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Stoney Creek Girls Hockey Association

Bylaws

(As adopted May 2, 1993)

(As amended May 5, 1994)

(As amended May 3, 1995)

(As amended May 6, 1996)

(As amended May 6, 1997)

(As amended May 6, 1998)

(As amended May 23, 2001)

Stoney Creek Girls Hockey Association

Bylaw

A by-law relating generally to the conduct of the affairs of the Stoney Creek Girls Hockey Association.

BE IT ENACTED as a by-law of Stoney Creek Girls Hockey Association as follows:

1 Definitions

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

- a) "AGM" means Annual General Meeting;
- b) "Association" means Stoney Creek Girls Hockey Association (or such other names as the Association may in the future legally adopt);
- c) "CHA" means the Canadian Hockey Association (or other such 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) "Directors" means the Board of Directors of the Association;
- f) "Director" means an individual who has been elected to the Board of Directors of the Association;
- g) "Letters Patent" means the Letters Patent incorporating the Association, as from time to time amended by Supplementary Letters Patent;
- h) "Officers" means the individuals who hold the offices enumerated in Article II;
- i) "Official" means referee;
- j) "OHF" means the Ontario Hockey Federation (or other such names as the OHF may in the future legally adopt);

- k) "OWHA" means the Ontario Women's Hockey Association (or other such names as the OWHA may in the future legally adopt);
- l) "IIHF" means the International Ice Women's Federation (or other such names as the IIHF may in the future legally adopt);
- m)
- 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.

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

2 Registered Office and Seal

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

2.2 The Registered Office of the Association shall be in the City of Hamilton, Province of Ontario, and at such place therein as the Directors from time to time may determine by resolution.

3 Mission of the Association

3.1 The purpose of the Association is to organize, develop and promote girls' and women to play female hockey for the City of Hamilton including.

- a) the opportunity for all females to participate in recreational house league hockey, and
- b) the development of and participation in competitive representative ice hockey.

4 Affiliations

4.1 The Association shall have the following affiliations:

- a) The Association shall be a member of the OWHA; and
- b) The Association shall operate within the guidelines of the OWHA, the OHF, the CHA, the IIHF and shall cooperate with the Recreation and Parks Department of the City of Hamilton.

5 Classes of Membership

5.1 There shall be three (3) classes of Membership in the Association:

- a) Active Membership;
- b) Affiliate Membership; and
- c) Honorary Lifetime Membership.

6 Terms of Membership and Eligibility

6.1 Terms and Eligibility

- a) Active Membership-Active members shall include all elected or appointed Directors or officials, and all convenors, coaches, managers and trainers approved and appointed by the Directors for the current season, and all registered players who are at least 18 years of age as of December 31 prior to the AGM.
- b) Affiliate Membership-Affiliate members shall include all parents and/or legal guardians of registered players where the registered player is under the age of eighteen years.
- c) Honorary Lifetime Membership-Honorary members who act in an advisory capacity as determined by the Board of Directors. Honorary Lifetime Membership may be granted to an individual who has rendered extraordinary and distinguished service to the Association. Individuals may be nominated to be Honorary Lifetime Members by any Member of the Association and the granting of Honorary Lifetime Membership shall be confirmed by both a majority vote of the Board of Directors and the membership.

6.2 Membership List

The Secretary of the Association shall prepare a list of current Active Members, Affiliate Members and Honorary Lifetime Members as of the 1st day of March in each year and such list of Members shall be used to determine eligibility to attend and vote at the AGM or any other meeting as scheduled by the Directors from time to time.

6.3 Membership in Good Standing:

A membership is valid from October 31 in the year of registration until October 31 the following year unless membership is terminated or a written release is provided by the Association, all in accordance with Article 6.4.

6.4 Termination

Membership in the Association shall not be transferable and shall terminate upon a Member's resignation or death. Members may resign from the Association by submitting a resignation in writing addressed to the Association. Failure to meet the criteria of the Association for membership shall result in termination of said membership.

6.5 Membership Fees

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

6.6 Right to Vote

All Active Members and Affiliate Members shall be entitled to notice of and to vote at all Meetings of Members of the Association. In order to vote the Active Member or Affiliate Member shall be eighteen (18) years of age or older prior to December 31 of the current season.

6.7 Record Date

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

7 Meetings of the Membership

7.1 Annual General Meeting of Members

The Annual General Meeting of the Members shall be held each year between March 1 and May 31, at a time, place and day determined by the Executive Committee for the transaction of the following business, to be set out in the agenda of such Annual General Meeting;

- a) Approval of the minutes of the previous Annual General Meeting;
- b) Receiving reports of the activities of the Association during the preceding year;
- c) Receiving information regarding the planned activities of the Association for the current year;
- d) Receiving and approving the auditor's report and the annual audited financial statements;
- e) Appointment of the auditor;
- f) Transaction of any business which relates to the business of the Meeting referred to above, and notice and particulars of which are received by the Secretary and/or a Board Member fourteen (14) days prior to the AGM.

7.2 Additional General Meetings of Members

In addition to the AGM described above 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 AGM to be held between March 1 and May 31 shall set out the agenda, including particulars of any other business to come before the AGM, the time and the place of the AGM, and such Notice shall be posted in all arenas where league games take place on the public bulletin board at least thirty (30) days prior to the date of such AGM. In addition, written notification will be published in the local paper and provided to the coaches at least thirty (30) prior to the AGM.
- b) General Meetings-Notice of any General Meetings of Members of the Association shall be given and posted in all arenas where league games take place within at least fifteen (15) days prior to the date of such General Meeting.
- c) Error or Omission in Notice-No inadvertent error or omission in giving notice of any AGM or General Meeting or any adjourned Meeting, whether Annual or General, shall invalidate such a Meeting or make void any proceedings taken at such Meeting and any Member may at any time waive notice of any such Meeting and may ratify, approve and confirm nay or all actions or proceedings taken at any such Meeting.

7.4 Quorum

A quorum for an AGM or General Meeting shall be a minimum of twenty-five (25) Active and/or Affiliate 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 which to adjourn or 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 Members;
- b) The Chair presiding at a Meeting of Members shall have a vote only in the event of a tie vote;
- c) At all Meetings of Members, every question shall be decided by a show of hands, unless a specific count or unless a secret ballot is required by the Chair or requested by any Member entitled to vote. Whenever a vote by show of hands has been taken upon a question, unless a specific count or secret ballot is requested or required, a declaration by the Chair that a resolution has been carried or lost by a particular majority and an entry to that effect in the minutes of the Meeting is conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

7.6 No Proxies

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

7.7 Adjournments

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

7.8 Chair

In the absence of the President and the Vice-President, the Members entitled to vote and present at any Meeting of Members shall choose another Director as 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, including Honorary Members;
- 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 of Directors which consists of ten (10) elected Directors consisting of President, Vice-President, Secretary, Treasurer and six Directors.

c) Term of Office

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

- i. The term for the following positions shall be for two (2) years, voted for on even years (2002,2004,2006):
 1. Director and Vice-President
 2. Director and Secretary
 3. Director 2
 4. Director 4
 5. Director 6
- ii. The term for the following positions shall be for two (2) years, voted for on odd years (2001,2003,2005):
 1. Director and President
 2. Director and Treasurer
 3. Director 1
 4. Director 3
 5. Director 5

d) Change in Number of Directors

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

9 Procedure For Election Of Directors

9.1 Nominations

The Nominations and Elections committee or the Chair shall invite nominations to the Board of Directors from the Members of the Association present at the AGM.

9.2 Board Positions

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

- a) Nominees may choose to seek election as a Director of the Association for a term of two (2) years; and
- b) Nominees may seek election to more than one position on the Board of Directors but may only hold one position at any given time.

9.3 Election Procedures

The Nominations and Elections Committee shall prepare the ballots to be used for the voting at the AGM of Members of the Association, and the Executive shall supervise the election of Directors and shall distribute all ballots to voting members and count all votes and announce the results of the election of Directors at the AGM.

9.4 Vacancies

Any vacancy occurring on the Board, other than at the time of the AGM, may be filled only for the remainder of the current term. The Executive Committee shall invite applications from the Members of the Association for appointment to the vacancy on the Board, and the Executive Committee shall appoint a replacement Director within thirty (30) days after the Board position was vacated. The remainder of the current year of a term of office completed by a Director so appointed shall not be included in calculating the maximum term of office for which such appointed Director will be eligible, determined in accordance with Article 8 of this By-law. If a vacancy occurs in the first year of a two (2) year term of a Director, a director shall be elected by the Membership to fill the second year of the vacant position on the Board at the next AGM (refer to subparagraph 11.6).

10 Board Responsibilities

10.1 Governance

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

10.2 Board Meetings

- a) Regular Board Meetings

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

- b) Special Board Meetings

Special Board Meetings may be called by the President or a Vice-President, in the absence of the President, 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

Notice shall be communicated to all Directors at least seven (7) days in advance of the Meeting, unless a 2/3 majority of Directors agree to the calling of a Meeting of the Directors of the Association.

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 there at.

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 three (3) Directors and two (2) Executive Members. No business of the Executive shall be transacted in the absence of a quorum.

10.7 Voting Rights

Each Director, present at a Board meeting shall be entitled to one vote. The Chair of a Directors' meeting shall not have a vote; in the event of a tie, the Chair may vote.

10.8 Voting Procedures

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

10.9 Remuneration

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

10.10 Conflict of Interest

- a) Every Director who directly or indirectly has an interest in a proposed or existing contract or transaction or other matter relating to the Association shall make a full and fair declaration of the nature and extent of the interest at a Board Meeting.
- b) The declaration of a conflict of interest shall be made at the Board Meeting at which the question of entering into the contract or transaction or other matter is first taken into consideration or, if the director is not at the date of that Board Meeting interested in the proposed contract or transaction or other matter, at the next Board Meeting held after the Director assumes the office.
- c) After making such a declaration, the Director shall not be excluded from the meeting during any discussions or deliberations relating to the issue in conflict. The director shall not 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.

10.11 Indemnification of Directors

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

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

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

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

10.12 Termination of Officers

- a) Removal for Cause

The Executive, 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.

- a) Absenteeism

Unless otherwise determined by the Board, the absence of a Director from two (2) Board Meetings in any given year shall be deemed to be a resignation of the said Director from the Board.

- b) Resignation

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

10.13 Confidentiality

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

11 Officers and Responsibilities of Officers

11.1 Elected Officers

The Officers of the Association shall be the President, the Vice-President, the Treasurer and the Secretary.

11.2 Assistants to Officers

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

11.3 Eligibility for Office

- a) The President and Vice-President must have served on the Executive for at least one (1) term prior to election as President or Vice-President.
- b) The Nominations and Elections Committee shall endeavour to select as Treasurer of the Association, a candidate who has experience and skills in accounting procedures.

11.4 Term of Office

The newly elected Board shall hold Office as detailed in Section 8 (c).

11.5 Vacancies in Office

If a vacancy occurs in any Office, or if for any reason an Officer is unable or unwilling to act in that capacity, a Board Meeting shall be held within thirty (30) days for the purpose of selecting a replacement Officer from among the current Board of Directors or an appointment from the membership (refer to subparagraph 9.4).

The Board shall fill vacancies in other Offices for the balance of the unexpired terms from among those eligible to serve, subject to ratification at the next AGM.

11.6 Responsibilities of Officers

a) President

The President shall:

- i. Represent the Association in the community;
- ii. Act as Chair of the Board, the Executive Committee, and at all Meetings of the Membership of the Association;
- iii. Exercise general supervision of the Association in accordance with Policies determined by the Board;
- iv. Be a Member of all committees and sub-committees of the Association, other than the Nominations and Elections Committee.

b) Vice-President

The Vice-President shall:

- i. Assume the duties of the President in the absence for any reason of the President and shall carry out such other duties as are assigned by the Board or the President;
- ii. Monitor adherence by the Board of Directors to all existing Policies of the Association and to inform the Board of Directors with respect to any inconsistencies between existing Policies of the Association and a proposed policy for the Association;
- iii. Be available to assist any Director requiring assistance in the completion of his or her functions;

- iv. Recommend policy to the Board of Directors regarding the nomination and election of Directors of the Association, and the organization and conduct of the General Meetings of Members of the Association;
- v. Carry out such duties as are assigned by the Board, the Executive Committee or the President.

c) Treasurer

The Treasurer shall:

- i. Ensure adherence to and implementation of financial Policies in the financial administration of the Association;
- ii. Ensure the submission of the books of account as directed by the Board from time to time for an independent review by an accountant designated by the Board.
- iii. Evaluate, review and recommend financial policy to the Executive Committee and to the Board of Directors.
- iv. Carry out such duties as are assigned by the Board, the Executive Committee or the President.

d) Secretary

The Secretary shall:

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

12 Committees of the Board

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

- a) Executive Committee;
- b) Budget Committee;
- c) Junior House League Operations Committee;
- d) Senior House League Operations Committee;

- e) Marketing Committee;
- f) Nominations and Elections Committee;
- g) Parent Liaison Committee;
- h) Purchasing and Equipment Committee;
- i) Referees and Officials Committee;
- j) Registration Committee;
- k) Representative Hockey Operations Committee;
- l) Technical Development Committee; and
- m) Volunteer Fundraising Committee;

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

12.3 Executive Committee

- a) The Executive Committee shall consist of the President who Chairs, the Vice-President, the Secretary, and the Treasurer, and shall be responsible for the day to day management of the affairs of the Association, including monitoring of all Committees to ensure all Policies of the Association are being complied with.
- b) The Executive Committee shall:
 - i. During the intervals between Board Meetings, take action in relation to any matter of any nature within the power and authority of the Board of Directors, which requires immediate attention before the date of the next Board Meeting. Such action shall not involve any change of policy or the authorization of unbudgeted expenditures, and any action taken shall be submitted to the Board of Directors for ratification at the next Board Meeting;
 - ii. Review recommendations and proposals prior to such recommendations or proposals being submitted to the Board of Directors for Resolution;
 - iii. Present a monthly report regarding the activities of the Executive Committee to the Board of Directors;
 - iv. Submit to the Budget Committee in each year an estimate of revenues and expenditures of the Executive Committee for the next fiscal year of the Association;
 - v. Recommend policy to the Board of Directors regarding management and administrative issues related to the Association;
 - vi. Deal with any other matters assigned to it by the Board of Directors or by the President.

12.4 Budget Committee

- a) The Budget Committee shall be Chaired by the President and shall consist of the members of the Executive Committee, the Director of Junior House League Operations, the Director of Senior House League Operations and the Director of Representative Hockey Operations.
- b) The Budget Committee shall:
 - i. Prepare a budget for the Association each year, for the next fiscal year for submission to the Board of Directors for approval;
 - ii. Liaise with all committees of the Board of Directors to receive estimates of revenues and expenditures for the next fiscal year of the Association for purposes of preparing the budget;
 - iii. Recommend policy to the Board of Directors regarding financial budgeting and planning for the Association.

12.5 Junior House League Operations Committee

- a) The House League Operations Committee shall consist of the Director elected by the Membership as Director of House League Operations, as Chair and all House League Convenors.
- b) The House League Operations Committee shall:
 - i. Operate the House League Hockey Programs pursuant to the Policies of the Association;
 - ii. Establish and monitor Policies relating to House League Operations provided that such Policies shall be and remain consistent with all other Policies of the Association;
 - iii. Recruit and train volunteers to perform the functions required to operate the House League;
 - iv. Submit to the Budget Committee in each year and estimate of the revenues and expenditures of the House League Operations Committee for the next fiscal year of the Association;
 - v. Present a monthly report regarding House League Operations to the Board of Directors; and
 - vi. Recommend policy to the Board of Directors regarding House League Operations.

12.6 Senior House League Operations Committee

- a) The House League Operations Committee shall consist of the Director elected by the Membership as Director of House League Operations, as Chair and all House League Convenors.
- b) The House League Operations Committee shall:
 - i. Operate the House League Hockey Programs pursuant to the Policies of the Association;
 - ii. Establish and monitor Policies relating to House League Operations provided that such Policies shall be and remain consistent with all other Policies of the Association;
 - iii. Recruit and train volunteers to perform the functions required to operate the House League;
 - iv. Submit to the Budget Committee in each year and estimate of the revenues and expenditures of the House League Operations Committee for the next fiscal year of the Association;

- v. Present a monthly report regarding House League Operations to the Board of Directors; and
- vi. Recommend policy to the Board of Directors regarding House League Operations.

12.7 Marketing Committee

- vii. The Marketing Committee shall be Chaired by a Director recommended by the Executive Committee and confirmed by the Executive and, in addition, consist of a number of individuals to be determined by the Executive.
- viii. The Marketing Committee shall:
 - i. Recruit and train volunteers to perform the functions required to operate the Marketing Committee;
 - ii. Solicit and maintain sponsors for all Association teams;
 - iii. Act as a liaison/contact for all Association sponsorships;
 - iv. Solicit new donors for Association sponsorships;
 - v. Recommend new sources of revenue for the Association;
 - vi. Promote and publicize the interests of the Association;
 - vii. Submit to the Budget Committee in each year an estimate of revenue and expenditures of the Marketing Committee for the next fiscal year of the Association;
 - viii. Present a monthly report regarding Marketing of the Association to the Board of Directors; and
 - ix. Recommend policies to the Board of Directors regarding marketing of the Association.

12.8 Nominations and Elections Committee

- a) The Nominations and Elections Committee shall be chaired by a Member of the Association, who is not a Director, and is not a nominee for election to the Board of Directors, recommended by the Executive Committee and confirmed by the Board and, in addition, consist of a minimum (3) number of individuals to be determined by the Board.
- b) The Nominations and Elections Committee shall:
 - i. Solicit nominations for each Executive position which may be or is to become vacant including nominations for each AGM;
 - ii. Be responsible for conducting the annual election of Directors in accordance with the provisions contained in this By-law;
 - iii. Submit to the Budget Committee in each year an estimate of the revenues and expenditures of the Nominations and Elections Committee for the next fiscal year of the Association;
 - iv. Present a monthly report when appropriated or when requested by the President regarding nominations and elections to the Board of Directors; and
 - v. Recommend policy to the Board of Directors regarding nominations and elections.

12.9 Parent Liaison Committee

- a) The Parent Liaison Committee shall be Chaired by a Director recommended by the Executive Committee and confirmed by the Board and, in addition, consist of a number of individuals to be determined by the Board.
- b) The Parent Liaison Committee shall:
 - i. Recruit and train volunteers to perform the functions required for parent/guardian concerns;
 - ii. Facilitate communications throughout the Association;
 - iii. Bring to the attention of the appropriate Director any concerns received from a parent or a guardian, and, if required, set up and conduct mediation/discipline hearings as required in a timely fashion;
 - iv. Assist any parent/guardian or player who requests assistance in any dealings with the Association;
 - v. Assist the Director of Volunteer Fundraising in recruitment of volunteers;
 - vi. Submit to the Budget Committee each year an estimate of the revenues and expenditures of the Parent Liaison Committee for the next fiscal year of the Association;
 - vii. Present a monthly report regarding parent/guardian issues to the Board of Directors; and
 - viii. Recommend policy to the Board of Directors regarding parent/guardian issues and concerns.

12.10 Purchasing and Equipment Committee

- a) The Purchasing and Equipment Committee shall be Chaired by a Director recommended by the Executive Committee and confirmed by the Executive and, in addition, consist of a number of individuals to be determined by the Executive.
- b) The Purchasing and Equipment Committee shall:
 - i. Recruit and train volunteers to perform the functions required for purchasing and equipment;
 - ii. Maintain an inventory of all equipment owned by the Association;
 - iii. Collect rental fees and security deposits for all goalie equipment leased;
 - iv. Solicit bids and purchase hockey equipment, as required;
 - v. Maintain and repair all equipment owned by the Association;
 - vi. Solicit bids and arrange the purchase of awards day presentations;
 - vii. Act as the Purchasing Agent for the Association with respect to all Association purchases;
 - viii. Submit to the Budget Committee each year an estimate of the revenues and expenditures of the Purchasing and Equipment Committee for the next fiscal year of the Association;
 - ix. Present a monthly report regarding purchasing and equipment to the Board of Directors;
 - x. Recommend policy to the Board of Directors regarding purchasing and equipment.

12.11 Officials Liaison Committee

- a) The Officials Liaison Committee shall be Chaired by a Director recommended by the Executive Committee and confirmed by the Directors, and the Referee-in-Chief and the Ice Scheduler of the Association.
- b) The Officials Liaison Committee shall:
 - i. Maintain accurate and complete records for payment of officials;
 - ii. Receive written reports to forward to the appropriate committees for furtherance of written complaints to ensure timely followup;
 - iii. Recommend policy to the Board of Directors regarding officials.

12.12 Registration Committee

- a) The Registration Committee shall be Chaired by a Director of Registration recommended by the Executive Committee and, in addition, consist of a number of individuals to be determined by the Board.
- b) The Registration Committee shall:
 - i. Recruit and train volunteers to perform the functions required for registration;
 - ii. Establish registration forms and procedures;
 - iii. Conduct registration for all applicants eligible to participate in Association Ice Hockey Programs;
 - iv. Maintain a register of receipts regarding all registration fees received and outstanding by the Association and to forward all monies promptly to the Treasurer for deposit to the credit of the Association;
 - v. Maintain a current registration list of all players including mailing addresses, telephone numbers, e-mail addresses and Parent/Guardian names;
 - vi. Supply to the convenors of Representative Hockey and House League Operations current registration information in a timely fashion;
 - vii. Ensure that all players are registered with the OWHA;
 - viii. Communicate any changes in registration immediately to the OWHA or other individuals who are affected by such change;
 - ix. Submit to the Budget Committee each year an estimate of revenues and expenditures of the Registration Committee for the next fiscal year of the Association;
 - x. Present a monthly report regarding Registration Operations to the Board of Directors; and
 - xi. Recommend policy to the Board of Directors regarding registration.

12.13 Representative Hockey Operations Committee

- a) The Representative Hockey Operations Committee shall consist of the Rep Convenor and in addition, consist of a number of individuals to be determined by the Board.
- b) The Representative Hockey Operations Committee shall:
 - i. Operate the Representative Hockey Programs pursuant to the Policies of the Association;

- ii. Establish and monitor Policies relating to Representative Hockey Operations provided that such Policies shall be and remain consistent with all other Policies of the Association;
- iii. Recruit and train volunteers to perform the functions required to operate the Representative Hockey Operations;
- iv. Represent and promote the interests of the Association in relation to any Representative Hockey involvement of the Association with any other local minor hockey associations or leagues;
- v. Submit to the Budget Committee each year an estimate of the revenues and expenditures of the Representative Hockey Operations to the Board of Directors; and
- vi. Recommend policy to the Board of Directors regarding Representative Hockey Operations.

12.14 Technical Development Committee

- a) The Technical Development Committee shall be Chaired by an individual appointed by the Board of Directors and in addition, consist of a number of individuals to be determined by the Executive.
- b) The Technical Development Committee shall:
 - i. Recruit and train volunteers to perform the functions required for technical development.
 - ii. Recruit and assign Technical Development Coordinators for each Representative Hockey and House League Hockey;
 - iii. Establish and maintain on-ice and off-ice technical development programs as approved by the Board of Directors;
 - iv. Establish and maintain an evaluation program for all coaches, trainers, and managers as approved by the Board of Directors;
 - v. Act as a resource to the Coaching Director;
 - vi. Establish and maintain procedures with respect to clearance of all volunteers required to complete a police report as approved by the Board of Directors;
 - vii. Submit to the Budget Committee each year an estimate of the revenues and expenditures of the Technical Development Committee to the Board of Directors; and
 - viii. Recommend policy to the Board of Directors regarding technical development.

12.15 Volunteer Fundraising Committee

- a) The Volunteer Fundraising Committee shall be Chaired by a Director and, in addition, consist of a number of individuals as approved by the Board of Directors;
- b) The Volunteer Fundraising Committee shall:
 - i. Recruit and train volunteers to perform the functions required for voluntary fundraising for the Association;
 - ii. Set up an accurate recording system covering income and disbursements relating to fundraising for the Association;
 - iii. Actively pursue new volunteer fundraising projects in conjunction with the Director of Marketing;
 - iv. Manage and supervise current fundraising endeavours;

- v. Act as a liaison for all non-corporate fundraising activities;
- vi. Select Association representative(s) to the Winona Peach Festival Committee;
- vii. Submit to the Budget Committee each year an estimate of the revenues and expenditures of the Volunteer Fundraising committee for the next fiscal year of the Association;
- viii. Present a monthly report regarding volunteer fundraising to the Board of Directors; and
- ix. Recommend policy to the Board of Directors regarding fundraising.

12.16 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 OWHAm the OHF, the CHA, the IIHF and, if applicable, any other hockey organizations with which the Association teams are participating.

- b) Meetings:

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

- c) Notice:

Notice of all Meetings of Standing Committees shall be communicated to all Members of the standing committees 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 (1) vote. In the case of 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 Executive.

- g) Annual Report:

Each Standing Committee shall prepare an Annual Report of the matters for which it is responsible to be presented to the Membership at the AGM of the Association or to be submitted to the Board of Directors, as required.

12.17 Sub-Committees and Ad Hoc Committees

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

13 Execution of Documents

13.1 Execution of Documents:

Either of two Officers of the Association authorized by resolution of the Board, one of which is the President, may from time to time appoint any Officers or any persons on behalf of the Association, either to sign documents generally or to sign specific documents. The corporate seal of the Association, when required, shall be affixed to documents executed in accordance with the foregoing.

13.2 Books and Records:

The Executive 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. Any executed changes must be published at the next meeting of the Executive.

14 Financial Year

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

15 Banking Arrangements

15.1 Banking Resolution

The Executive shall designate, by resolution, the officers 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 Executive has designated as the banker of the Association, to have the authority to set out in the resolution, including, unless otherwise restricted, the power to:

- a) Operate the accounts of the Association with a bank or a trust company;
- b) Make, sign, draw, accept, endorse, negotiate, lodge, deposit or transfer any of the cheques, promissory notes, drafts, acceptances, bills of exchange and orders for the payment of money;
- c) Issue receipts for and orders relating to any property of the Association;
- d) Authorize any officer of the bank or trust company to do any act or thing on behalf of the Association to facilitate the business of the Association, provided the instructions are in writing.

15.2 Deposit of Securities

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

16 Borrowing By the Association

16.1 Borrowing Power

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

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

16.2 Borrowing Resolution

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

17 Notice

17.1 Computation of Time

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

17.2 Omissions and Errors

The accidental omission to give notice of any Meeting of the Executive or Members or the non-receipt of any notice by any Director or Member 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 or Member may at any time waive notice of any Meeting and may ratify and approve any or all proceedings taken thereat.

17.3 Method of Giving Notice

Whenever under the provisions of this By-law of the Association, notice is required to be given, such notice may be given either personally or by telephone or by depositing same in a post office or a public letter box, in a postage paid sealed envelope addressed to the Director, Officer or member as his or her address as the same appears in the records of the Association. Any notice or other documents so sent by mail shall be deemed to be sent at the time when the same was deposited in a post office or public letterbox as aforesaid. For the purposes of sending any notice, the address of any Member, Director or Officer shall be his or her last address in the records of the Association.

18 Passing and Amending By-Laws

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

18.2 If the Executive intends to discuss amendment of the By-laws of the Association at a Board Meeting, written notice of such intention shall be sent by the Secretary to each Director not less than seven (7) days before such Meeting. The Executive Member shall send written notice to the Secretary within fourteen (14) days of the intended meeting of the proposed amendment. 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 Amendment of By-laws

- a) A By-law or an amendment to a By-law recommended by the Executive shall be presented for adoption at the next AGM of the Members of the Association. The notice of such AGM 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 Executive must be approved by a two-thirds (2/3) vote of the Members present at such AGM.
- c) The Members at the AGM 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) A motion to amend the By-laws recommended by a Member must be presented to the secretary in writing by November 15th the current membership year, must be signed by the Member putting forth the change, and seconded by another Member with their signature. If the motion is denied, the Member may appeal in writing within 15 days, accompanied by signatures of support from a majority of the Membership. Upon receipt of such appeal, the motion shall be put forth at the AGM.

19 Repeal of Prior By-laws

19.1 Repeal

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

19.2 Proviso

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

20 Rules of Procedure

20.1 The rules contained in the most current edition of “Procedures for Meetings” by King & Kerr shall govern the rules and procedures to be used in conducting the Meetings and affairs of the Association in all cases to which they are applicable, and in which they are not consistent with the By-laws or other governing documents or laws affecting the Association.

21 Effective Date

21.1 Timing of By-Law

This By-law shall come into force without further formality upon its enactment after approval by the Members of the Association 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 Association at the AGM of the Members of the Association duly called and held at _____ in the City of _____, Ontario, and at which a quorum was present on the _____ day of _____, 2001.

Chair

Secretary