shall in co-operation the Budget Committee establish the NMHA budget prior to registration
- i) have the power, on recommendation of the Board, to replace any appointed members, league representatives or Board members who they feel is not fulfilling his or her duties.
- j) Suspend clubs or players, subject to ratification at the next meeting of the Rules and Disciplinary Committee.
- k) be responsible for the day to day management of the affairs of the NMHA, including monitoring of all Committees to ensure all Policies of the NMHA are being complied with;

l) delegate tasks as necessary;

m) Will remain on as past president for one year or until such time as a new president is elected.

#### 11.7.2 Past President:

The Past President:

a) shall have no specific duties as such, but will advise and be available to assist any Board Member in the completion of his or her functions;

b) will remain on as past president for one year or until such time as a new president is elected;

c) shall be a non-voting member

#### 11.7.3 Vice President of Representative Hockey:

The Vice President of Representative Hockey:

a) may assume the duties of the President in his or her absence for any reason if the President cannot complete their duties or elected term;

b) may preside over Board Meetings when the President is absent;

c) shall oversee the efficient discharge of Representative Hockey;

d) shall oversee the administration of the respective standing committees ensuring that policies and procedures are followed;

e) shall in co-operation the Budget Committee establish the NMHA budget prior to registration;

f) shall enforce rules and regulations of the NMHA and OMHA;

g) shall chair monthly meetings with all Representative Coaches and/or Managers;

h) may be a signing officer as approved by the Executive;

i) shall attend regional meetings or arrange for another Executive Member to attend in their absence;

j) shall act as liaison between Representative Teams and the Executive Committee;

k) report directly to the NMHA President.

#### 11.7.4 Vice President House League Hockey:

The Vice President House League Hockey:

- a) may assume the duties of the President in his or her absence for any reason if the President cannot complete their duties or elected term.
- b) may preside over executive meetings when the president is absent;
- c) shall chair meetings with all House League Convenors;
- d) shall oversee the efficient discharge of House League Hockey;
- e) shall be responsible to liaise with the Ice Scheduler for the distribution of ice time for House League hockey.
- f) shall oversee the administration of the respective standing committees ensuring that policies and procedures are followed;
- g) shall in co-operation with the Budget Committee establish the NMHA budget prior to registration;
- h) shall enforce rules and regulations of the NMHA and OMHA;
- i) shall ensure that each Convenor receives a copy of the rule book and OMHA Manual of Operations;
- j) shall manage team officials and player registrations along with the registrar
- k) shall have the authority to make HL scheduling changes when conflicts occur
- l) may be a signing officer as approved by the Executive;
- m) report directly to the NMHA President.

#### 11.7.5 Director of Administration:

The Director of Administration:

- a) shall assess the ice requirements for the NMHA and shall enter negotiation with the appropriate town to meet these needs;
- b) may assume the duties of the President in his or her absence for any reason if the President cannot complete their duties or elected term.
- c) may preside over executive meetings when the president is absent;
- d) shall act as liaison between NMHA and the Parks and Recreation Department(s) of the Towns of Cobourg, Port Hope and any other local

municipality;

e) shall ensure that the ice and times are apportioned in a fair and equitable manner between the various factions and venues based on availability, time slots and referee scheduling. When possible, preference shall be given to games (House League or Representative) to be played at the Cobourg Community Centre or the Jack Burger Sports Complex but not excluding Cobourg Memorial or TCS.;

f) will review and verify the monthly "ice use report" and submit to the office administrator for payment of the ice bills.

g) shall sit on the Budget Committee;

h) shall sit on the Ice Scheduling Committee;

i) shall sit on the Tournament Committee;

j) shall chair the Sponsorship Committee;

k) shall verify and approve payment of ice bills

l) shall present a report and recommend policy regarding Ice Scheduling to the Board;

m) will liaise and coordinate duties of the Ice Scheduler and the Office Administrator.

#### 11.7.6 Ice Scheduler:

The Ice Scheduler shall:

a) Chair the Ice Scheduling Committee;

b) attend OMHA scheduling meetings or appoint designate in his/her place.

c) be responsible to organize and prepare the schedules for the OMHA AA and AE regular season and playoffs;

d) be responsible to organize and prepare the schedules for the House League;

e) complete scheduling of OMHA Play Down contracts;

f) apportion the ice and times in a fair and equitable manner between the various factions and venues based on availability, time slots and referee scheduling. When possible, preference shall be given to games (House League or Representative) to be played at the Cobourg Community Centre or the Jack Burger Sports Complex but not excluding Cobourg Memorial or TCS.;

g) shall be the liaison with the arena managers;

- h) submit monthly ice use reports to both Office Administrator and Director of Administration for verification of ice bills.
- i) shall ensure that copies of the regular/playoff team/division schedules are given to the following:
  - i). Referee in Chief(s)
  - ii). Communications Officer
  - iii). Arena Manager(s)
  - iv). Appropriate NMHA personnel

#### 11.7.7 Treasurer:

The Treasurer may be a signing officer as approved by the Executive and shall:

- a) ensure adherence to and implementation of all financial Policies adopted by the NMHA from time to time in the financial administration of the NMHA;
- b) provide financial reports to be reviewed and approved by the Board Meetings as required
- c) ensure the submission of the books of account at the end of the financial year to the Auditor as appointed at the AGM, are prepared in accordance with generally accepted accounting principles for not for profit companies;
- d) submit to the Board of Directors for review the Audit Report and Financial Statements at the Board meeting immediately subsequent to receipt from the Auditor;
- e) present the Audit Report from the previous year and a projected financial position for the current year to the Membership at the AGM;
- f) evaluate, review and recommend financial policy to the Board and implement any and all financial directive there from;
- g) sit on Budget Committee;
- h) maintain a list of all accounts being used by NMHA Fundraising Committee.
- i) may be a signing officer as approved by the Executive.
- j) carry out all financial related duties assigned by the Board or the President from time to time
- k) recommend policy to the Board regarding internal and external communications of the NMHA;
- l) carry out duties as assigned by the Board or the President.



### 11.7.8 Secretary

The Secretary may be a signing officer as approved by the Executive, and shall:

- a) record or delegate the recording of the minutes of General Meetings of the Membership, Board Meetings and ensure that NMHA 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 Membership;
- b) ensure the proper custody of the NMHA's corporate seal, corporate minutes and resolutions and other corporate records and documents;
- c) notify all members of the Board of the date, time and place of upcoming meetings.
- d) advertise proposed constitutional amendments, including date, time and place of upcoming the AGM.
- e) carry out duties as assigned by the Board or the President.

### 11.7.9 Director of Hockey Development

The Director of Hockey Development shall:

- a) be responsible to organize and prepare a budget for the current season for courses and training purposes for players and the coaching staff;
- b) present a budget to the Board for approval;
- c) implement the approved budget;
- d) be responsible as the principal contact and liaison for all clinics, courses and workshops;
- e) recruit and train volunteers to perform functions required for technical development of the coaches and players;
- f) establish a mentor program to assist coaches;
- g) in consultation with the OMHA coaches, develop a series of tactics and systems for each age group that will ensure consistency in coaching and player development;
- h) assist the VP of Rep Hockey, as applicable, with the coach selection program for the Representative Teams;
- i) liaise with the OMHA Reps and HC concerning the development program
- j) Along with at least two other members of the executive, formally interview any

individual who applies to be hired by the association for the purpose of skill development (power skating, skill clinics, goalie training etc.) the selection of said individual must be approved by the executive.

#### 11.7.10 Registrar

The Registrar shall:

- a) receive and certify all registration forms submitted on behalf of all players applying for registration with the NMHA and shall keep a file of each player signed;
- b) ensure that all registration forms are filled out properly
- c) ensure all registration forms are received with proper fees and that birth certificates are on file or accompany the registration form.
- d) work with VP of Rep Hockey, the A and AE reps, and the VP of House League on all rosters to be submitted for approval to the Executive
- e) ensure that electronic rosters are submitted to the OMHA for approval for all OMHA and House League teams in accordance with the OMHA deadlines.
- f) maintain a current registration list of all players including mailing addresses, telephone numbers, email addresses and Parent/Guardian names(s)
- g) supply to the Vice Presidents current registration information in a timely fashion
- h) ensure that all players are registered with the OMHA
- i) communicate any change in registration immediately to Executive Members or other individuals who are affected by such change.
- j) recommend policy to the Board regarding registration.

#### 11.7.11 House League Convenors

The Convenor for each division shall:

- a) be appointed by the Executive Committee;
- b) report to the VP of House League;
- b) attend HL Executive Committee meetings;
- c) attend all games in the league they are responsible for, and or appoint a responsible person to assume the duties of the Convenor in their absence;
- d) ensure that their division is run efficiently with particular emphasis on:

- i. as even a balance of teams as is possible
  - ii. the notification of coaches and players in the event of any trade of players;
  - iii. the adherence to the three minute buzzer if used;
  - iv. the starting of games on time.
  - v. ensure that game sheets are prepared and available before the start of all games;
  - vi. ensure that scorekeepers, timekeepers, etc. are available for each game; and
  - vii. may be required to set-up and run a house league tournament;
- e) approve all away tournaments applied for by his/her divisional coach(s);
  - f) ensure that their respective coaches and managers are kept informed of their schedules, playing rules, and changes brought about by the Board;
  - g) assist in the general operation of the NMHA as required by the President;
  - h) arrange several meetings with all coaches in their division to allocate players and balance teams;
  - i) be on the Select Team Committee representing their division;
  - j) ensure that no player be assigned to any team or allowed on the ice to take part in any practice or games until her/her registration has been sanctioned by the VP House League;
  - k) ensure referee reconciliation forms are completed and returned to the Office Administrator;
  - l) shall post game scores to website.

#### 11.7.12 The Referee in Chief(s)

The Referee in Chief(s) shall:

- a) shall be appointed by the executive committee
- b) be responsible for scheduling referees for league, tournament, and exhibition games within the NMHA including Select Hockey;
- c) be responsible for forwarding a completed game list on a per referee basis to the Office Administrator for bi weekly payment of the referees;
- d) have the authority to suspend officials and notify the Board of the suspension at the next scheduled Board Meeting following the suspension;

- e) recruit, train, monitor, and evaluate performance of referees;
- f) represent the NMHA officials at Executive Committee Meetings

#### 11.7.13 Equipment Manager:

The Equipment Manager shall

- a) maintain an inventory of all equipment owned by the NMHA
- b) purchase hockey equipment, as required
- c) maintain and repair all equipment owned by the NMHA
- d) submit an estimated expenditures to the Budget Committee related to the purchasing equipment including sweaters for the next fiscal year of the NMHA
- e) present a report regarding purchasing and equipment to the Board
- f) recommend policy to the Board regarding purchasing and equipment.

#### 11.7.14 Office Administrator:

This is a paid position. Two months prior to the AGM, the current office administrator will be given a performance evaluation by the President, Treasurer, and the Director of Administration. Should the evaluation be positive and a consensus decision by the committee, the current office administrator will be given the position for the upcoming season. Should the decision be that it is necessary for the position to be opened to the public for resume submission, then a deadline of 2 weeks prior to the AGM for resumes to be submitted will be posted. The candidates will then be interviewed prior to the AGM by the noted executive members and a decision will be made and given at the AGM.

The Office Administrator shall:

- a) reconcile all invoices with receipts and ensure payment are made in a timely fashion
- b) be responsible for receiving a completed game list on a per referee basis from the Referee in Chief(s) for bi weekly payment of the referees;
- c) be responsible for receiving a completed game list on a per referee basis from the Timekeeper in Chief(s) for bi weekly payment of the referees;
- d) assist Treasurer in preparing financial reports;
- e) secure sponsorship
- f) carry out day-to-day banking of the NMHA
- g) be responsible for receiving and distributing all correspondence received by

the NMHA;

h) maintain the membership list referred to in Section 6.2;

i) reconcile referee payments given to team managers and HL Convenors.

j) carry out duties assigned by the Board, the Board or the President.

k) shall be available to assist the Executive Committee Members

#### 11.7.15 Risk Management Officer;

The Risk Management Officer shall:

a) implement and enforce all OMHA Risk Management Programs;

b) establish and maintain procedures with respect to clearance of all volunteers required to complete a police report;

c) prepare and report to the executive risk management/disciplinary issues;

d) carry out volunteer screening as per policy and guidelines;

e) assist as requested with implementation of Risk Management Programs ;

f) carry out other duties as assigned by the Board, Executive Committee or the President; and

g) chairs the Rules and Disciplinary Committee.

#### 11.7.16 Communications Officer;

The Communications Officer shall:

a) manage the NMHA website;

b) gather and distribute information to the various media outlets as directed by the Board, Executive Committee or the President;

c) carry out other duties as assigned by the Board, Executive Committee or the President; and

d) chairs the Communication Committee.

#### 11.7.17 OMHA Centre Contact:

The OMHA Centre Contact shall;

a) co-ordinate the rostering of all NMHA players, teams and team officials;

b) implement and enforce all OMHA Risk Management Programs;

- c) secure team travel permits when required;
- d) apply for Tournament Sanctions and complete Tournament reconciliation's;
- e) ensure that all necessary and appropriate insurance has been purchased;
- f) act as the Association's primary point of communication with the offices of the OMHA and represent the Association at regional meetings with other associations;
- g) attend OMHA Annual General Meeting;
- h) carry out other duties as assigned by the Board, Executive Committee, or the President;
- i) shall arrange collection of all OMHA official copies of AA, A and AE game sheets and distribute to league contacts and OMHA;
- j) shall follow up and confirm with team managers any suspensions received by players on AA, A and AE teams.

11.7.18 Special Events Co-ordinator:

The Special Events Co-ordinator shall:

- a) act as the liaison between NMHA Teams and the NMHA Bingo Co-ordinator;
- b) assist with Tournament vendors;
- c) be responsible for all details surrounding the year end banquet(s);
- d) complete other duties as assigned

11.7.19 Select Co-ordinator:

The Select Co-ordinator shall:

- a) be appointed by the Executive Committee;
- b) report to the VP of House League;
- c) attend HL Executive Committee meetings;
- d) Chair the Select Team Committee;
- e) hold pre-season meeting with coaches prior to scheduling meeting and additional meetings as required;
- f) attend Select Team Parent meetings;
- g) act as the Liaison between the Select Teams, HL Convenors, VP of House League, OMHA Centre Contact and when required, the Lakeshore Hockey

League;

- h) ensure teams are following NMHA Select guidelines and OMHA Rules and Regulations for Select Hockey;
- i) collect game sheets from teams and forward to Lakeshore League;
- j) assist with running any Select Tournaments;
- k) complete other duties as assigned.

11.7.20 Timekeeper in Chief(s):

The Timekeeper in Chief(s) shall;

- a) be appointed by the Executive Committee
- b) be responsible for scheduling timekeepers for league, tournament(s), and exhibition games within the NMHA including Select Hockey;
- c) be responsible for forwarding a completed game list on a per timekeeper basis to the Office Administrator for bi weekly payment of the timekeepers;
- d) have the authority to suspend timekeepers and notify the Board of the suspension at the next scheduled Board Meeting following the suspension;
- e) recruit, train, monitor, and evaluate performance of timekeepers;
- f) represent the NMHA timekeepers at Executive Committee Meetings as required

12. **STANDING COMMITTEES:**

The following committees shall be Standing Committees of the NMHA:

- a) Board
- b) HL Executive Committee
- c) Coach Selection Committee;
- d) Rules and Discipline Committee – as required;
- e) Budget Committee;
- f) Ice Scheduling Committee;
- g) Tournament Committee – as required;
- h) Purchasing and Equipment Committee – as required;
- i) Registration Committee – as required;

- j) Sponsorship Committee – as required;
- k) By-law Committee – as required;
- l) OMHA Representative;
- m) Risk Management – as required;
- n) Communications Committee – as required;
- o) Select Team Committee– as required

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

#### 12.1 Board:

The Board shall:

- a) be chaired by the President, and shall consist of the members as defined at paragraph 9.2.1
- b) 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, 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;
- c) recommend policy regarding management and administrative issues related to the NMHA;
- d) select Ad-Hoc committees as required; and
- e) deal with any other matters assigned to it by the President.

#### 12.2 Coaches Selection Committee

The Coaches Selection Committee shall report to the Executive Members Committee and shall consist of the President as the chair, the VP of Rep Hockey, at least one (1) other Board Member and a Member(s) assigned by the Chair.

The Coaches Selection Committee shall set-up and interview candidates for head coach for each Representative team prior to the start of the season and based on credentials and input (when deemed necessary) from Convenors, Referees, Executive Members, and Parents, make recommendations to the NMHA Executive for selection of coaches.



### 12.3 Rules and Discipline Committee

- a) The Rules and Discipline Committee Reports to the President, and shall be chaired by the Risk Management Officer, at least two (2) other Board Members and the Referee in Chief(s) as required.
- b) The Rules and Discipline Committee shall:
  - i). enforce all rules and regulations of the NMHA, the OMHA, the OHF and HC;
  - ii). review and submit amendments of the NMHA Rules and Regulations to the Board for approval;
  - iii). notify the Board of discipline of any Member in the NMHA including coaches, managers, trainers, players, officials, Parent/Guardians, or Board Members who do not adhere to the Rules and Regulations.
  - iv). maintain written records of all discipline rulings
  - v). allow appeals in accordance with the OHF and HC guidelines;
  - vi). notify VP of Representative Hockey, VP House League, Convenor, Team Official, parent and player on any suspension (Note coaches are responsible for enforcing mandatory OMHA suspensions which accompany any major penalties. Mandatory suspensions can be found in the OMHA Rule Book.)
  - vii). The NMHA accedes to the rules, regulations and directions of the OMHA, the OHF and HC.

### 12.4 Budget Committee:

- a) The Budget Committee shall consist of the President, Treasurer, the Vice President(s), Office Administrator and other Board Members as required.
- b) The Budget Committee shall:
  - i). prepare a budget for the NMHA for the next fiscal year for submission to the Board for approval; liaise with all Committees of the Board to receive estimates of revenues and expenditures for the next fiscal year of the NMHA for purposes of preparing the Budget;
  - ii). finalize schedule of budget submissions from all committees on an annual basis;
  - iii). recommend policy to the Board regarding financial budgeting and planning.

## 12.5 Tournament Committee:

The Tournament Committee shall:

- a) confirm divisional tournament dates are set aside at start of season;
- b) ensure OMHA tournament applications are filed annually with in OMHA guidelines;
- c) ensure web site is updated with tournament dates and on line application;
- d) be responsible for receipt of applications, tournament fees, team rosters, travel permits and then notify teams of the receipt of application;
- e) be responsible for setting tournament format and rules
- f) be responsible for notifying teams for final acceptance.
- g) arrange scheduling of timekeepers
- h) give tournament schedule to the appropriate Ref in Chief
- i) be responsible for selection of awards
- j) ensure volunteers are on hand for tournament day
- k) oversee selection and set up of prize table
- l) ensure all paper work is in order on tournament day, including displaying permit, handling sign in sheets, game sheets, and keeping tournament win/loss/tie/plus-minus stats
- m) have final say on any controversies arising at tournaments keeping in mind to follow OMHA and NMHA rules
- n) present awards
- o) prepare and submit OMHA tournament report

## 12.6 Registration Committee:

The Registration Committee shall be chaired by Registrar and include the President.

The Registration Committee shall:

- a) recruit and train volunteers to perform the functions required for registration;
- b) establish registration forms, procedures, give notice of registration dates, places, and time, including a final cut off date for last registration

- c) conduct registration for all applicants eligible to participate in NMHA Ice Hockey Programs;
- d) maintain a register of receipts regarding all registration fees received by the NMHA and ensure all monies promptly deposited to the credit of the NMHA;
- e) maintain a current registration list of all players including mailing addresses, telephone numbers and Parent/Guardian name(s); (also be used as members list)
- f) supply to the Vice President of House League current registration information and division numbers in a timely fashion – to be used by Ice Scheduling, Coaches Selection and Team selection.
- g) ensure that all players are registered with the OMHA
- h) communicate any changes in registration immediately to Board Members or other individuals who are affected by such change;
- i) submit to the Treasurer in each year an estimate of revenues and expenditures of the Registration Committee for the next fiscal year of the NMHA;
- j) present a report regarding Registration Operations to the Board;
- k) recommend policy to the Board regarding registration;

#### 12.7 Sponsorship Committee:

- a)The Sponsorship Committee shall be chaired by the Director of Administration.
- b)The Sponsorship Committee shall:
  - i). perform the functions required for sponsorship for the NMHA;
  - ii). set up an accurate recording system covering income and disbursements relating to sponsorship;
  - iii). actively pursue new sponsorship opportunities and projects; iv). manage and supervise all current sponsorship endeavours;
  - v). submit to the Board each year an estimate of revenues and expenditures of the Sponsorship Committee for the next fiscal year of the NMHA;
  - vi). present an annual report regarding sponsorship to the Board;
  - vii). recommend policy to the Board regarding sponsorship.

### 12.8 By-law Committee:

The By-law Committee shall:

- a) review the By-law and propose amendments to the Board for approval;
- b) add motions to the agenda if deemed necessary to be tabled at the next AGM for voting.
- c) ensure By-law proposals/motions are sent out with the Notice of AGM or notice of special General Member meeting for purpose of dealing specifically with the proposed By-law.
- d) receive By-law change motions in writing at least 6 weeks and not more than 8 weeks prior to the Annual General Members meeting

### 12.9 Risk Management Committee:

The Risk Management Committee shall:

- i). implement and enforce all 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 as per policy and guidelines;
- iv). assist as requested with implementation of Risk Management Programs;
- v). carry out other duties as assigned by Board or the President.

### 12.10 Communications Committee:

The Communications Committee shall;

- a) prepare communications material for the NMHA
- b) oversee and approve all website copy
- c) manage all communications for special projects

### 12.11 Select Team Committee:

The Select Team Committee shall;

- a) be chaired by the Select Co-ordinator and consist of the VP of House League, House League Convenors and may include the OMHA Centre Contact and the President when required;
- b) be responsible for the creating Select Hockey guidelines and policy for

approval by the Executive;

c) determine the start of the Select Season;

d) interview possible Head Coach candidates with recommendation to the Executive for final approval;

e) forward to the Executive a list of Select Team Staff for final approval.

#### 12.12 Ice Scheduling Committee:

The Ice Scheduling Committee shall;

a) shall be chaired by the Ice Scheduler and will include: Director of Administration, President, VP Rep Hockey, and VP House League Hockey.

b) establish the ice scheduling time blocks for distribution to the various factions within the NMHA;

c) manage and supervise all ice scheduling;

d) present an annual report regarding ice scheduling to the Board;

e) recommend policy to the Board regarding ice scheduling.

#### 12.13 Standing Committee Procedure

All Standing Committees shall comply with all bylaws, guidelines, Policies and procedures of the NMHA as determined by the Board or the Membership of the CCHL, from time to time, and also shall comply with all requirements of the OMHA, the OHF, HC and, if applicable, any other hockey organizations with which NMHA teams are participating.

##### Meetings:

Each Standing Committee shall meet at the call of the Chair but shall meet at least once per year.

##### 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.

##### Quorum:

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

##### 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.

#### 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.

#### 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 AGM of the NMHA.

#### 12.14 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 NMHA.

### **13. EXECUTION OF DOCUMENTS**

#### 13.1 Execution of Documents:

The Board may from time to time appoint any Officer or Officers or any Board Member on behalf of the NMHA, either to sign documents generally or to sign specific documents. The corporate seal of the NMHA, when required by applicable law, 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 NMHA required by the By- laws of the NMHA 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 NMHA shall terminate on the 31st day of May 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 NMHA, 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 NMHA, to have the authority to set out in the

resolution, including, unless otherwise restricted, the power to:

- a) Operate the accounts of the NMHA 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 NMHA;

## 15.2 Deposit of Securities

The securities of the NMHA 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 NMHA signed by such officer or officers, agent or agents of the NMHA, and in such manner as shall be determined from time to time by resolution of the Board, and such authority may be general 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. All deposits must be in GIC's, Bonds or cash accounts.

15.3 All cheques shall be signed by the President and one other Officer of the NMHA with signing authority.

15.4 A referee/timekeeper payment account will be established for electronic or otherwise payment of NMHA Referees and timekeepers. This account will be topped up on a monthly basis based on budgeted referee and timekeeper usage for that particular month. The Office Administrator and/or the Treasurer will be responsible for the management of this account.

## 16. **BORROWING BY THE NMHA**

### 16.1 Borrowing Power:

Subject to the limitations set out in the Corporations Act and in the Letters Patent, Supplementary Letters Patent, By-laws or Policies of the NMHA, the Board may by Resolution authorize the NMHA to:

- a) borrow money on the credit of the NMHA;
- b) issue, sell or pledge securities of the NMHA;
- c) charge, mortgage, hypothecate or pledge all or any of the real or personal property of the NMHA, 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 NMHA.

## 16.2 Borrowing Resolution:

From time to time, the Board may authorize any Board Member or Officer of the NMHA 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 NMHA. Monies cannot be borrowed for operating expenses until the financial books are reviewed by the Board.

## 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 Board Member or Member or by the auditor of the NMHA or any error in any notice not affecting its substance does not invalidate any resolution passed or any proceedings taken at the Meeting. Any Board Member, Member or the Auditor of the NMHA 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:

- a) Where notice is to be sent for a members meeting it may be sent by email or first class mail to the address last provided by the member to the NMHA or by personal delivery to the member or to a person who resides at the residence last provided by the member to the NMHA.
- b) Notice of a Board Meeting may be sent by email, mail, by telephone or personal delivery or delivery to a person at the residence of the Board Member at the last address provided by the Board Member to the NMHA.
- c) Notices sent are deemed sent on the day of emailing, mailing, telephoning, delivery, or delivery to a person at the residence of the Member, Board Member, or Officer.
- d) Any Member (or his or her proxy), Board Member, or Officer may waive any



notice required to be given to him under any provision of the Corporations Act, the Letters Patent, the Bylaws, or other wise and such waiver whether given before or after the meeting or other event which requires notice shall serve any default in giving such notice.

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

### **18.1**

a) Any Member in good standing may recommend amendments to the By-laws of the NMHA to the Board and if approved by a majority of the Board at a meeting for which notice to consider the recommendation has been given, the recommendation shall be presented for adoption at the next AGM for which proper notice can be given.

b) A group of 25 members in good standing may recommend amendments to the By-laws by presenting a written recommendation to the Board signed by all 25 members. The Board must present the recommendation at the next AGM for which proper notice must be given.

c) The Board may recommend to the members changes to the Bylaws at any AGM or a special members meeting called for that purpose.

18.2 Any recommendation to amend the By-laws at an AGM shall be included in the notice of the meeting to the members.

18.3 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 2/3 majority of the Members present at such General Meeting.

18.4 The Members at the General Meeting of Members may confirm the proposed By-law or amended By-law or amend or reject the proposed By-law or amended By-Law.

## **19. RULES OF PROCEDURE**

19.1 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 NMHA 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 NMHA.

## **20. EFFECTIVE DATE**

20.1 This By-law shall come into force without further formality upon its enactment after approval by the Members of the NMHA as herein before 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 NMHA at a General Meeting of the Members of the NMHA duly called and held at in the Municipality of Cobourg, Ontario, and at which a quorum was present on the day of May 25<sup>th</sup>, 2016.

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NMHA President

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NMHASecretary