

SOUTH KENT MINOR HOCKEY ASSOCIATION

BY-LAWS

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SOUTH KENT MINOR HOCKEY ASSOCIATION

BY-LAW NO. 1

A by-law relating generally to the conduct of the affairs of the S.K.M.H.A. Corporation.

1. DEFINITIONS

- 1.1 In this By-law and all other By-laws of the Corporation (S.K.M.H.A.), unless the context otherwise specifies or requires;
- (a) "AGM" means annual general meeting
 - (b) "Association" means / refers to the S.K.M.H.A. Corporation.
 - (c) "Board" means the Board of Directors of the Association;
 - (d) "Act" means the Corporations Act, R.S.O. 1990, c. 38 as from time to time amended and every statute that may be substituted therefore and, in the case of such substitution, any references in the By-laws of the Corporation to provisions of the Act shall be read as references to the substituted provisions there for in the new statute or statutes;
 - (e) "Director" means an individual who has been elected to the Board of Directors of the Association
 - (f) "OHF" means the Ontario Hockey Federation
 - (g) "OMHA" means Ontario Minor Hockey Association
 - (h) "Regulations" means the regulations made under the Act as from time to time amended and every regulation that may be substituted therefore and, in the case of such substitutions, any references in the By-laws of the Corporation to provisions of the regulations shall be read as references to the substitute provisions there for in the new regulations;
 - (i) "By-law" means any By-law of the Corporation from time to time in force and effect;

- (j) All terms which are contained in the By-laws of the Corporation and which are defined in the Act or Regulations made there under shall have the meanings given to such terms in the Act of such regulations;
 - (k) words importing the singular number only shall include the plural and vice versa and words importing a specific gender shall include the other gender and the word "person" shall include bodies corporate, corporations, companies, partnerships, syndicates, trusts and any number of aggregate of persons; and
 - (l) the headings used in the By-laws are inserted for the reference purposed only and are not to be considered or taken into account in construing the terms and provisions thereof or to be deemed in any way to clarify, modify or explain the effect of any such terms or provisions.
 - (m) "S.K.M.H.A" means the South Kent Minor Hockey Association
 - (n) "Policies" means written statements governing issues affecting the affairs of the Association, which have been considered and approved by the Board of Directors of the Association.
 - (o) "Members" means all classes of membership in the Association as provided for in section 5.
 - (p) "Parent/Guardian" means:
 - i) the biological parent
 - ii) The legal guardian residing at the same address as the registered hockey player.
- 1.2 All terms defined in the Corporations Act have the same meaning in this By-law and all other By-laws and Resolutions of the Association.

2. HEAD OFFICE AND SEAL

- 2.1 The Seal, an impression whereof is stamped in the margin hereof, shall be the seal of the Corporation.
- 2.2 The registered head office of the Association shall be in the Municipality of Chatham-Kent, in the Province of Ontario and thereafter as the Association may from time to time determine by special resolution of the members pursuant to the Corporations Act. The Association may establish such other offices within Canada, as the Board may deem expedient by resolution.
- 2.3 The boundaries of the Association shall be set out by the OMHA Residency Rule #3.3, Page 84 of the OMHA manual.

3. MISSION OF THE ASSOCIATION

- 3.1 The Corporation shall endeavour to provide a wholesome hockey experience for the participants and all others involved, including coaches, managers, parents and league officials in pursuit of the belief that the experience derived will benefit the acquisition of values learned from competition and sportsmanship, which values will serve those involved in all aspects of their lives.

4. AFFILIATIONS

- 4.1 The Association shall have the following affiliations:
 - (a) The Association shall be a member of the OMHA, a division of the Ontario Hockey Federation, which in turn is a member of Hockey Canada, which is the governing body of amateur hockey in Canada.

5. CLASSES OF MEMBERSHIP

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

6. TERMS OF MEMBERSHIP AND ELIGIBILITY

6.1 **Terms and Eligibility**

(a) **Active Membership:**

Active Members shall include all elected or appointed Directors Executive Board members, all convenors, coaches, appointed for the current season, and all registered players who are at least 18 years of age. **Members in this classification will be allowed one vote per person.**

(b) **Parent/Guardian Membership:**

Each Parent/Guardian of a registered player shall be entitled to attend membership meetings and to one vote per person thereat, and May, by invitation also attend meetings of the Board and Committees of the Association. The Parent/Guardian shall cease to have a vote once the player has reached the age of majority (18).

(c) **Honorary Lifetime Membership:**

Honorary Lifetime Membership may be granted to an individual who has served for 10 consecutive years on the South Kent Minor Hockey board (**previously on BDMHA/Ridgetown Minor Hockey Board**) or rendered extraordinary and distinguished service to the Association. Individuals may be nominated to be Honorary Lifetime Members by any Member of the Association and the granting of Honorary Lifetime Membership must be confirmed by a majority vote of the Board of Directors. Honorary members will be invited to all member meetings but only hold a vote at the AGM.

(d) One Person – One Class of Membership:

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

6.2 Membership Year

Unless otherwise determined by the Board, every Membership, other than Honorary Lifetime Memberships shall commence on the first day of the first board meeting following the AGM.

6.3 Termination

- a) Membership in the Association shall not be transferable and shall terminate upon a Member's resignation or death.
- b) Members may resign from the Association by submitting a resignation in writing addressed to the Secretary who in turn notifies the appropriate Board members.
- c) Members whose conduct is considered by the Board to be contrary to the stated Code of Conduct of S.K.M.H.A , O.M.H.A., Hockey Canada and the purposes of the Association shall be asked by the Board to explain or justify their actions. If these Members are unwilling or unable to do so, they shall be asked by the Board to resign from the Association. If they do not resign, the Board shall give proper notice of motion, to be considered at the next Board meeting, requesting the expulsion of these Members. A copy of this motion shall be communicated to the Members concerned within a reasonable period of time for that person to make a written response. If a response is made, it shall be circulated with the notice of motion. Approval of such a motion shall require a two-thirds (2/3) majority in a ballot conducted at the meeting. The Members concerned shall be invited to attend the meeting and to explain their positions before the vote is taken.

6.4 **Right to Vote**

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

7. MEETINGS OF THE MEMBERSHIP

7.1 **Annual General Meeting of Members**

The Annual General Meeting shall be held each year by no later than April , at a time, place and day determined by the Board, for the transaction of at least the following business, to be set out in the agenda of such Annual General Meeting;

- a) Approval of the minutes of the previous Meeting of the Membership;
- b) Receiving reports of the activities of the Association during the preceding year;
- c) Consideration of any proposed amendments to By-laws of the Association
- d) Election of the new Board.

7.2 **Additional General Meetings of Members**

In addition to the Annual General Meeting described in Article 7.1, 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 each year, shall set out the agenda, including particulars of any other business to come before the Meeting. This notice shall set the time and the place of the Meeting and shall post it in all Association Arenas and on the Association website at least thirty (30) days prior to the date of the Meeting.

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

Notice of any Additional General Meetings of the Membership shall be posted in all Association Arenas and on the Association website at least fifteen (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 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.

d) Motions / correspondence etc. to be submitted to the Association Secretary ten (10) days prior to the AGM / Meeting to be added to the agenda.

7.4 **Quorum**

A quorum for an Annual General Meeting or General Meeting shall be a minimum of 2/3 of the executive eligible to vote and present in person. No business shall be transacted in the absence of a quorum except to take measures to obtain a quorum, to establish the time to which to adjourn, or to take a recess.

7.5 **Voting Procedures:**

a) A majority of votes cast by Members entitled to vote, unless otherwise required by the Corporations Act or by the By-laws of the Association, shall decide every question proposed for consideration at Meetings of the Membership;

b) The Chair presiding at a Meeting of the Membership shall have a vote only in the event of a tie vote;

c) At the Meetings of the Membership, every question shall be decided by a show of hands, unless a specific count or unless a secret ballot is required by the Chair or requested by any Member entitled to vote. Whenever a vote by show of hands has been taken upon a question, unless a specific count or secret ballot is requested or required, a declaration by the Chair that a resolution has been carried or lost by a particular majority and an entry to that effect in the minutes of the Meeting is conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

- d) Electing new board members will be completed using a secret vote with members who gain the majority of the votes being elected

7.6 **No Proxies:**

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

7.7 **Adjournments**

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

7.8 **Chair:**

In the absence of the President, the Past-President, shall act as Chair, in the Past Presidents absence the Secretary shall act as chair. In the event of the Secretary absence the Members present shall choose any Member present to be Chair.

8. BOARD OF DIRECTORS

8.1 **Composition**

(a) **Eligibility**

A Director:

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

b) **Number of Directors:**

The affairs of the Association shall be managed by a Board, which consists of a minimum of 8 to a maximum of 12 Directors at large and 8 Executive members for a maximum total of 20.

- c) Membership on the Board of Directors of the Association for at least two (2) years shall be necessary prior to the election or appointment of such member to the position of President.

9. PROCEDURE FOR ELECTION OF DIRECTORS

9.1 **Nominations:**

A Nominated director shall take nominations in advance of the Annual general Meeting and submit them to the secretary. No election or appointment of a Board Member is effective without consent given in writing prior to the election or appointment.

9.2 **Board Positions:**

The Board shall consist of the following;

- a) Past President - (immediate)
- b) President - Elected - two (2) year term
- c) OMHA / Travel Team Rep – Elected – two (2) year term
- d) Local Lead Rep – Elected - two (2) year term
- e) Treasurer - Elected - two (2) year term
- f) Secretary - Elected - two (2) year term
- g) Registrar – Elected – two (2) year term
- h) Ice Scheduler – Elected – two (2) year term

Eight to twelve (8-12) Directors-at-Large – one (1) year term for the 2015-2016 season, and every year there after a two (2) year term

9.2. (A) the outgoing President will be acclaimed to the position of Past President upon the election of new President.

9.3 The Directors shall be elected at the annual meeting of the members of the Corporation for a term of two (2) years, the Directors-at-Large for a term of one (1) year for the 2015-2016 season and every year after for a 2 year term. Directors shall be elected by the members, such election shall be by ballot. The newly elected members of the Board shall take office at the next regular Board Meeting following the annual Meeting. Each members of the Board of Directors must pass a Police Record Check within (60) Days of taking office. Members who do not complete or pass the Police Record Check will not be allowed to hold office.

9.4 **Vacancies:**

Any vacancy occurring on the Board may be filled only for the remainder of the current year of the vacated term by Resolution of the Directors then in office provided there is a quorum of Directors then in office. The Board shall invite applications from the Membership for appointment to the vacancy on the Board. The Board may appoint a replacement Director within thirty (30) days after the Board position was vacated.

9.5 **Termination**

(a) **Absenteeism**

When any member of the Board misses three (3) consecutive regular meetings, other than due to sickness or due to business or vacation reasons for which the Secretary must be notified in advance The Board of Directors may pass a resolution to notify and remove the member from the Board of Directors and the Board of Directors may fill such vacancy from the members of the Corporation.

(b) Resignation

A Director may resign by delivering to an Executive Member of the South Kent Minor Hockey Association a written resignation. The resignation shall take effect at the time of such delivery, unless a later date is specified in the resignation.

(c) Removal

The office of a Director shall be vacated upon the occurrence of any of the following events:

- 1) Automatically upon a Director obtaining a status of bankruptcy;
- 2) Automatically upon a Director becoming of unsound mind.
- 3) Automatically upon a Director acquiring a criminal conviction at the boards discretion
- 4) The Board, by resolution approved by a majority of votes of the Directors, provided the remaining Directors constitute a quorum, and may remove any Director for cause before the expiration of his or her term of office.
- 5) If found by the Discipline Committee to be in breach of the Operating Rules and By-laws of the SKMHA, OMHA, OHF and Hockey Canada as per the Discipline Manual, and Board approval, a director shall vacate the position of Director.
- 6) Automatically upon a Director being absent from three (3) meetings without prior notice and reasonable cause may be excused by a majority vote of the Board.
- 7) Automatically upon death of a Director.

10. BOARD RESPONSIBILITIES

10.1 Governance:

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

10.2 **Board Meetings**

(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 Past-President, may from time to time determine. The Board shall meet not less than ten (10) times per year.

(b) All meetings of the South Kent Board of Directors shall be open to any interested persons, including coaches, provided written notice of intention to attend such meetings is received by the President or Secretary at least seven (7) days prior to the said meeting. No spectators or guests shall have voting privileges. No spectator or guest shall address the Board without first being recognized by the Chair.

(c) **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.

(d) **Emergency Board Meetings**

Emergency or Special Meetings may be called by the President, or by any two (2) Directors, provided forty-eight (48) hours notice is provided. Such notice may be given either personally, by telephone or confirmed e-mail.

10.3 **Notice of Board Meetings**

(a) Notice shall be communicated to all Directors in person, by telephone or confirmed e-mail at least seven (7) days in advance of the Meeting, unless all Directors agree to the calling of a Meeting on shorter notice or the Board Meeting is held on a regular day or date each month or immediately following a Meeting of the Members of the Association;

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

(c) No formal notice of any Board Meeting shall be necessary if all the Directors are present or if those absent signify their consent to the Meeting being held in their absence.

10.4 **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.

10.5 **Quorum**

A quorum for a Board Meeting shall be 2/3 of the Board. No business of the Board shall be transacted in the absence of a quorum.

10.6 **Voting Rights**

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

10.7 **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.

10.8 **Remuneration**

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

10.9 **Conflict of Interest**

(a) Every Director who directly or indirectly has a pecuniary or monetary interest in a proposed or existing contract or transaction or other matter relating to the Association shall make a full and fair declaration of the nature and extent of the interest at a Board Meeting.

(b) The declaration of a conflict of interest shall be made at the Board Meeting at which the question of entering into the contract or transaction or other matter is first taken into consideration or, if the Director is not at the date of that Board Meeting interested in the proposed contract or transaction or other matter, at the next Board Meeting held after the Director assumes the office.

(c) After making such a declaration, no Director shall vote on such a contract or transaction or other matter, nor shall he or she be counted in the quorum in respect of such a contract or transaction or other matter.

(d) If a Director has made a declaration of an interest in a contract or transaction or other matter in compliance with this Section, the Director is not accountable to the Association for any profit 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 Association for all profits realized, directly or indirectly, from such contract or transaction or other matter.

10.10 **Indemnification of Directors**

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

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

Protection of Directors and Officers

No Director or officers of the corporation shall be liable for the acts, receipts, neglects or defaults of any other Director or Officer or employee or for joining in any receipt or act for conformity or for any loss, damage or expense happening to the Corporation through insufficiency or deficiency of title to any property acquired by the Corporation or for or on behalf of the Corporation or for the insufficiency of any security in or upon which any money of or belonging to the Corporation shall be placed out or invested or for any loss or damage arising from bankruptcy, insolvency or tortious act of any person, firm or corporation with whom or which any moneys, securities or effects shall be lodged or deposited or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of his/her respective office or trust or in relation thereto unless the same shall happen by or through his/her own wrongful and wilful act or through his/her own wrongful and wilful neglect or default.

10.11 **Confidentiality**

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

10.12 **Rules of Operation**

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

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

11. DUTIES OF DIRECTORS / EXECUTIVE

11.1 **Responsibilities of Executive and Directors**

a) **President;**

The President or his appointed delegate shall preside at all meetings of S.K.M.H.A.

The president is a member ex-officio of all committees. He or their delegate will be the appointed representative to the O.M.H.A. The president shall be able to call meetings of the Board to handle urgent matters as required. The President shall appoint members of the standing committees with the approval of the Board of Directors with a quorum present, and shall be empowered to call meetings of these committees at his discretion. A regular monthly meeting date shall be set for the Board of Directors to transact business matters.

b) **OMHA / Travel Hockey Rep:**

The OMHA / Travel Hockey Rep will be the representative from and in charge of all O.M.H.A. representative teams and shall attend all Rep. League meetings. If the position becomes vacant, it shall be filled by appointment by the President from the Board of Directors. He or She shall perform such duties as are assigned by the President as required.

c) **Local League Hockey Rep**

The Local League Hockey Rep will be the representative from and in charge of all local league teams and will be required to attend all local league meetings. If the position becomes vacant, it shall be filled by appointment by the President from the Board of Directors. He or She shall perform such duties as are assigned by the President as required.

d) **Treasurer:**

The Treasurer shall collect and properly record all finances involving the S.K.M.H.A. and shall Pay all Accounts upon executive committee approval by cheque, counter-signed by the president, and Secretary. The treasurer shall submit regular financial statements and itemized monthly monetary Transaction reports to the Board of Directors. The treasurer shall be responsible for having a review of S.K.M.H.A transactions prior to the A.G.M. An audit will follow the corporate law as stated by the Government of Canada. The review will be done by an independent accountant.

e) **Secretary:**

The Secretary shall record the minutes of meetings of the Executive Committee, Board of Directors and meetings of the members. The Secretary shall issue all notices of meetings. All correspondence must be submitted to the President or his/her appointed delegate prior to each meeting of the Board of Directors. All correspondence must be presented and made available to all attending the meeting of the Board of Directors.

f) **Past President:**

The Past President shall act in an advisory capacity to the Board of Directors with the power to vote at meetings of the Board of Directors.

g) **Registrar**

The Registrar will act in the absence of the Secretary and record minutes, issue notices etc. at meetings. The Registrar shall register any player on the registration dates set by the Association and shall have a full record of all registered players, coaches, and referees in their respective age groups. Upon completion of registration a complete list of players, coaches and referees shall be forwarded to the Secretary for insurance purposes. The registrar is responsible for all insurance claims. The registrar shall collect all money and issue receipts on payment to all participants registered.

h) **Ice Scheduler**

The Ice Scheduler will determine at the board's discretion the Association's allotment of ice for the upcoming season for submission to the Municipality. They will sign all ice contracts with the municipality for the association. They will from time to time have to purchase and relinquish ice as based on the Association's needs. They will oversee the fair allocation of ice on a weekly basis for all South Kent Minor Hockey teams in conjunction with team ice time requirements as set forth by the board of directors annually. The ice Scheduler shall also ensure referees are scheduled for all home games be it with the local referee representative or through Kent Hockey Referees Association (KHRA) and will follow all guidelines as set forth by the OMHA, OHF and Hockey Canada.

h) **Directors**

Directors will act on any committee when appointed to a committee by the president, upon approval by the Board of Directors and will assist the executive committee when required by the President.

i) **Executive**

The Executive shall consist of the President, Past President, OMHA Travel Hockey Rep, Local League Rep, Treasurer, Secretary, Registrar and Ice Scheduler

12. COMMITTEES OF THE BOARD

12.1 **Standing Committees:**

The following committees shall be Standing Committees of the Board:

- a) Coaches Committee;
- b) Equipment Committee;
- c) Discipline Committee;
- d) Media Public Relations Committee
- e) Fundraising Committee
- f) Sponsorship Committee
- g) Tournament Committee

12.2 **Responsibilities of Executive and Directors**

a) **Coaches Committee**

1. The committee chairperson shall be appointed by the executive and shall function as a forum for all coaching personnel as a liaison to the executive. The coaches sub-committee will consist of one (1) chairperson and all team coaches. The coaches selection sub- committee will consist of five (5) to seven (7) members (one (1) head (non-partisan) and four (4) to six (6) committee members - none who have submitted an application.
2. To have the chairperson from the executive (Mandatory
3. To hold monthly coaches meetings (team representatives must be present at these meetings)
4. To ensure team personnel are properly carded
5. To monitor coaches progress through the year
6. To complete year end evaluation of coaches
7. To ensure player evaluation forms are distributed and completed by head coaches

8. To ensure a player development program is in place for the season
9. To initiate police / reference checks & PRS speak out
10. To interview coaches and improve team personnel
11. To have the option to appoint a coordinator to develop and coordinate practices for Bantam, Pee wee and Atom local league teams
12. To oversee the conveners responsibilities

b) Equipment Committee

1. To be in charge of the equipment room keys and locks
2. To identify purchases that are necessary to the board for approval
3. To be responsible for all sweaters, goalie equipment, game pucks etc.
4. To be in charge of ordering new and replacement equipment & sweaters as required
5. To be in charge of disposing of outdated equipment
6. To ensure each team has a fully stocked first-aid kit as per OMHA and trainer recommendation's
7. To track each first-aid kit and ensure they are returned at the end of each season

c) Discipline Committee

1. The committee shall consist of the president, secretary, a representative from the coaches committee and the league convenor. This committee will act in respect of any breaches of good conduct by any member (player, active member, associate, or team personnel) in the SKMHA and may be suspended from any SKMHA function. The length of the suspension to be determined at the discretion of the discipline committee. This committee will act on any protest and shall be empowered to take any action as it deems fair and just. However, in the case of any suspension for a period of more than three (3) games, the matter will be referred to the executive for a decision.

d) Media / Public Relations Committee

1. To prepare a newsletter to be handed out as required by SKMHA
2. To arrange the time and place for team picture taking (Mandatory to have team pictures)
3. To find a company to take team pictures (three (3) quotes are required - exceptions may apply)
4. To distribute the finished picture to all involved
5. To prepare media information and submit it to the appropriate media source by timeline required
6. To ensure the Association web page is current
7. To prepare Association brochures and ensure same for availability at registration
8. To compile and issue summer newsletter (Mass mailing with upcoming dates and information)

e) Fundraising Committee

1. To ensure all Association fundraising events are enacted according to Municipal guidelines
2. To ensure all team fund raising events are enacted according to Municipal guidelines and do not interfere with existing Association fundraisers
3. Present cost analysis to board / treasurer of all fundraising events planned in lieu of the event
4. To ensure all monies collected during Association fundraising events are delivered to the Association Treasurer.
5. To work with Tournament committee to appropriately plan Tournament Fundraising activities
6. To coordinate required volunteers for any Association fundraising activities

f) Sponsorship Committee

1. Develop / Update / Modify Association Sponsorship program as needed.
2. Canvas local community for team sponsorship per the sponsorship program
3. Seek out additional regional sponsorship programs that pertain to Minor Hockey
4. Ensure all funds obtained through sponsorship are directed to the Association Treasurer
5. Maintain and ensure all contractual obligations with sponsors are met and adhered to
6. Coordinate with Equipment Committee in regards to sponsored teams and jersey Allotment
7. Ensure all coaches and team officials represent sponsors in a positive manner
8. Ensure No additional team sponsorship is obtained through any means other than through the Sponsorship Committee

g) Tournament Committee

1. To designate a chair person to oversee all aspects of the Associations tournaments.
2. To set a date for the tournaments and submit to OMHA by completing the tournament sanction form (completed in June of each year)
3. To be in charge of setting tournament fees
4. To abide by all rules pertaining to OMHA and Hockey Canada
5. To forward necessary reconciliation forms to OMHA
6. To submit a written financial statement to the executive within thirty (30) days of the completion of the tournaments
7. To make final decisions on the cancellation of games held during the tournaments
8. To submit activity reports to the secretary at each monthly board meeting
9. To submit a budget to the treasurer at the September board meeting

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

12.4 **Standing Committee Procedure**

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

(b) **Meetings:**

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

(c) **Notice:**

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

(d) **Quorum:**

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

(e) **Voting Rights:**

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

(f) **Minutes:**

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

13. EXECUTION OF DOCUMENTS

13.1 **Execution of Documents:**

All cheques, drafts or orders for payment of money and all notes and acceptances and bills of Exchange shall be signed by the Treasurer and either the President or a Secretary and in the Manner from time to time prescribed by the Board of Directors. Documents requiring execution by the Corporation may be signed by the President or Secretary or the Treasurer or any two (2) Directors, and all documents so signed are binding upon the Corporation without any further authorization or formality. The Board of Directors may from time to time appoint any officer or officers or any person or person on behalf of the Corporation, either to sign documents generally or to sign specific documents. The Corporate seal of the Corporation shall, when required, be affixed to documents executed in accordance with the foregoing

13.2 **Books and Records:**

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

14. FINANCIAL YEAR

14.1 The financial year of the Association shall terminate on Mar31st of the given year and start on April 1st of the given year.

15. BANKING ARRANGEMENTS

15.1 **Banking Resolution:**

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

- (g) Operate the accounts of the Association with a bank or a trust company;
- (h) 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;
- (i) Issue receipts for and orders relating to any property of the Association;
- (j) Authorize any officer of the bank or trust company to do any act or thing on behalf of the Association to facilitate the business of the Association.
- (e) Execute any agreement relating to any banking business and defining their rights and powers of the parties thereto.

15.2 **Deposit of Securities**

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

15.3 **Omissions and Errors:**

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

16. BORROWING BY THE ASSOCIATION

Subject to the limitations set out in the By-laws or in the Letters Patent of the Corporation, the Board of Directors may;

- (a) Borrow money on the credit of the Corporation
- (b) Issue, sell or pledge securities of the Corporation
- (c) Charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Corporation, 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 Corporation.

Providing that, except where the Corporation borrows on the security of its real or personal property, its borrowing power shall be limited to borrowing money for current operation expenses.

From time to time the Board of Directors may authorize any Director, Executive or employee of the Corporation or any other person to make arrangements with reference to the money so borrowed or to be borrowed and as to the terms and conditions of the loan thereof, 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 of Directors may authorize, and generally to manage, transact and settle the borrowing of money by the Corporation.

17. DISPOSITION UPON DISSOLUTION

- (a) the organization shall be carried on without purpose of gain for its members and any profits or other accretions to the organization shall be used in promoting its object(s) and
- (b) In the event of dissolution or winding up of the organization, all its remaining assets, after payment of liabilities, shall be distributed to one or more recognized charitable organizations in Canada.

18. PASSING AND AMENDING BY-LAWS

- 18.1 The Board **and a member in good standing** may recommend amendments to the By-laws of the Association from time to time, to the Membership.
- 18.2 (a) A By-law or an amendment to a By-law recommended by the Board shall be presented for adoption at the next Annual General Meeting of the Members of the Association. The notice of such Annual General Meeting shall refer to, describe and explain the By-law or amendment(s) to the By-law to be presented at the Meeting of the Members.
- (b) A motion to amend the By-laws recommended by the Board or proposed by a Member at a General Meeting of Members called for that purpose must be approved by a two-thirds vote of the Members present at such General Meeting.
- (c) The Members at the General Meeting of Members may confirm the proposed By-law or amended By-law as presented or amend or reject the proposed By-law or amended By-Law.
- (d) Any Amendment to the By-laws by a member must be in writing, signed by a member in good standing and received by the Secretary.
- (e) All members in good standing shall have access to any proposed amendments to the By-laws, seven (7) days prior to the Annual General Meeting at a place as stated in the original meeting notice.

19. BY-LAW AMENDMENTS

By- laws of the Corporation may be enacted, repealed, amended, added to or re-enacted by the Board of Directors in accordance with the provision of the Act.

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 Association.

WITNESS the seal of the Corporation. Date Signed: **South Kent Minor Hockey**



President 2015
Derek Trudgen
SKMHA



Secretary 2015
Shannon Brown
SKMHA

Dissolved Stale Date

The combined 2014-15 Amalgamated Board of Directors will be remaining in place until the 2015-16 AGM is held. The 2015-16 Board of Directors will be elected at the AGM per organization bylaws.

Bylaws Amended on April 28th 2015 at the AGM.