

Niagara-on-the-Lake Minor Hockey Association

CONSTITUTION

ARTICLE 1 - DEFINITIONS

1.1 In this Constitution and all By-laws and Resolutions of the League, unless the context otherwise requires:

- (a) "League" means Niagara-on-the-Lake Minor Hockey Association (or such other name as the League may in the future legally adopt);
- (b) "Board" means the Board of Directors of the League;
- (c) "CHA" means the Canadian Hockey Association (or such other name as the CHA may in the future legally adopt);
- (d) "Corporations Act" means the Corporations Act R.S.O. 1990, Chapter 38, and any statute amending or enacted in substitution therefore, from time to time;
- (e) "Director" means an individual who has been elected to the Board of Directors of the League;
- (f) "Letters Patent" means the Letters Patent incorporating the League, as from time to time amended by the Supplementary Letters Patent;
- (g) "Officers" means the individuals who hold the offices enumerated in Article 11;
- (h) "OHF" means the Ontario Hockey Federation (or such other name as the OHF may in the future legally adopt);
- (i) "OMHA" means the Ontario Minor Hockey Association (or such other name as the OMHA may in the future legally adopt);
- (j) "Policies" means written statements governing issues affecting the affairs of the League, which have been considered and approved by the Board of Directors of the League;
- (k) NOTLMHA means the Niagara-on-the-Lake Minor Hockey Association;
- (l) "Members" means all classes of membership in the same League as provided for in Article 5;
- (m) "Custodial Parent" means the parent who holds the same address as the registered player.

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

ARTICLE 2 - REGISTERED OFFICE AND SEAL

- 2.1 The corporate seal of the League 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 NOTLMHA for its use and safekeeping.
- 2.2 The registered head of the League shall be in the Town of Niagara-on-the-Lake, in the Province of Ontario and thereafter as the League may from time to time determine by special resolution of the Members pursuant to the Corporations Act. The League may establish such other offices within Canada as the Board may deem expedient by resolution.

ARTICLE 3 - MISSION OF THE LEAGUE

- 3.1 The purpose of the League is to organize, develop and promote minor ice hockey for the youth of the Town of Niagara-on-the-Lake, 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 an environment for fun, physical exercise and fair play;
 - (b) the development of and participation in representative ice hockey and to provide the opportunity to participate at the highest competitive level;
 - (c) to instill in all players, coaches, managers and Members associated with the League, good sportsmanship, correct and proper behaviour on and off the ice, respect for authority and team play;
 - (d) the League shall be operated without the purpose of pecuniary gain to any of the Members and any surplus or accretions of the League shall be used solely for the purposes of the League and for the promotion of its objects.

ARTICLE 4 - AFFILIATIONS

4.1 The League shall have the following affiliations:

- (a) The League shall be a member of the OMHA;
- (b) The League shall be a member of the Niagara District Hockey League;
- (c) The League shall be a member of the Niagara District Local League;
- (d) The League shall operate in cooperation with the Recreation and Parks Department of the Town of Niagara-on-the-Lake.

ARTICLE 5 - CLASSES OF MEMBERSHIP

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

- (a) Active Membership;
- (b) Parent/Guardian Membership.

ARTICLE 6 - TERMS OF MEMBERSHIP AND ELIGIBILITY

6.1 (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 eighteen (18) years of age. Members in this classification will be allowed one vote per person.

(b) Parent/Guardian Membership

Parent/Guardian members shall include all custodial parents and or legal guardians of registered players in good standing. Each custodial Parent/Guardian member of a registered player may attend membership meetings and, by invitation, meetings of the Board and Committees of the League. Only one custodial Parent/Guardian member per family shall be entitled to a vote.

(c) 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 League, 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 Registrar of the Board shall prepare and maintain a list of current Active Members, Parent/Guardian Members, and Honourary Lifetime Members. This list shall be kept at the head office and updated as necessary and made available to all Directors. 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, other than Honourary Lifetime Memberships shall commence on or after the 1st day of September 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 League shall not be transferable and shall terminate upon a Member's resignation or death.
- (b) Members may resign from the League 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 required membership fees to the League if applicable to that classification of membership. 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 League. 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 League 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 League. 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 and resolved by the Board. Fees for any unexpired term of membership are normally not refundable, but the Board of Directors may, at its sole discretion, grant a request for such a refund in extenuating circumstances.

6.6 Right to Vote

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

ARTICLE 7 - MEETINGS OF THE MEMBERSHIP

7.1 Annual General Meeting of Members

The Annual General Meeting shall be held no later than the 30th day of June of every year, at a time, place, and date determined by the Board for the election of an executive and other business which shall have occurred during the most recent year.

7.2 Additional General Meetings of Members

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 no later than the 30th day of June of every year, shall set out the time, place and date of the Meeting and such notice shall be advertised not fewer than two times prior to the date of such Meeting at least two (2) weeks prior to such meeting. Notice of the Annual General Meeting shall also be

posted on the bulletin boards in both Centennial Arena and Meridian Credit Union Arena and also on the League website.

(b) Additional General Meetings of the Membership

Notice of any additional General Meetings of the Membership shall be similarly advertised and posted to that of the Annual General Meeting.

(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 a minimum of fifteen (15) members eligible to vote and present in person. No business shall be transacted in the absence of a quorum except to take measures to obtain a quorum, to establish the time to which adjourn, or to take a recess.

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 Constitution of the League, shall decide every question proposed for consideration at Meetings of the Membership;
- (b) 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 required or requested, 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 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 League 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.

7.9 Amendments

No amendments to the Constitution may be made from the floor of the Annual General Meeting.

ARTICLE 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 League at the time of his or her election or appointment;
- (iv) shall not have a spouse, either married or common law, on the Board.

(b) Number of Directors

The affairs of the League shall be managed by a Board, which consists of fourteen **(14)** elected Directors.

(c) Rotation of Directors

The Members of the League shall elect the following positions for a three year term at the first Annual General Meeting following the end of the 2012-2013 season and every three years thereafter:

- (i) President;
- (ii) Registrar;
- (iii) Tournament Chair; and
- (iv) Equipment Manager.

The Members of the League shall elect the following positions for a three year term at the first Annual General Meeting following the end of the 2013-2014 season and every three years thereafter:

- (i) Ice Chair;
- (ii) Interlock Convenor;
- (iii) Treasurer;
- (iv) OMHA Rep; and
- (v) Secretary.

The Members of the League shall elect the following positions for a three year term at the first Annual General Meeting following the end of the 2014-2015 season and every three years thereafter:

- (i) Vice-President
- (ii) House League Convenor;
- (iii) Public Relations/Sponsor Chair;
- (iv) Coaching Convenor; and
- (v) Hockey Development Coordinator.

(d) Term of Office

Those elected to positions on the Board shall serve from May 1 to April 30 (three years following), or the adjournment of the Annual General Meeting at which they were elected until the adjournment of the Annual General Meeting three years following (whichever comes later in the year). Each Director will be elected for a three year term as specified in Section 8.1 c.

(e) Change in Number of Directors

The League 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.

ARTICLE 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, which shall include where the context permits, by text, facsimile or e-mail addressed to the Board, prior to the election or appointment.

9.2 Board Positions

The Board shall consist of the following:

- (a) President;
- (b) Vice-President;
- (c) Registrar;
- (d) Secretary;
- (e) Treasurer;
- (f) OMHA Rep;
- (g) House League Convenor;
- (h) Ice Chair;
- (i) Public Relations/Sponsor Chair;
- (j) Tournament Chair;
- (k) Equipment Manager;
- (l) Coaching Convenor;
- (m) Hockey Development Coordinator; and
- (n) Interlock Convenor.

9.3 Election Procedures

Nominations shall come from the floor at the Annual General Meeting. The vote shall occur by secret ballot with no proxies. The Nominations Committee which shall consist of two (2) Board members chosen by the Chair, shall count the ballots and announce the elected candidate. A nominee shall be permitted to observe the ballot count with respect to the position the nominee is running for.

9.4 Vacancies

Any vacancy occurring on the Board may be filled for the remainder 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 thirty (30) days after the Board position was vacated. The appointee shall be granted all of the privileges and voting rights of an elected Director.

ARTICLE 10 - BOARD RESPONSIBILITIES

10.1 Governance

The Board shall govern the League in compliance with the objects, powers, Constitution, By-laws and Policies of the League, and all applicable laws and regulations.

10.2 Board Meetings

(a) Regular Board Meetings

Except as otherwise required by law, the Board may hold Meetings at such place or places as the President or, in his or her absence, the Vice-President, may from time to time determine. The Board shall meet not less than ten (10) times a year.

(b) Special Board Meetings

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

10.3 Notice of Board Meetings

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

10.4 Error in Notice

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

10.5 Adjournment of Board Meetings

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

10.6 Quorum

A quorum for a Board Meeting shall be 50% of filled Director positions. No business of the Board shall be transacted in the absence of a quorum.

10.7 Voting Rights

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

10.8 Voting Procedures

A majority of votes of the Directors present at a Board Meeting shall decide every question. Every question shall be decided in the first instance by a show of hands and, unless a secret ballot is demanded by a Director present, a declaration by the Chair that the motion has been carried or not carried and an entry to that effect in the minutes of the Meeting shall be sufficient evidence of the fact, without proof of the number or proportion of the votes recorded in favour or against such motion.

10.9 Remuneration

Directors shall be entitled to annual remuneration equivalent to one player's registration fee, to be paid at the December Board Meeting and no Director shall indirectly or directly receive any additional remuneration, salary, or profit from the position of Director for any service rendered to the League; 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 League as well as additional remuneration pertaining to tournaments operated by NOTLMHA .

10.10 Conflict of Interest

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

10.11 Indemnification of Directors

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

- (a) all costs, charges and expenses whatsoever that he or she sustains or incurs in or about and action, suit or proceeding that is brought, commenced or prosecuted against him or her for and in respect of any act, deed, matter or thing whatsoever, made, done, or permitted by him or her in or about the execution of the duties of his or her office; and
- (b) all other costs, charges and expenses that he or she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his or her own willful neglect or default; provided that, not Director of the League shall be indemnified by the League in respect of any liability, costs, charges or expenses that he or she sustains or incurs in or about any action, suit, or other proceeding as a result of which he or she is adjudged to be in breach of statute unless, in an action brought against him or her in his or her capacity as a Director, he or she has achieved complete or substantial success as a defendant.

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

10.12 Confidentiality

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

10.13 Rules of Operation

Notwithstanding any other provision contained in this Constitution, the Board shall have the power to pass without any confirmation or ratification by the members of the NOTLMHA all necessary rules and regulations as they deem expedient related in any way to the operations of the NOTLMHA, including, without limitation, the conduct of members, member teams and guest, provided such rules and regulations are not otherwise inconsistent with the Letters Patent of the NOTLMHA or this Constitution.

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 Constitution or 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.

ARTICLE 11 - OFFICERS AND RESPONSIBILITIES OF OFFICERS

11.1 Directors & Offices

A Director shall not hold more than one office.

11.2 Eligibility for Office

- (a) The President must have served on the Board for at least one (1) year immediately prior to election of this position.
- (b) The League shall endeavour to nominate as Treasurer a Director who has employment experience and skills in accounting procedures.

11.3 Term of Office

The elected Officers shall hold Office until the Annual General Meeting held approximately three (3) years after the Officers are elected.

11.4 Termination of Officers

- (a) Removal for Cause

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

(b) Absenteeism

Unless otherwise determined by the Board, the absence of a Director from three (3) consecutive Board Meetings shall be deemed to be a resignation of the said Director from the Board.

(c) Resignation

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

(d) Removal of Director by Membership

Provided that notice specifying the intention to pass such a resolution has been given with the notice of the meeting, eligible voting Members of the League, by a resolution passed by at least two-thirds (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 votes cast at that Meeting, may elect any person in his or her stead for the remainder of his or her term.

11.5 Responsibilities of Directors

(a) The President shall:

1. preside at all meetings and shall be Chairman of the Board
2. ensure all regular elections are held in accordance with the Constitution
3. execute the decisions of the NOTLMHA and its Board
4. attend or appoint Vice-President to attend OMHA annual meeting

(b) The Vice-President shall:

1. perform such duties as may be assigned by the President
2. perform the duties of the President in his/her absence
3. succeed to the President's Office in the event that it should become vacant prior to the Annual Elections
4. shall work with Coaching Convenor to administer police verifications for new bench staff and annual declarations for all returning staff

(c) The Treasurer shall:

1. keep accurate record of all receipts and disbursements of the NOTLMHA's monies
2. receive all monies payable to the NOTLMHA and shall deposit same in the bank or financial institution
3. prepare a financial statement for presentation at the annual meeting
4. shall provide an annual budget and bi-monthly statements

(d) The Secretary shall:

1. keep an accurate record of the proceedings of all meetings of the NOTLMHA
2. make printed copies of the minutes and have available (including Annual Meeting of the previous year)
3. maintain league website with upcoming events
4. reserve room for Annual General Meeting

(e) The Registrar shall:

1. be responsible for organizing the regular registration of the NOTLMHA
2. arrange for the room for the date of registration set by the Board
3. work with the Treasurer in recording all registration cards and fees obtained
4. arrange for helpers to help with sign-ups, forms, receipts, etc

5. Collect all registrations and payments
6. Enter all registrations and bench staff into the Hockey Canada Registry
7. Pre-register all players and bench staff in the Hockey Canada Registry
8. Request refunds when applicable
9. Make available a list of all players in each division for the drafts
10. Be available to sit in on drafts
11. Roster all players
12. Work with the House League Convenor to place players on teams if registered after the draft
13. Approval of all players and bench staff
14. Approval of all rosters
15. Approval of all Affiliate players
16. Ensure all coaches have approved rosters
17. Be available by phone or e-mail to answer any registration questions
18. Submit final numbers to OMHA for insurance purposes

(f) The OMHA Rep shall:

1. be responsible for liaison between the Board, the Niagara District Hockey Association, the OMHA and the "rep" team coaches and staff, including registration
2. assist "rep" teams whenever necessary
3. follow any job description issued by the Board
4. attend monthly OMHA meetings & annual OMHA meeting
5. be available (by phone or person) for contact during tournaments and play downs

(g) The House League Convenor shall:

1. set up house league draft
2. have meeting with coaches and be contact for any complaints, concerns, or issues arising
3. follow any job description issued by the Board
4. be liaison between the Board, the OMHA rep, coaches in the House League and Interlock Convenor
5. assist Tournament Convenor for the House League tournament or appoint someone to assist
6. co-ordinate Championship weekend with Interlock Convenor, Public Relations and Ice Convenor

(h) The Coaching Convenor shall:

1. set up coaching selection committee, to be approved by Board for next year coaches selection
2. provide coaches application in spring and police verification forms
3. arrange for coaches and trainers' clinics, and post dates and times
4. bring coaches list to Board of approval
5. arrange coaches for clinics and drafts and hockey school, and become contact for issues to Board
6. arrange a pre-season meeting with a representative from each house league and rep team with coaches and Coaching Convenor

(i) The Ice Chair shall:

1. be in touch with Arena Director in the summer to discuss and obtain ice schedule available
2. as best as possible, set up tryout times, hockey school times, game times, and playoff times throughout the season
3. be the only liason between Arena Director and NOTLMHA for issuing or canceling ice times, whether extra or regular
4. be in charge of allocating all ice. The Ice Chair will distribute any and all extra ice for NOTLMHA as fairly as possible between all divisions, house league and travel
5. notify Referee-in-Chief, OMHA rep, and applicable Convenor of ice scheduling changes

(j) The Interlock Convenor shall:

1. be contact between house league interlocks and Association and convenors in direct response to interlocks
2. attend meetings to obtain interlock schedules and information, and distribute to NOTLMHA
3. be liaison between the Board, the NDHL and the House League Convenor
4. work in conjunction with House League Convenor to implement drafts
5. attend annual local league meetings and preseason coaches meeting
6. help co-ordinate championship weekend
7. assist with Tournament Convenor

(k) The Equipment Manager shall:

1. keep and maintain a complete inventory of all NOTLMHA equipment
2. take in tenders to keep equipment in good condition and to keep full sets of sweaters and socks for numbers of teams set by registration
3. bring prices and estimated budget to Board for approval
4. assist in the used equipment sale
5. assist in the sale and order of marketing of the (Wolf) logo
6. arrange to have keys to Minor Hockey room and lockers distributed, charged for, and returned yearly
7. arrange to distribute and return of all sweaters, goalie equipment, socks, and various other miscellaneous equipment owned by the NOTLMHA
8. distribute a report on inventory at the end of each season

(l) The Public Relations/Sponsor Chair shall:

1. send out letters to hopeful sponsors for support
2. send out invoices to sponsors
3. submit list of sponsors to equipment manager for advertising on sweaters
4. arrange for team pictures and to have framed pictures sent to sponsors
5. assist with Ice Chair, Championship weekend games and presentations
6. take tenders for awards and presentations for Championships, obtain Board approval for costs and types of awards

(m) The Tournament Chair shall:

1. submit registration and fees to the OMHA for any tournaments approved by the Board
2. send out application forms to interested teams
3. collect tournament entry fees and submit to the Treasurer
4. book the boardroom and ice for tournament
5. arrange for programs, trophies, referees, game pucks, game star pucks, juices, timekeepers, gatekeepers, and attendants
6. arrange for Board members to aid in operational running of tournament

(n) The Hockey Development Coordinator shall:

1. oversee the development of a hockey skill program and organize the program to hockey school, Convenor, coaches, and players of the NOTLMHA

ARTICLE 12 - COMMITTEES OF THE BOARD

12.1 Standing Committees

The following committees shall be Standing Committees of the Board:

- a) Executive Committee;
- b) Grievance Committee;
- c) Disciplinary Committee.

12.2 Nothing in this Constitution shall be construed to limit the ability of the Directors and Membership of the League 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-President, Secretary and Treasurer and shall be responsible for the day to day management of the affairs of the League, including monitoring of all Committees to ensure all Policies of the League are being complied with.
- (b) The Executive Committee shall:
 - i) during the intervals between the Board Meetings, take action in relation to any matter of any nature within the power and the authority of the Board, 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) recommend policy to the Board regarding management and administrative issues related to the League;
 - v) deal with any other matters assigned to it by the Board or the President.
 - vi) ensure that the required quorum of three (3) members is present to hold a meeting.

12.4 Grievance Committee

- (a) The Grievance Committee shall be formed to hear the complaints of parents and coaches. The Grievance Committee shall deal with uncomfortable situations that occasionally occur between parents and coaches; and ensure that the system is used correctly, and that anyone wishing to register a grievance address their complaint to the Grievance Committee and deposit it in the League mail box or submit the written complaint to the Vice-President of the League, who shall serve as the Chair of the Grievance Committee.
- (b) The Grievance Committee shall prepare reports and/or recommendations and review such reports with the Executive Committee.

12.5 Disciplinary Committee

- (a) The Disciplinary Committee shall be formed to address situations of alleged non-compliance with the rules and regulations governing the League, including the Canadian Hockey Association (CHA), Ontario Hockey Federation (OHF), OMHA, and rules of other governing bodies. A Discipline Committee will also be formed to deal with unacceptable actions by a League player, coach, parent and/or guardian, Member or referee.

(b) The Disciplinary Committee shall:

- i) Consist of three (3) members: the President, who shall serve as chair, and include as members the Vice-President and the appropriate program Director;
- ii) in an appropriate and timely matter, interview those involved in an alleged incident and any person(s) who have pertinent information;
- iii) report back to the Executive Committee with recommendations for actions to resolve the issues and penalties to be levied;
- iv) ensure that any and all appeals to the decisions of the Disciplinary Committee are made to the full Board.

12.7 Standing Committee Procedure

- (a) All Standing Committees shall comply with all By-laws, guidelines, Policies and Procedures of the League as determined by the Board of Directors of the Membership of the League, 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 League teams are participating.

(b) Meetings

Each Standing Committee shall meet at the call of the Chair.

(c) Notice

Notice of all Meetings of the Standing Committee shall be communicated to all Members of the Standing Committee at least three (3) days prior to the Meeting, except that such notice may be waived by consent of all Members of the Standing Committee.

(d) Quorum

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

(e) Voting Rights

Each Member of a Standing Committee present at a Meeting shall be entitled to one vote; in the case of an equality of votes, the Chair shall have a second or deciding 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.

12.8 Sub-Committees and Ad Hoc Committees

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

ARTICLE 13 - EXECUTION OF DOCUMENTS13.1 Execution of Documents

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

13.2 Books and Records

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

ARTICLE 14 - FINANCIAL YEAR

14.1 Financial Year

The Financial Year of the League shall terminate on the 31st day of May in each year.

ARTICLE 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 League, or any part thereof, with the bank, credit union, or other corporation carrying on a banking business that the Board has designated as the banker of the League, to have the authority to set out in the resolution, including, unless otherwise restricted, the power to:

- (a) operate the accounts of the League with a bank or trust company;
- (b) make, sign, draw, accept, endorse, negotiate, lodge, deposit or transfer any of the chèques, 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 League;
- (d) authorize any officer of the bank or trust company to do any act or thing on behalf of the League to facilitate the business of the League.

15.2 Deposit of Securities

The securities of the League 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 League signed by such Director or Directors, agent or agents of the League, 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 LEAGUE

16.1 Borrowing Power

Subject to the limitations set out in the Letters Patent, Supplementary Letters Patent, Constitution, Bylaws or Policies of the League, the Board may by resolution authorize the League to:

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

16.2 Borrowing Resolution

From time to time, the Board may authorize any Director or Officer of the League or any other person to make arrangements with reference to the monies so borrowed or to be borrowed 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 manage, transact and settle the borrowing of money by the League.

ARTICLE 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 League 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 League may at any time waive notice of any Meeting and may ratify and approve any or all proceedings taken there at.

17.3 Method of Giving Notice

Whenever under the provisions of this By-law of the League, notice is required to be given, such notice may be given either personally or by telephone or by depositing same in a post office or a public letter box, in a postage paid sealed envelope addressed to the Director, Officer or Member at his or her address as the same appears in the records of the League. 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 League.

ARTICLE 18 - PASSING AND AMENDING BY-LAWS

18.1 The Board or a Member in good standing may recommend amendments to the Constitution or Bylaws of the League from time to time, to the Membership.

18.2 If the Board intends to discuss amendment of the By-laws of the League at a Board Meeting, written notice of such intention shall be sent by the Secretary to each Director not less than fifteen (15) 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 League. The notice of such Annual General Meeting shall refer to, describe and explain the By-law or amendment(s) 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 (2/3) vote of the Members present at such General Meeting.

- (c) The Members at the General Meeting of Members may confirm the proposed Bylaw 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 League fifteen (15) 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.

ARTICLE 19 - REPEAL OF PRIOR BY-LAWS

19.1 Repeal

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

19.2 Proviso

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

ARTICLE 20 - EFFECTIVE DATE

- 20.1 This Constitution shall come into force without further formality upon its enactment after approval by the Members of the League as hereinbefore set out. The foregoing Constitution is hereby enacted, ratified, sanctioned, confirmed and approved without variation by the affirmative vote of the Members of the League at a General Meeting of the Members of the League duly called on the 16th day of April, 2013 in the Town of Niagara-on-the-Lake, Ontario.

Chair

Secretary