



BELMONT MINOR HOCKEY ASSOCIATION

CONSTITUTION AND BY-LAWS

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## BELMONT MINOR HOCKEY ASSOCIATION

### BY-LAW NO.1

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

BE IT ENACTED as a By-Law of Belmont Minor Hockey Association as follows:

#### 1. DEFINITIONS

- 1.12\_ In the By-Law and all other By-Laws and Resolutions of the Association, unless the context otherwise requires:
- a) "Association" means Belmont Minor Hockey Association (or such other name as the Association may in the future legally adopt).
  - b) "Board" means the Board of Directors of the Association.
  - c) "CHA" means the Canadian Hockey Association (or such other name as the CHA may in the future legally adopt).
  - d) "Corporations Act" means the Corporations Act R.S.O. 1990, Chapter 38, and any statute amending or enacted in substitution therefore, from time to time.
  - e) "Director" means an individual who has been elected to the Board of Directors of the Association.
  - f) "Letters Patent" means the Letter Patent incorporating the Association, as from time to time amended by Supplementary Letters Patent.
  - g) "OHF" means the Ontario Hockey Federation (or such other name as the OHF may in the future legally adopt).
  - h) "OMHA" means Ontario Minor Hockey Association (or such other name as the OMHA may in the future legally adopt).
  - i) "Policies" means written statements governing issues affecting the affairs of the Association, which have been considered and approved by the Board of Directors of the Association.
  - j) "BMHA" means Belmont Minor Hockey Association.
  - k) "Members" means all classes of membership in the Association as provided for in section 5.
- 1.2 All terms defined in the Corporations Act have the same meaning in this By-law and all other By-laws and Resolutions of the Association.

#### 2. REGISTERED OFFICE AND SEAL

- 2.1 The Corporate Seal of the Association shall be in the form as the Board may by resolution from time to time adopt and shall be entrusted to the Secretary of the Association for its use and safekeeping.
- 2.2 The registered head office of the Association shall be in the Municipality of Central Elgin, in the Province of Ontario and thereafter as the Association may from time to time determine by special resolution of the members pursuant to the Corporations Act. The Association may establish such other offices within Canada as the Board may deem expedient by resolution.

### 3. MISSION OF THE ASSOCIATION

- 3.1 The purpose of the Association is to organize, develop and promote minor ice hockey for the youth of the Belmont area including:
- a) The opportunity for eligible individuals to participate in recreational local league ice hockey, and to provide community-based programs which will allow a player to participate in an environment for fun, physical exercise, and fair play.
  - b) The development of and participation in representative ice hockey and provide the opportunity to participate at a highly competitive level.
  - c) To instill in all players, coaches, managers, trainers, and members associated with BMHA good sportsmanship, correct and proper behaviour on and off the ice, respect for authority and team play.
  - d) The Association shall be operated without the purpose of pecuniary gain to any of the Members and any surplus or growth of the Association shall be used solely for the purposes of the Association and for the promotion of its objectives.

### 4. AFFILIATION

- 4.1 The Association shall be a member of the OMHA.

### 5. CLASSES OF MEMBERSHIP

- a.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, and all conveners, coaches, managers, and trainers appointed for the current season, and all registered players who are at least 18 years of age. Members in this classification will be allowed one vote per person.

- b) Parent/Guardian Membership

Parent/Guardian members shall include all parents and or legal guardians of registered players in good standing where the registered player is under the age of eighteen (18) years. Each Parent/Guardian member of a registered player shall be entitled to vote and may attend membership meetings and, by invitation, meetings of the Board and Committees of the Association. Members in this classification will be allowed one vote per person.

- c) Honorary Lifetime Membership

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 must be confirmed by a majority vote of the Board of Directors. Members in this classification will be allowed one vote per person.

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 mandatory that each member shall declare himself/herself prior to the start of any meeting of the membership and advise the chairperson of the membership class he/she wishes to represent. Once the meeting is called to order, the member must remain in that class of membership and may not change to another category or class of membership.

6.2 Membership List

Subject to Section 6.7 herein, the Treasurer/Registrar of the Board shall prepare and maintain a list of current Active Members, Parent/Guardian Members, and Honorary Lifetime Members. This list shall be kept at the head office and updated as necessary and made available to all Directors. Such list of Members shall be used to determine eligibility to attend and vote at any Meeting of the Membership.

6.3 Membership Year

Unless otherwise determined by the Board, every Membership, other than Honorary Lifetime Memberships shall commence on or after September 1 in each year and shall lapse and terminate on the 31<sup>st</sup> day of August following the date on which such Membership commenced.

6.4 Termination

a) Membership in the Association shall not be transferable and shall terminate upon on Member's resignation or death.

b) Members may resign from the Association by submitting a resignation in writing addressed to the Secretary/Registrar who in turn notifies the appropriate Board members.

c) Members in good standing shall be those admitted to Membership and who have paid all required membership fees to the Association. Members whose Membership fees are in arrears for a period of three (3) months shall be suspended from Membership and not permitted to vote, make nominations, or hold office in the Association. The Secretary/Registrar shall inform those concerned of the suspension in writing.

d) Members whose conduct is considered by the Board to be contrary to the stated Code of Conduct and the purposes of the Association shall be asked by the Board to explain or justify their actions. If these members are unwilling or unable to explain or justify their actions to the satisfaction of the Board, 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 suspension or 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. Approval of such a motion shall require a two-thirds (2/3) majority in a ballot conducted at the meeting. The Members concerned shall be invited to attend the meeting and to explain their positions before the vote is taken.

6.5 Membership Fees

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

6.6 Right to Vote

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

6.7 Record Date

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

## 7. MEETING OF THE MEMBERSHIP

### 7.1 Annual General Meeting of Members

The Annual General Meeting (AGM) shall be held each year in 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 AGM:

- a) Approval of the agenda.
- b) Approval of the minutes of the previous Meeting of the Membership.
- c) Receiving reports of the activities of the Association during the preceding year.
- d) Receiving and approving the report of the Auditor of the Association from the previous year and a projected financial position for the next year.
- e) Appointment of the Auditor for the ensuing year.
- f) Consideration of any proposed amendments to the Letters Patent or By-Laws of the Association.
- g) Transaction of any business which relates to the business of the Meeting referred to above and notice and particulars of which are received by the Secretary in writing on or before 6:00pm on March 10<sup>th</sup>, immediately preceding the AGM.
- h) 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 in April each year, shall set out the agenda, including particulars of any other business to come before the Meeting. The time and the place of the Meeting, and such notice will be posted at the Belmont Community Centre and on other prominent community notice boards at least thirty (30) day 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 at the Belmont Community Centre and on other prominent community notice boards at least seven (7) days prior to the date of the Meeting.

#### c) Error or Omission of Notice

No inadvertent error or omission in giving notice of any Annual General Meeting or Additional General Meeting of Membership or any adjourned Meeting, whether Annual or General, shall invalidate such a Meeting or make void any proceedings taken at such Meeting and any Member may at any time waive notice of any such Meeting and may ratify, approve and confirm any or all actions or proceedings taken at any such Meeting.

### 7.4 Quorum

A quorum for an Annual General Meeting or General Meeting shall be a minimum of 15 Members eligible to vote and present in person. No business shall be transacted in the absence of a quorum except to take measures to obtain a quorum, to establish the time 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.

7.6 No Proxies

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

7.7 Adjournments

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

7.8 Chair

In the absence of the President and the Vice-President, the Members entitled to vote and present at any Meeting of the Membership shall choose another Director as Chair and, if no Director is present or if all the Directors present decline to act as Chair, the Members present shall choose any Member present to be Chair.

## 8. BOARD OF DIRECTORS

8.1 Composition

(a) Eligibility

A Director:

- (i) Shall be eighteen (18) or more years of age.
- (ii) Shall never have been 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 in office.
- (v) The President must have served on the Board for at least one (1) year.
- (vi) The Association shall endeavor to nominate as Treasurer/Registrar, a Director who preferably has employment experience and skills in accounting procedures.

(b) Number of Directors

The affairs of the Association shall be managed by a Board, which consists of a minimum of 7 elected Directors.

(c) Term of Office

- i) The Director shall be eligible to be elected or appointed for five (5) consecutive terms of one (1) year each and shall not be eligible for election or appointment to the same Director position for a sixth (6<sup>th</sup>) consecutive one (1) year term.
- ii) The term of all incumbent Directors at the date of adoption of this By-Law shall expire and terminate by special resolution of the Board following the Annual General Meeting prior to June 30<sup>th</sup> that follows said meeting.

(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.

(e) Assistants to Directors

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

## 9. PROCEDURE FOR ELECTION OF DIRECTORS

### 9.1 Nominations

The election of Directors shall take place at the Annual General Meeting of the Membership.

### 9.2 Board Positions

The Board shall consist of the following:

- Past President
- President
- Vice-President
- O.M.H.A/Rep Director
- Treasurer
- Registrar
- Secretary
- Sponsorship/Fundraising Director
- Equipment Director
- Ice and Website Director
- Referee and Timekeeper Director
- Lambton/Middlesex League Director
- Coach Coordinator Director
- Player Development Director
- Canadian Hockey Initiation Program Director
- Communication Director
- Director at Large (Three)

### 9.3 Election Procedures

Nominations shall come from the floor at the Annual General Meeting and shall be decided by a majority vote by secret ballot.

### 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.

9.5 Termination

a) Removal of Director by Membership

Provided that notice specifying the intention to pass such resolution has been given with the notice of meeting, eligible voting Members of the Associations, by a resolution passed by at least 2/3 of the votes cast at a General Meeting of Members may remove any Director before the expiration of his or her term of office, and by a majority of the votes cast at that Meeting, may elect any person in his or her stead for the remainder of his or her term. Unless otherwise determined by the Board, the absence of a Director from three (3) consecutive Board Meetings or the absence of a Director from four (4) out of any eight (8) consecutive Board Meetings shall be deemed to be a resignation of the said Director from the Board. It is the Director's responsibility to send a report to the meeting in their absence.

b) Resignation

A Director of the Board may resign his or her Directorship by submitting a letter of resignation to the President of the Association.

10. BOARD RESPONSIBILITIES

10.1 Governance

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

10.2 Board Meetings

(a) Regular Board Meetings

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

(b) Special Board Meetings

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

10.3 Notice of Board Meetings

(a) Notice shall be communicated to all Directors at least seven (7) days in advance of the Meeting, unless all Directors agree to the calling of a Meeting on shorter notice, or the Board Meeting is held on a regular day or date each month or immediately following a Meeting of the Members of the 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 Error in Notice



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

10.5 Adjournment of Board Meetings

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

10.6 Quorum

A quorum for a Board Meeting shall be 7 Directors with at least 2 of the following Directors present- President, Vice-President, Treasurer, Secretary. No business of the Board shall be transacted in the absence of a quorum.

10.7 Voting Rights

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

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 requested 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, 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 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.
- (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; provided that, no Director of the Association shall be indemnified by the Association in respect of any liability, cost, 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 Board may from time to time determine.

#### 10.12 Confidentiality

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

#### 10.13 Termination of Directors

##### (a) Removal for Cause

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

### 11. RESPONSIBILITIES OF DIRECTORS

#### 11.1 Responsibilities of Directors

##### 11.2 Past President

- (a) Shall participate in the deliberation of the Association, acting in an advisory capacity; and
- (b) Chair the Nominations and Elections at the Annual Meeting.

##### 11.3 President

The President shall be in charge of the day-to-day general management and supervision of the affairs of BMHA including:

- (a) Preside as the Chair, preserve order, and shall decide questions of order at all meetings of BMHA.
- (b) Have the right to vote on matters brought before the Board and, when the Board members are equally divided on matters, shall have the deciding vote.
- (c) Be the figurehead and represent BMHA in the Community.
- (d) Report regularly to the Board on matters of interest.
- (e) Convene the Executive Directors in emergencies or in situations requiring immediate decision or action on the part of BMHA, either with or without consultation of the remainder of the Board.
- (f) Serve on all committees as an ex official; and
- (g) Delegate tasks as necessary.

##### 11.4 Vice President

The Vice-President shall assist the President in the discharge of their duties including:

- (a) Perform the duties of the President in the event of the President's absence or illness.
- (b) Serve on all committees in the absence of the President.
- (c) Act as Chair on at least one standing committee.
- (d) Be the primary contact for any concerns, questions, or complaints; and
- (e) Be the primary contact for and attend all meetings of the BMHA.

#### 11.5 Secretary

The Secretary shall act as the clerk of the Association which duties include:

- (a) Attending all meetings of BMHA and recording all the facts and Minutes of all proceedings in the books kept for that purpose.
- (b) Being the custodian of all books, papers, records, correspondence, contracts, and other documents belonging to the BMHA.
- (c) In the absence of the President and Vice President, preside over the Board Meeting and appoint a secretary for the meeting.
- (d) Advising the Board Members of the time, date, and location of all meetings; and
- (e) Publishing the notice of the Annual General Meeting (AGM) at least 30 days before the meeting.

#### 11.6 Treasurer

The Treasurer's duties shall include:

- (a) Keeping full and accurate accounts of all receipts and disbursements of the BMHA and shall deposit all money or other valuable effects in the name of and to the credit of BMHA in such financial institutions as may be designated by the Board and shall disburse the funds of the BMHA under the direction of the Board.
- (b) Reporting at all Board Meetings, or whenever required, an account of all transactions and of the financial position of the BMHA including a budget status.
- (c) Presenting a year-to-date financial statement and projected financial position for the current year at the Annual General Meeting.
- (d) Evaluating, reviewing, and recommending financial policy to the Board.
- (e) Preparing a budget for the BMHA for the next fiscal year for submission to the Board for approval and presented at the Annual General Meeting; and
- (f) Making records available to the Supervisory Committee and Auditor's for review.

#### 11.7 Registrar

The Registrar's duties shall include:

- (a) Overseeing the registration process.
- (b) Working with the local Registrar's to support the transition of local league player registration.
- (c) Recommending policy to the Board regarding registration.
- (d) Overseeing any required refunds.
- (e) Ensuring local league members are registered to the correct local league organization.
- (f) Overseeing any issues related to player movement.
- (g) Facilitating the registration of all BMHA players with OMHA through the HCR 3.0 (Hockey Canada Registry) Program.
- (h) Ensuring that all Police Checks for coaches and other pertinent documents for players are uploaded in the HCR 3.0 Program; and
- (i) Ensuring all players are properly registered and carded before being allowed to take part in any tryouts or player evaluations.

#### 11.8 Sponsorship/Fundraising Director

The Sponsorship/Fundraising Director's duties shall include:

- (a) Leading the Sponsorship and Fundraising Committee.
- (b) Actively soliciting sponsors and donations.
- (c) Developing and maintaining a sponsorship and fundraising strategy.
- (d) Collaborating with the local associations to ensure the Association's strategies are aligned and Sponsors are not being contacted by multiple BMHA contacts.
- (e) Maintaining a list of all Sponsors and their contributions.
- (f) Developing and maintaining a Sponsorship recognition plan.
- (g) Acting as Chair at all Fundraising Committee meetings.
- (h) Providing Fundraising Report to Board; and
- (i) Preparing a Financial Statement Report for the Annual General Meeting.

#### 11.9 Equipment Director

The Equipment Director's duties shall include:

- (a) Maintain an inventory of all equipment owned by BMHA and advising the Board of same.
- (b) Purchasing equipment as approved by the Board.
- (c) Be responsible for the availability of adequate equipment for all teams, repairing, cleaning and storage of the equipment.
- (d) Accept and forward requests to the Board regarding other organizations or individuals' requests to make use of BMHA equipment.
- (e) Recommend policy to the Board regarding purchasing of equipment.
- (f) Communicate to coaches their responsibility for their team jerseys and all related equipment; and
- (g) Recommend the sale of used equipment and jerseys to the Board.

#### 11.10 Ice and Website Director

The Ice Director's duties shall include:

- (a) Assessing the ice requirements for the Association and shall enter contracts with the Belmont Community Centre/Central Elgin to meet these needs.
- (b) Appointing the ice and times in a fair equitable manner and present a report regarding ice schedule to the Board at the AGM.
- (c) Reporting any discrepancies of ice times recommendations to resolve the matter to the President and/or Vice President.
- (d) Liaising with the OMHA/Southern Counties Director, Lambton/Middlesex League Director, Local Ice Convenor's, and the Referee in Chief.
- (e) Recommending policy to the Board regarding ice scheduling.
- (f) Collaborating with the Coach Coordinator Director to ensure appropriate teams receive more/less ice.
- (g) Creating seasonal ice schedules for tryouts, games, and practices.
- (h) Communication with coaches regarding extra ice when available so that ice doesn't go to waste/unused.
- (i) Creating communications for BMHA website and social media; and
- (j) Posting and sharing communication from Board Members.

#### 11.11 Referee and Timekeeper Director

The Referee/Timekeeper Director's duties shall include:

- (a) Scheduling referees and timekeepers.
- (b) Sending records of payment to the Treasurer.
- (c) Recruiting, training, monitoring, and evaluating the performance of timekeepers.
- (d) Ensuring refereeing and timekeeping complaints are addressed and solved in a timely fashion; and

- (e) Recommending policy to the Board regarding referees and timekeepers, including an estimation of fees.

11.12 OMHA/Rep League Director

The OMHA/Rep League Director's duties shall include:

- (a) Being the primary contact for and attending all meetings of the OMHA and/or Southern Counties.
- (b) Liaising between the OMHA and the BMHA Board.
- (c) Liaising between the Southern Counties and the BMHA Board.
- (d) Representing the interests of BMHA in all game scheduling.
- (e) Being the contact in all matters of discipline stemming from game play.
- (f) Ensuring that each Representative Team Coach has a copy of the OMHA rules and regulations.
- (g) Ensuring scores for all league games are reported.
- (h) Recommending policy to the Board regarding Representative League operations.
- (i) Issuing Representative Team travel permits as required for exhibition and tournament games.
- (j) Processing Permission to Skate Forms as required; and
- (k) Processing NRP passports as required.

11.13 Lambton/Middlesex League Director

The Lambton/Middlesex League Director's duties shall include:

- (a) Being the primary contact for and attending all meetings of the Lambton/Middlesex League.
- (b) Assisting the Registrar with registration of all BMHA players with Lambton/Middlesex League.
- (c) Representing the interests of BMHA in all game scheduling.
- (d) Being the contact in all matters of discipline stemming from game play.
- (e) Liaising between the Lambton/Middlesex League and the BMHA Board.
- (f) Ensuring that each Lambton/Middlesex League Team Coach has a copy of the OMHA rules and regulations.
- (g) Ensuring scores for all league games are reported; and
- (h) Recommending policy to the Board regarding Lambton/Middlesex League operations.

11.14 Coach Coordinator Director

The Coach Coordinator Director's duties shall include:

- (a) Gathering and reviewing all head coach applications for completeness.
- (b) Serving as Chair of the Coach Selection Committee and making recommendations to the Board for appointing a head coach for each team.
- (c) Preparing and delivering a Coaches meeting at the beginning of the season to review requirements and expectations.
- (d) Recommending to the Board the dismissal or reprimand of any coach, manager, or trainer.
- (e) Assisting in recruiting team officials (managers/trainers) for each team.
- (f) Ensuring all coaching staff have completed required certification and training, as set out by OMHA.
- (g) Acting as a resource and mentor coaching staff throughout the season.
- (h) Assisting as requested for the selection of Representative teams; and
- (i) Coordinating fair distribution of players for Local League teams.

11.15 Player Development Director

The Player Development Director's duties shall include:

- (a) Assessing and addressing the specific skill development needs of the Association.
- (b) Obtaining proposals from various skill and development agencies.
- (c) Working with the Ice and Website Director to obtain ice time for development sessions; and

- (d) Coordinating with the local associations' Player Development Coordinators to maximize value and player opportunities.

11.16 Canadian Hockey Initiation Program Director

The Canadian Hockey Initiation Program Director's duties shall include:

- (a) Chairing all program meetings.
- (b) Distributing information as required.
- (c) Organizing fair distribution of players for U5, U7, and U9.
- (d) Preparing schedules.
- (e) Organizing and purchasing year-end trophies for U5, U7, and U9 teams.

11.17 Communication Director

The Communication Director's duties shall include:

- (a) Consistently brainstorming new ideas and strategies to generate new followers.
- (b) Monitoring the BMHA Facebook presence to boost awareness.
- (c) Designing and maintaining social media and promoting material development; and
- (d) Contributing content for social media platforms.

11.18 Director at Large (Three)

The Director at Large's duties shall include:

- (a) Demonstrating a commitment to the BMHA consistent with its vision and mission as well as your fiduciary duty as a volunteer Director with a not-for-profit organization.
- (b) Attending Board meetings regularly.
- (c) Declaring any and all potential conflicts of interest to the Board.
- (d) Using your skills, knowledge, and expertise to actively contribute to Board discussions.
- (e) Participating on committees that enhance the work of the Board as a whole.
- (f) Exercising due diligence in making all decisions based on knowledge and fact.
- (g) Supporting the Directors of the Board.
- (h) Monitoring and reviewing all Board Policies and By-Laws and recommending changes to the Board; and
- (i) Assisting in developing and maintaining positive relations among the Board and committees.

## 12. EXECUTION OF DOCUMENTS

12.1 Execution of Documents

The Board may from time to time appoint any Director or Directors or any person or persons on behalf of the 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.

12.2 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.

## 13. FINANCIAL YEAR

- 13.1 The financial year of the Association shall terminate on the 30<sup>th</sup> day of June in each year.

## 14. BANKING ARRANGEMENTS

14.1 Banking Resolution

The Board shall designate, by resolution, the Directors and other persons authorized to transact the banking business of the Association. There are to be 6 directors authorized to be signing officers of the associations. The Treasurer shall be responsible to operate the accounts the association with a bank or Trust company and shall secure any funds, deposits, financial or bank account statements and cheque books in a proper and safe manner. Certain non-designated Directors may at the direction of the treasurer be required to deposit association funds into our accounts. Any and all payments, cheques, and withdrawals must be signed or authorized by 2 of the 6 designated signing officers. Financial and bank statements are to be reviewed and balanced monthly at the board meeting.

14.2 Deposit of Securities

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

15. NOTICE

15.1 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.

15.2 Omissions and Errors

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

15.3 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 posting notice at the Belmont Community Centre and other prominent places in the community.

16. PASSING AND AMENDING BY-LAWS

16.1 The Board and/or a member in good standing may recommend amendments to the By-Laws of the Association from time to time, to the Membership.

16.2 If the Board intends to discuss amendments of the By-Laws of the Association at a Board Meeting, notice of such intention shall be sent by the Secretary to each Director not less than five (5) days before such Meeting. Where such notice is not provided, any recommendation to amend the By-Laws may nevertheless be moved at the Meeting and discussion and voting thereon adjourned to the next Meeting for which notice of intention to pass or amend such By-Laws shall be given.

16.3 (a) A By-Law or an amendment to a By-Law recommended by the Board shall be presented for adoption at the next Annual General Meeting of the Members of the Association.

(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.

#### 17. REPEAL OF PRIOR BY-LAWS

##### 17.1 Repeal

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

##### 17.2 Proviso

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

#### 18. RULES OF PROCEDURE

18.1 The Rules contained in the most current edition of "Procedures for Meetings and Organizations" by M.K. Kerr and Hubert W. King shall govern the rules and procedures to be used in conducting the Meetings and affairs of the Association in all cases to which they are applicable, and in which they are not inconsistent with the By-Laws or other governing documents or laws affecting the Association.

#### 19. EFFECTIVE DATE

19.1 This By-Law shall come into force without further formality upon its enactment after approval by the Members of the Association as hereinbefore set out.

The foregoing By-Law No. 1 is hereby enacted, ratified, sanctioned, confirmed and approved without variation by the affirmative vote of the Members of the Association at a General Meeting of the Members of the Association duly called and held at the library in the village of Belmont, Ontario, and at which a quorum was present on the 13<sup>th</sup> day of April, 2011.

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Chair

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Secretary