

# Welland Minor Hockey Association

# BY-LAWS

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“Sport for the sports sake and the greatest number”

# BY-LAWS

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A by-law relating generally to the conduct of the affairs of the Welland Minor Hockey

Association is it enacted as a by-law of Welland Minor 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) "Association" means the Welland 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, c.38, and any other Statue amending or enacted in substitution therefore, from time to time;

(e) "Director" means an individual who has been elected to the Board of Directors for The Association;

(f) "Letters Patent" means the Letters Patent incorporating the Association, as from Time to time amended by Supplementary Letters Patent;

(g) "Officers" mean the individuals who hold the offices enumerated in Article 10;

(h) "OHF" means the Ontario Hockey Federation (or such name as the PHF 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.

**1.2** All teams 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 thereof.

**2.2** The head office of the Association shall be in the City of Welland, Regional Municipality of Niagara, Province of Ontario, as provided in the Letters Patent or As changed in accordance with the Corporations Act.

## **3. Mission Statement**

**3.1** The purpose of the Association is to organize, develop and promote minor hockey For the youth of the City of Welland and the Youth within its Regional “AAA” zone as Established by the OMHA, including:

- a) The opportunity for all Welland youth to participate in recreational house league ice Hockey;
- b) The development of and participation in competitive representative ice hockey for all Those who are eligible;
- c) To develop young players in hockey skilled development and hockey knowledge for Well organized hockey program that also emphasizes physical well being in an Atmosphere of fun and enjoyment through well documented seasonal plan, effective Teaching methods and effective use of time on and off ice;
- d) To develop a set of acceptable and moral values including behaviour on and off ice, Competition based on fair play and respect for authority and leadership; and

e) Sports for sports sake and the greatest number.

## **4. Affiliations**

**4.1** The Association shall be a member of the OMHA

## **5. Terms of Membership and Eligibility**

• There shall be three (3) classes of members in the WMHA

- 1) Active Members
- 2) Associate Members
- 3) Life Member

### **5.1. A Active members shall include the following:**

- Elected Directors or Officers
- Appointed Directors
- Convenors
- Coaches
- Managers
- Trainers
- Parent Reps
- Little NHL Committee
- Building Committee
- All registered players who are at least 18 years of age.

### **5.1. B Associate Members shall include the following:**

- Instructors

- On & off ice Officials
- Timekeepers

**5.1. C Life Member:** is anyone who has held a voting position for 10 or more years

- Board member

**5.2 Membership List:** The Secretary of the Association shall prepare a list of current Members, as at the 25th day of March in each year and such list of Members shall be Used to determine eligibility to attend and vote at the Annual General Meeting and any Other meetings of Members.

**5.3 Membership Year:** Unless otherwise determined by the Board, every Membership Shall commence on or after September 1 in each year, and shall lapse and terminate on **The 31st day of August the next day following that date is when such Membership commenced.**

**5.4 Termination:** Membership in the Association shall not be transferable and shall Terminate upon a Member no longer being considered part of the working personal or No longer considered a registered player who is at least 18 years of age, or upon a Member's death or of their resignation. Members may resign from the Association by submitting A resignation in writing addressed to the President of the Association.

**5.5 Membership fees:** Membership fees shall be established from time to time by Resolution of the Board

**5.6 Right to Vote:** All Active Members and life Member shall be entitled to notice of and to vote at all

Meetings of Members of the Association

**5.7 Record Date:** individuals who are Members of the Association on the 25th of March Of each year, are entitled to notice of and to vote at the next Annual General Meeting of

Members. Any individual who is not a Member as of March 25<sup>th</sup>, in advance of an Annual General Meeting, is not entitled to notice of or to vote at such Annual General Meeting For which the record date has been established.

## **6. Meetings of the Membership**

### **6.1 Annual General Meetings of Members**

The Annual general Meetings of Members shall be held within the last ten (10) DAYS OF May at a time, place and day determined by the Board, for the transaction of the Following business, to be set out in the agenda of such May General Meeting:

- a) Election of the New Board;
- b) Consideration of any proposed amendments to the Letters Patent or By-Laws of The Association;
- c) Approval of the minutes of the previous Annual general Meeting;
- d) Receiving reports of the activities of the Association during the preceding year;
- e) Receiving and approving the annual financial statements and the report of the Auditor of the Association
- f) Appointing the auditor for the ensuing year
- g) Transaction of any business which relates to the business of the Welland Minor Hockey Association for which a membership vote is required, and notice and Particulars of which are received by the Secretary of the Association in writing on Or before 6:00pm on the 15th day of April, immediately preceding the May General Meeting.

### **6.2 Additional general Meetings of Members**

In addition to the Annual General Meeting described in Article 6.1, 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.

### **6.3 Notice**

#### A) Annual General Meeting

Notice of the Annual General Meeting shall set out the agenda, including particulars Of any other business to come before the Annual General Meeting, the time and the Place of the Annual General Meeting, and such Notice shall be posted in all the City of Welland arenas at least 30 days prior to the date of such Annual General Meeting and shall be published at least twice in the Welland tribune not less than thirty (30) days prior to such Annual General Meeting

#### b) Additional General Meetings

Notice of any additional General Meetings of members of the Association shall be posted in all City of Welland arenas within at least fifteen (15) days prior to the date of such additional General Meeting and shall be published at least twice in the Welland Tribune not less that fifteen (15) days prior to such additional General Meeting.

#### c) Error or Omission of Notice

No inadvertent error or omission in giving notice of any Annual General meeting 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 any or all actions or proceedings taken at any such meeting.

### **6.4 Quorum:**

A Quorum for an Annual General Meeting or General Meeting shall be a minimum of 20 Member's eligible to vote and who are present in person.



No business shall be transacted in the absence of a quorum except to take measures to obtain a quorum to establish the time to which to adjourn to, or to take a recess.

## **6.5 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 a 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.

## **6.6 Adjournments:**

Any Meeting of the Members of the Association for which there is a quorum 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.

## **6.7 Chair:**

In the absence of the President and Vice-President, the Members entitled to vote and

present at any Meeting or Members 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.

## **6.8 No Proxies**

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

## **General Meeting.**

## **7. Board of Directors and Officers**

### **7.1 Composition**

(a) Eligibility of a Director and / or Officer

- Shall be eighteen (18) or more years of age;
- Shall be a Member of the Association at the time of his or her election or appointment
- 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 eighteen

(18) Directors, which consist of the following:

- President
- Past President
- First Vice President
- Second Vice President
- Third Vice President

- Treasurer
- Secretary
- Director of Tyke House League
- Director of Novice House League
- Director of Atom House League
- Director of Peewee House League
- Director of Bantam House League
- Director of Midget House League
- Director of Representative Hockey Operation
- Assistant Director of Rep Hockey – A Division
- Assistant Director of Rep Hockey – A Division
- Building Committee Chairperson
- Fundraising Chairperson

(c) Term of Office

The said Directors shall be elected at the Annual General Meeting for a term of one year.

(d) Change in the 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 the Corporations Act.

Referee in Chief

An official of Welland Minor Hockey Association may be appointed for the position of Referee in Chief, only if he or she possesses the following core competences:

- Must possess at the time of nomination, the minimum of a valid level

two referee certification

- Must have at the time of nomination, completed a minimum of two complete hockey seasons as a referee in good standing and be an active official within Welland Minor Hockey Association in good standing
- Must be bondable

In this section, “a referee in good standing” shall mean, a referee that has not been sanctioned by Welland Minor Hockey Association, any other recognized minor hockey association, or any recognized junior hockey association or the governing body of any recognized referee’s association, within two years of the date of appointment.

All qualified officials who wish to be considered for the appointed position of RIC, must notify the President in writing of their intentions prior to the first meeting of the new Executive Board.

If no qualified official is available for the position of RIC, the President may temporarily assign the position to any WMHA member until a qualified official can fill the vacancy.

## **Procedure for Election of Directors**

### **8.1 Nominations**

The Nominations and Elections Committee shall invite nominations to the Board of Directors from the Membership of the Association on or before February 28th in each year and shall supply and make available a nomination form to be completed by all nominees and two nominators who are Members of the Association, and such completed nomination form shall be delivered to the Secretary of the Association. Nomination forms nominating individuals for

election to the Board of Directors of the Association must be delivered to the Secretary of the Association on or before 6:00pm on the 15th day of April in each year, when nominations shall be deemed to be closed.

## **8.2 Election Procedures**

(a) The Chair of the Nominations and Elections Committee shall at the Annual General Meeting chair the election for Directors in accordance with the nominations filed. The election shall be by secret ballot and each Nominee shall be entitled to appoint two (2) representatives who must be members and whose duty it shall be to assist in the collections of votes and in the counting of the votes

(b) The Nominations and Election Committee shall prepare the ballots to be used for the voting and shall supervise the overall election of Directors.

## **8.3 Vacancies**

Any vacancy occurring on the Board, other than at the time of the Annual General Meeting, 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 Members of the Association for appointment to the vacancy on the Board, and the Board shall appoint a replacement Director within thirty (30) days after the Board position were vacated.

## **8.4 Termination**

(a) Removal of Director by Membership

Provided that notice specifying the intention to pass such resolution has been given with the notice of the meeting, eligible voting Members of the

Association, 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 / 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

(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.

## **9. Board Responsibilities**

### **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.

### **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

The President or a Vice President may call special Board Meetings in the absence of the President or on petition in writing to the Secretary signed by any three (3) Directors. Business transacted at a Special Board Meeting shall be limited to that specified in the notice calling the Meeting.

### **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.

### **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.

### **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.

### **Quorum:**

A Quorum for a Board Meeting shall be a majority of the Directors. No business of the Board shall be transacted in the absence of a quorum.

## **Voting Rights:**

Each Director shall be entitled to one (1) vote. The President shall have a second or casting vote in the event of a tie.

## **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 Meetings shall be sufficient evidence of the fact, without proof of the number or proportion of the votes record in favour or against such motion.

## **Remuneration**

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

Notwithstanding, the aforementioned Board may choose to pay an honorarium to any of all of the following Officers or appointed officials:

- Treasurer
- Referee in Chief
- Bingo Chairman
- Ice Allocator



- Timekeeper Chairman

## **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 a Director, the next Board Meeting held after the Director assumes the office.

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

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

(e) If a Director fails to make a declaration of interest in a contract or transaction or other matter in compliance with this Section, the Director

shall account to and reimburse the Association for all profits realized, directly or indirectly, from such contract or transaction or other matter

#### Indemnification of Directors:

Every Director of the Association and his or hers 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 an y action, suit or proceedings that is brought, commenced or prosecuted against him or her 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 or his or her office; and

(b) all other costs, charges and expenses that he or she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his or her own wilful neglect or default provide d 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 proceedings 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.

#### **Confidentiality:**

Every Director and Officer of the Association shall respect the confidentiality

of matters brought before the Board for consideration in camera.

## **10. Board Responsibilities**

### **10.1 Elected Officers:**

The Elected Officers of the Association shall be the President, the Past President, the First Vice-President, the Second Vice-President, the Third Vice-President, the Treasurer and the Secretary.

### **10.2 Eligibility for Office:**

(a) The President and three (3) Vice-Presidents must have served on the Board for at least one year prior to the election as an Officer and the President must have served as a Vice-President within a three year period before his election as President

(b) The Building Committee Chairman must have served for at least one (1) year prior to the election as a member of the Building Committee.

(c) The Director of Representative Hockey Operations must have served within a three (3) year period as a member of the REP Committee.

### **10.3 Term of Office:**

The elected Officers shall hold Office until the Annual General meeting held approximately one year after the Officers are elected.

### **10.4 Termination of Officers:**

(a) Removal for Cause:

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

(b) Resignation:

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

### **10.5 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.

The Board shall fill vacancies with respect to the other Directors for the balance of the unexpired terms from among those eligible to serve.

### **10.6 Responsibilities:**

#### **(a) President**

The President shall:

- Represent the Association in the Community
- Act as Chair of the Board, the Executive Committee and at all Meetings of the Membership of the Association;
- Exercise general supervision of the Association in accordance with Policies determined by the Board
- Be a Member of all committees and sub-committees of the Association, other than the Nominations and Elections Committee.
- Represent the Association at the AAA zone Board or delegate someone to represent Welland

The President may delegate the Vice-Presidents to represent him on the various Committees

**(b) The First Vice-President**

The First Vice-President shall:

- 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'
- Monitor adherence by the Board to all existing Policies of the Association and to inform the Board with respect to any inconsistencies between existing Policies of the Association and a proposed policy for the Association
- Be available to assist any Director requiring assistance in the completion of his or her functions;
- Recommend policy to the Board regarding the nomination and election of Directors of the Association and the organization and conduct of General Meetings of Members of the Association;
- Carry out such duties as are assigned by the Board, the Executive Committee or the President

**(c) Second Vice-President**

The Second Vice-President shall:

- The Second Vice-President shall in the absence of the First Vice-President in the case of his or her inability to act, perform all duties pertaining to the office of the First Vice-President as well as performing all duties delegated by the President

(d) Third Vice President

The Third Vice-President shall:

- The Third Vice-President shall, in the absence of the Second Vice-President in the case of his or her inability to act to perform all duties pertaining to the Office of the Second Vice-President as well as performing all duties delegated by the President.

**(e) Treasurer**

**The Treasurer shall:**

- Have charge of all books pertaining to the financial business of the Association, the seal or the stamp of the Association and all other books incidental to his or her office;
- Have care and custody of the funds of the Association, and deposit same in the name of the Association in such financial institutions as the Executive decides;
- Ensure adherence to and implementation of financial Policies in the financial administration of the Association
- Ensure the submission of the books of account to the Auditor of the Association at the end of the financial year and present the financial statements to the Membership at the Annual general Meeting of Members;
- Evaluate, review and recommend financial policy to the Executive Committee and to the Board of Directors;
- Carry out such duties as are assigned by the Board, the Executive Committee or the President;
- Sign all cheques and orders for payment of money and pay out and

dispose of same by cheque only on direction of the Executive. All cheques shall be countersigned by the President, and in his or her absence, the Secretary;

- Present a financial statement at each Executive Meeting and prepare an annual report for the Annual Meeting which her or she shall present at the said annual meeting; and
- In each year after his or her election prepare a budget on consultation with Executive and the budget shall be reviewed and approved by the Board of Directors.

#### **(f) Secretary**

##### **The Secretary shall:**

- Record the Minutes of General Meetings of Members, Board Meetings and Executive Committee Meetings and shall deliver these minutes and ensure that 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 Policies and procedures established by the Board or by the Members of the Association;
- Ensure the proper custody of the Associations corporate seal, corporate minutes and resolutions and other corporate records and documents;
- Be responsible for the receiving and distribution of all correspondence received or sent by the Association and all communications within the Association
- Recommend policy to the Board of Directors regarding internal and external communications of the Association; and

- Carry out other duties as are assigned by the Board, the Executive

## **Committee or the President.**

### **11. Committees of the Board**

#### **11.1 The following Committees shall be Standing Committees of the Board of Directors of the Association:**

- (a) Executive Committee
- (b) Finance Committee
- (c) Nominations and elections Committee
- (d) Registration Committee
- (e) House League Operations Committee
- (f) Representative Hockey Operations Committee
- (g) Building Committee
- (h) Bingo Committee
- (i) Little NHL Committee

#### **11.2 Executive Committee**

(a) The Executive Committee shall consist of the President, the Vice-Presidents, 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 compliance with all Policies of the Association.

(b) The Executive Committee shall:

- During the intervals between Board Meetings, take action in relation to any matter or any nature within the power and the authority of the Board, which requires immediate attention before



the date of the next Board Meeting. Such action shall not involve any change of policy or the authorization of unbudgeted expenditures, and any actions taken shall be submitted to the Board to ratification at the next Board Meeting

- Review recommendations and proposals prior to such recommendations or proposals being submitted to the Board for Resolution;
- Present a monthly report regarding the activities of the Executive Committee to the Board;
- Recommend policy to the Board regarding management and administrative issues related to the Association; and
- Deal with any other matters assigned to it by the Board or by the President.

### **11.3 Finance Committee**

(a) The Finance Committee shall be chaired by the Treasurer and shall consist of the Members of the Executive Committee, the Directors representing the various House League Operations and the Directors of Representative Hockey Operations.

(b) The Finance Committee shall:

- Prepare a budget for the Association not later than June 15th in the year, for the current fiscal year for submissions to the Board for approval;
- Liaise with all committees of the Board to receive estimates of revenues and expenditures for the next fiscal year of the Association for purposes of preparing the Budget;

- Recommend policy to the Board of regarding financial budgeting and planning for the Association and;
- Be responsible for the operations of all fundraising activities of the organization including bingo. The Committee shall be at liberty to appoint a general fund-raising sub-committee and appoint a Chair thereof.

### **11.4 Nominations and Elections Committee**

(a) The Nominations and Elections Committee shall be chaired by a member of the Association, recommended by the Executive Committee and confirmed by the Board and, in addition, shall consist of not fewer than three (3) and not more than five (5) Members.

(b) The Nominations and Elections Committee shall:

- Solicit nominations for each Board position which may be or is to become vacant including nominations of each Annual General Meeting
- Be responsible for Conducting the annual elections of Directors in accordance with the provisions contained in this By-Law; and
- Recommend policy to the Board regarding nominations and elections.

### **11.5 Registration Committee**

(a) The Registration Committee shall be chaired by a Director recommended by the Executive Committee and confirmed by the Board and, in addition, shall consist of not fewer than three (3) individuals who are Members of the Association.

(b) The Registration Committee shall:

- Recruit and train volunteers to perform the functions required for registration
- Establish registration forms and procedures;
- Conduct registration for all applicants eligible to participate in Association Ice Hockey Programs;
- Maintain a register of receipts regarding all registration fees received by the Association and to forward all monies promptly to the Treasurer for deposit to the credit of the Association;
- Maintain a current registration list of all players including mailing addresses, telephone numbers, and Parental / Guardian name(s);
- Supply to the Directors of Representative Hockey and to the Directors of the various House Leagues current registration information in a timely fashion;
- Ensure that all players are registered with the OMHA;
- Communicate any changes in registration immediately to such other Directors or other Individuals who are affected by such change; and
- Recommend policy to the Board regarding Registration

### **11.6 Representative Hockey Operations Committee**

(a) The Representative Hockey Operations Committee shall consist of the Director of Rep Hockey Operations and assistant Directors of Representative Hockey Operations and the first Vice-President. The Director of Representative Hockey Operations shall sit as Chair. The Chair may appoint other Members to sit on this Committee

(b) The Representative Hockey Operations Committee shall:

- Operate the Representative Hockey Programs pursuant to the Policies of the Association
- Establish the monitor Policies relating to Representative Hockey Operations provided that such Policies shall be and remain consistent with all other Policies of the Association, and shall be in accordance with the Operations Manual as established by Welland Minor Hockey;
- Recruit and train volunteers to perform the functions require to operate the Representative Hockey Operations;
- Represent and promote the interests of the Association in relations to any Representative Hockey involvement of the Association with any other local minor hockey associations or leagues;
- Recommend policy to the Board regarding Representative Hockey Operations and;
- Operate competitive teams at the “A” levels.

### **11.7 House League Hockey Operations Committee**

(a) The House League Operations Committee shall consist of the House League Directors elected by the Membership and the Second Vice-President shall sit as Chair of this Committee and this Chair may appoint other members to sit on the Committee if necessary.

(b) The House league operations Committee shall:

- Operate the House League Hockey Programs pursuant to the Policies of the Association;
- Establish and monitor Policies relating to House League Hockey operations provided that such Policies shall be and remain

consistent with all other Policies of the Association, and shall be in accordance with the Operations Manual as established by Welland Minor Hockey;

- Recruit and train volunteers to perform the functions required to operate the House League Hockey Operations;
- Represent and promote the interests of the Association in relation to any House League Hockey involvement of the Association with any other minor hockey associations or leagues; and
- Recommend policy to the Board regarding House League Hockey Operations

### **11.8 Building Committee**

(a) The Building Committee shall consist of the Building Committee Chairman and other Members as appointed by the said Chair.

(b) The Building Committee shall:

- Operate the Welland Minor Hockey House pursuant to the Policies of the Association
- Establish and monitor Policies relating to the Hockey House provided that such Policies shall be and remain consistent with all other Policies of the Association;
- Recruit and train volunteers to perform the functions required to operate the Welland Minor Hockey House;
- Represent and promote the interests of the Association in relation to any Welland Minor Hockey House involvement of the Association with any other local minor hockey associations or leagues;
- Recommend policy to the Board regarding the Welland Minor

Hockey House Operations;

- Maintain careful and prudent financial records with respect to the operation of the said Hockey House and at all times make the said records available to the Treasurer or his / her designate; and
- Report to the Board with respect to the operations of the said Hockey House

### **11.9 Bingo Committee**

(a) The Bingo Committee shall consist of a Bingo Chairman appointed by the Board and other members as appointed by the Board or said Chair.

(b) The Bingo Committee shall be responsible for:

- Operating the bingos allocated to Welland Minor Hockey Association
- Applying for said bingo licenses and for all reporting requirements required by any bingo licenses granted;
- Operating the actual bingos
- Appointing any necessary staff to operate the said bingos; and doing all that is necessary to ensure that Welland Minor Hockey operates the bingos

### **11.10 Little NHL Committee**

(a) The Little NHL Committee shall consist of the Little NHL Chairman to be appointed by the Board and all members as appointed by the said Chair or the Board.

(b) The Little NHL Committee shall:

- Operate the Little NHL Hockey Tournament in Welland during the March Break of each year and recruit any volunteers to perform the

functions required to operate the said tournament;

- Represent the promote the interests of the Association with respect to the Little NHL Hockey Tournament and recommend a policy to the Board regarding the Little NHL Tournament;
- Maintain careful and prudent financial records with respect to the operation of the said Tournament
- Report to the Bard with respect to the operations of the said tournament; and
- Adhere to all OMHA policies concerning tournaments and obtain all necessary permits required by the OMHA.

### **11.11 Standing Committee Procedure**

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

**(b) Meetings:**

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

**(c) Notice:**

- Notice of all meetings of Standing Committees shall be communicated to all Members of the standing committee at least seven (7) days prior to the Meeting, except that such notice may be waived by consent of all Members of the Standing Committee.

**( d) Quorum:**

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

**( e) Voting Rights**

- a. Each Member of a standing Committee present at a Meeting shall be entitled to one vote and in the case of a tie, the Chair shall have a second or casting vote.

**11.12 Sub Committee and Ad Hoc Committees**

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

**12. Execution of Documents**

**12.1 Execution of Documents:**

The Board may from time to time appoint any Officer or Officers 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. Notwithstanding the aforementioned all banking documents including the signing of cheques must bear at least two signatures. These signatures can be any two of the President, Treasurer or Secretary.

**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**

The Financial year of the Association shall terminate on the 31st day of March in each year.

### **14. Banking Arrangements**

#### **14.1 Banking Resolution**

The Board shall designate by resolution, the officers and other persons authorized to transact the banking business of the Association or any part thereof, with the bank, trust company or credit union, or other corporation carrying on a banking business that the Board has designated as the banker of the Association, the power to:

- Operate the accounts of the Association with a bank, trust company or credit union
- 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;
- Issue receipts for and orders relating to any property of the Association;
- Authorize any officer of the bank or trust company or credit union to do any act or thing on behalf of the Association to facilitate the business of the Association

### **15. Passing and Amending By-Laws**

**15.1 The Board may amend the By-Laws of the Association from time to time subject to the confirmation of the Membership at the annual meeting.**

**15.2 If the Board 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 ten (10) days prior to such meeting. Where such notice is not provided, any recommendation to amend the By-Laws may nevertheless be moved at the Meeting and discussion and voting thereon adjourned to the next Meeting for which written notice of intention to pass or amend such By-Law shall be given.

**15.3 A By-Law or an amendment** to a By-Law recommended by the Board

shall be presented for adoption at the next general Meeting of the Members of the Association. The Notice of such General Meeting shall refer to describe and explain the By-Law or amendment(s) to the By-Law to be presented at the Meeting of the Members

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 majority vote of the Members present at such General meeting.

The Members at the general Meeting of Members may confirm the proposed By-Law or amend by-Laws as presented or amend or reject the proposed By-Law or amended By-Law

## **16. Notice**

### **16.1 Computation of time:**

In computing the date when notice must be given under any provision of this

By-Law required a specific number of days notice of any Meeting or other event, the date of giving notice is included, unless otherwise provided

## **16.2 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.

## **16.3 Method of giving Notice:**

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

## **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 or thing done pursuant to any such repealed by-law

## **18. Rules of Procedure**

### **18.1 The rules contained in the most current edition of “Concise 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 inconsistent with the Bylaws of other governing documents or laws affecting the Association.

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 in the City of Welland, Ontario and at which a quorum was present on the 25th day of May, 2001.

Amended May 2006: Referee in Chief

Amended May 2008: Article 5 & 5.1, 7.2, Referee in Chief clause, 10.2

Amended May 2011:

- Clause, 5. Terms of Membership and Eligibility added life member 5.1.c and added life member to 5.6. right to vote

- Clause 6.4 Quorum reduce size of quorum from 25 to 20 and remove reference to Proxy vote
- Clause 7.1 Composition remove the AAA Director and made one more Assistant Director of Rep Hockey – A Division
- Clause 10.6 A President: Added Represent the Association at the AAA zone Board or delegate someone to represent Welland.
- Clause 11.6 B Removed AAA Operate competitive teams at the “A” levels.