

CENTRAL PERTH MINOR HOCKEY ASSOCIATION

PRESIDENT CENTERED CONSTITUTION PROPOSAL Number One

GUIDELINES FOR MEMBERS

May 2019

Central Perth Minor Hockey Association

CENTRAL PERTH MINOR HOCKEY ASSOCIATION

Constitution Number One

CENTRAL PERTH MINOR HOCKEY ASSOCIATION

CONSTITUTION

CONTENTS

1.	Definitions	Page 4
2.	Boundaries	Page 5
3.	Mission of the Association	Page 5
4.	Affiliations	Page 5
5.	Classes of Membership	Page 5
6.	Terms of Membership and Eligibility	Page 5
7.	Meetings of the Membership	Page 7
8.	Board of Directors	Page 9
9.	Procedure for Elections of Directors	Page 10
10.	Board Responsibilities	Page 11
11.	Directors & Responsibilities	Page 13
12.	Committees of the Board	Page 18
13.	Execution of Documents	Page 200
14.	Financial Year	Page 21
15.	Banking Arrangements	Page 21
16.	Borrowing by the Association	Page 21
17.	Notice	Page 22
18.	Passing and Amending the Constitution	Page 22
19.	Repeal of Prior Constitutions	Page 23
20.	Rules of Procedure	Page 233
21.	Effective Date	Page 24

CENTRAL PERTH MINOR HOCKEY ASSOCIATION

1. DEFINITIONS

- 1.1 In this constitution and all other Rules and Resolutions of the Association, unless the context otherwise requires:
- a) "Association" means Central Perth 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) "Director" means an individual who has been elected to the Board of Directors of the Association;
 - d) "HC" means the Hockey Canada (or such other name as the HC may in the future legally adopt);
 - e) "OHF" means the Ontario Hockey Federation (or such other name as the OHF may in the future legally adopt);
 - f) "OMHA" means Ontario Minor Hockey Association (or such other name as the OMHA may in the future legally adopt);
 - g) "WOAA" means Western Ontario Athletic Association;
 - h) "OWHA" means Ontario Women's Hockey Association;
 - i) "CPMHA" means Central Perth Minor Hockey Association;
 - j) "MMHA" means Milverton Minor Hockey Association;
 - k) "ELMHA" means Elma Logan Minor Hockey Association"
 - l) "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.
 - m) "Members" means all classes of membership in the Association as provided for in section 5.
 - n) "Members in Good Standing" means that all registration and other fees are paid up to date, there are no outstanding association applied sanctions or disciplinary actions, all association equipment has been returned in same condition as given and the member has no legal actions against the association.

2. BOUNDARIES

- 2.1 The Boundaries of the area of governance will be as follows:
-CPMHA centre point is Line 60, Road 164, North Perth

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 Villages of Milverton, Monkton, and surrounding areas:
- a) the opportunity for all eligible individuals to participate in recreational 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 the highest competitive level;
 - c) to instil in all players, coaches, managers, trainers and members associated with the CPMHA 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 accretions of the Association shall be used solely for the purposes of the Association and for the promotion of its objects.

4. AFFILIATIONS

- 4.1 The Association shall have the following affiliations:
- (a) The Association shall be a member of the OMHA; and,
 - (b) The Association shall be a member of the WOAA; and,
 - (c) The Association shall be a member of the OWHA

5. CLASSES OF MEMBERSHIP

- 5.1 There shall be two (2) Classes of Membership in the Association:
- (a) Active Membership;
 - (b) Parent/Guardian 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 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. Votes will be limited to two (2) per family, as per listed on registration forms.

6.2 One Person – One Class of Membership :

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

6.3 Membership List:

Subject to Section 6.6 herein, the Secretary of the Board shall prepare and maintain a list of current Active Members, and Parent/Guardian 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.

6.2 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 next following the date on which such Membership commenced.

6.3 Termination

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

concerned shall be invited to attend the meeting and to explain their positions before the vote is taken.

6.4 Membership Fees

Registration fees shall be established 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.

6.5 Right to Vote

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

6.6 Record Date

Individuals, who are Members of the Association at least 30 days in advance of any General Meeting of the Members of the Association, are entitled to notice of and to vote at such General Meeting of Members. Any individual who is not a Member at least 30 days in advance of a General Meeting is not entitled to notice of or to vote at such General Meeting for which the record date has been established.

7. MEETINGS OF THE MEMBERSHIP

7.1 Annual General Meeting of Members

The Annual General Meeting shall be held each year on or about the 1st of June, at a time, place and day determined by the Board, for the transaction of at least the following business, to be set out in the agenda of such Annual General Meeting;

- a) approval of the 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 information regarding the planned activities of the Association for the current year;
- e) receiving and approving the report of the Treasurer of the Association from the previous year and a projected financial position for the current year;
- f) consideration of any proposed amendments to the Constitution 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 6:00 p.m. on May 25th, immediately preceding the Annual General Meeting;
- h) election the new Board.

7.2 Additional General Meetings of Members

In addition to the Annual General Meeting and the April 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 on or about the 1st of June 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 shall be communicated to all Members at the last known address recorded for such Members in the records of the Association. Such notice shall be posted in all Association Arenas at least thirty (30) days prior to the date of the Meeting.

b) Additional General Meetings of the Membership:

Notice of any Additional General Meetings of the Membership shall be communicated to all Members at the last known address recorded in the records of the Association. Such notice shall be posted in all Association Arenas within at least fifteen (15) days prior to the date of the Meeting.

c) Error or Omission in Notice:

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

7.4 Quorum

A quorum for an Annual General Meeting or General Meeting shall be a minimum of 10 Members eligible to vote and present in person. No business shall be transacted in the absence of a quorum except to take measures to obtain a quorum, to establish the time to which 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 constitution 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 Additional General Meetings and Annual General Meetings of the Membership in order to exercise their voting rights in relation to

matters coming before an Additional General Meeting or an Annual General Meeting of the Membership.

7.7 Adjournments

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

7.8 Chair:

In the absence of the President 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 not be an undischarged bankrupt or of unsound mind;
- iii) shall be a Member of the Association at the time of his or her election or appointment;
- iv) shall remain a Member of the Association throughout his or her term of office.

b) Number of Directors:

The affairs of the Association shall be managed by a Board, which consists of eight (8) elected Directors and eight (8) appointed Directors (Competency Based).

c) Term of Office:

- i) the Directors shall be eligible to be elected or appointed for four (4) consecutive terms of one (1) year each and shall not be eligible for election or appointment to the same Director position for a fifth (5th) consecutive one (1) year term.
- ii) the term of all incumbent Directors at the date of adoption of this Constitution shall expire and terminate by special resolution of the Board following the Annual General Meeting prior to June 30th 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.

9. PROCEDURE FOR ELECTION OF DIRECTORS

9.1 Nominations:

The election of Directors shall take place at the Annual General Meeting of the Membership. No election or appointment of a Board Member is effective without consent given in writing prior to the election or appointment. Nomination Forms for the Board shall be available each year from the Secretary by January 31st. A Nomination Form must be completed by all nominees and two (2) nominators who are Members of the Association. Such completed form must be delivered to the Secretary prior to the election.

9.2 Board Positions:

To be decided by the elected Directors.

9.3 The Board shall consist of the following;

- a) Past President - (immediate appointed)
- b) President - Elected
- c) Vice President - Elected
- d) Treasurer - Appointed
- e) Secretary - Elected
- f) Town Contact Co Ed Hockey - Appointed
- g) Town Contact Girls Hockey - Appointed
- h) Director of Fundraising - Elected
- i) Registration Director - Elected
- j) Risk Management Director - Appointed
- k) Technical Director - Appointed
- l) Ice Coordinator – Appointed
- m) Equipment Director – Appointed
- n) Director –Elected
- o) Director –Elected
- p) Director -Elected

9.4 Election Procedures:

The Chair of the Nominations and Elections Committee shall post in all Association arenas a listing of all individuals who have been nominated for election to the Board on or before the fifteenth (15th) day of March in each year. Such listing shall identify what position each nominee is seeking election for.

There will be no nominations taken from the floor at the AGM, unless positions are required to be filled, and no intentions/applications have been accepted in advance (as above).

9.5 Vacancies:

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

9.6 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 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 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.

(b) Absenteeism

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.

(c) 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, Constitution and Policies of the Association, Rules of Operation and all applicable laws and regulations.

10.2 Board Meetings

(a) Regular Board Meetings

Meeting will be held at a mutually agreed upon location as scheduled one meeting in advance. 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 a Vice-President in the absence of the President. 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 of any such adjournment.

10.6 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.

10.7 Voting Rights

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

10.8 Voting Procedures

A majority of votes of the Directors present at a Board Meeting shall decide every question. Every question shall be decided in the first instance by a show of hands and, unless a secret ballot is demanded by a Director present, a declaration by the President 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

Unless otherwise stated herein, a Director 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 or remuneration of employees, appointments, and for the reimbursement of Directors for reasonable expenses incurred in the performance of their duties as Directors of the Association (i.e. Phone, accommodations, meals, gasoline, printing, photocopying, etc.)

Notwithstanding, the aforementioned, the Board of Directors may choose to pay an Honorarium to any of the following Directors or appointed officials to compensate for an excessive work load and long hours of sacrificing personal and family time in the service of the Association.

- Treasurer
- Referee in Chief
- Ice Coordinator

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 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 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, 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 will 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.

10.13 Rules of Operation

Notwithstanding any other provision contained in this Constitution, the Board shall have the power to pass without any confirmation or ratification by the members of the Executive all necessary rules and regulations as they deem expedient related in any way to the operations of the Association, including, without limitation, the conduct of its members, member teams and guests, provided such rules and regulations are not otherwise inconsistent with the Association or this Constitution. Such prescribed rules and regulations shall have force and effect until the next AGM when they shall be confirmed. In the event of default of confirmation at such AGM the regulations shall, at and from that time, cease to have force and effect.

11. DIRECTORS & RESPONSIBILITIES OF DIRECTORS

11.1 Elected/Appointed Directors:

- a) The Elected Directors shall be the President, Vice-President, Secretary, Registration Director, Director of Fundraising and 3 Director (at Large positions).
- b) The Appointed Directors shall be the Past President, Treasurer, Town Contact Co-Ed Hockey, Town Contact for Female Hockey, Risk Management Director, the Technical Director, the Ice Coordinator, the Equipment Director and shall be appointed following the Annual General Meeting.
- (c) A Director shall not hold more than one Office,

11.2 Eligibility for Office:

- a) The President and Vice President should have served on the Board for at least two (2) years immediately prior to election to either of these positions.
- b) The Association shall endeavour to appoint as Treasurer a Director who has employment experience and skills in accounting procedures.

11.3 Term of Office

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

11.4 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.

(b) Resignation

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

11.5 Vacancies in Office

If a vacancy occurs in any Office, or if for any reason a Director 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 Director from among the current Board of Directors.

- (a) The Board shall fill vacancies in other Offices for the balance of the unexpired terms from among those eligible to serve.

11.6 Responsibilities of Directors

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;

- iii) exercise general supervision of the Association in accordance with Policies determined by the Board;
- iv) be a non-voting Member of all committees and sub-committees of the Association;
- v) report regularly to the Board on matters of interest;
- vi) delegate tasks as necessary.

b) Vice President:

The Vice-President shall:

- i) assume the duties of the President in the absence for any reason of the President;
- ii) monitor adherence by the Board to all existing Policies and inform the Board with respect to any inconsistencies between existing Policies and a proposed policy;
- iii) be available to assist any Director requiring assistance in the completion of his or her functions;
- iv) carry out duties as assigned by the Board, the Executive Committee or the President;
- v) ensure all members are aware of the proper protocol for dealing with any complaints/procedures as outlined in the Code of Conduct.
- vi) present a report to the executive as required.
- vii) ensure each family is provided with a Code of Conduct and any guidelines regarding the Central Perth Minor Hockey Association.

c) Treasurer:

The Treasurer shall:

- i) ensure adherence to and implementation of financial Policies in the financial administration of the Association;
- ii) present a report of the previous year and a projected financial position for the current year to the Membership at the Annual General Meeting;
- iii) evaluate, review and recommend financial policy to the Executive Committee and to the Board;
- iv) prepare a budget for the upcoming year;
- v) ensure that all necessary and appropriate insurance has been purchased;
- vi) carry out duties assigned by the Board, the Executive Committee or the President.

d) Secretary:

The Secretary shall:

- i) record or delegate the recording of the minutes of General Meetings of the Membership, Board Meetings and Executive Committee Meetings and ensure that Association records are regularly and properly kept in accordance with the Constitution and the Policies and Procedures established by the Board or by the Membership;
- ii) be responsible for receiving and distributing all correspondence received or sent by the Association and all communications within the Association;
- iii) recommend policy to the Board regarding internal and external communications of the Association;
- iv) maintain the membership list referred to in Section 6.2;
- v) carry out duties as assigned by the Board, the Executive Committee or the President.

e) Risk Management Director:

The Risk Management Director shall:

- i) carry out voluntary screening as per policy and guidelines;
- ii) establish and maintain procedures with respect to clearance, of all volunteers and enforce all OMHA Risk Management Programs;
- iii) maintain a list of certified coaches, trainers, and Prevention registrations and expiration dates;
- iv) carry out duties as assigned by the board, Executive Committee or the President.

f) Past President:

The Past President shall:

- i) chair the Nominations and Elections Committee;
- ii) be available to assist any Director requiring assistance in the completion of his or her functions;
- iii) carry out other duties as assigned by the Board, Executive Committee, or the President.

g) Director of Fundraising

The Director of Fundraising Shall:

- i) chair sponsorship and fundraising committee
- ii) carry out duties as assigned by the Board, Executive Committee, or the President.

h) Town Contact of Co-Ed Hockey

The Town Contact Shall;

- i) monitor adherence by the Board to all existing Policies and inform the board with respect to any inconsistencies between existing Policies and proposed policy;
- ii) be available to assist any Director requiring assistance in the completion of his or her functions;
- iii) be the primary contact for OMHA an WOAA;
- iv) ensure that all players are registered with the OMHA;
- v) carry out duties as assigned by the Board, the Executive Committee or the President

i) Town Contact of Women's Hockey

The Town Contact for Women's Hockey shall:

- i) monitor adherence by the Board to all existing Policies and inform the Board with respect to any inconsistencies between Policies and proposed policy;
- ii) be available to assist any women's team staff requiring assistance in completion of his or her functions;
- iii) be the primary contact for OWHA and WOAA for women's hockey'
- iv) ensure all members are registered with OWHA
- v) carry out duties as assigned by the Board, the Executive Committee or the President

j) Referee In Chief:

The Referee In-Chief shall:

- i) ensure there are enough referees in place to officiate all games;
- ii) liaison with the Technical Director and Treasurer to estimate fees for the upcoming year;
- iii) ensure refereeing complaints are addressed and solved in a timely fashion;
- iv) recruit, train, monitor and evaluate performance of referees;
- v) schedule referees maintaining accurate records for payment;
- vi) carry out other duties as assigned by the Board, Executive Committee, or the President.

k) Technical Director:

The Technical Director:

- i) Co-ordinate Development Clinics i.e. goaltending clinics;
- ii) recruit and train volunteers to perform the functions required for technical development;
- iii) liaise with the Referee In Chief;
- iv) liaise with the OMHA concerning the coach mentor program;
- v) liaise with the coaches and team management for the purposes of establishing, implementing and evaluating on ice and off ice technical development programs
- vi) oversee Affiliation process between coaches
- vii) carry out other duties as assigned by the Board, Executive Committee, or the President.

l) Ice Coordinator

The Ice Coordinator shall:

- i) evaluate, review and recommend Ice Scheduling "Rules of Operation" to the Executive Committee and to Board of Directors.
- ii) estimate and submit the ice requirements of the Association to local Recreation Board(s) each year for the following hockey season;
- iii) schedule allotted team ice times;
- iv) be official contact with Township of Perth East Recreation Department and Municipality of North Perth Recreation Department
- v) be responsible for submitting an Ice Scheduling Report at the Annual General Meeting
- vi) prepare and present a monthly report at the Executive meeting on Ice Scheduling status and needs;
- vii) carry out duties as assigned by the Executive, The Executive Committee or the President.

m) Equipment Director

The Equipment Director shall:

- i) maintain an inventory of all equipment owned by the Association;
- ii) solicit bids and purchase hockey equipment as required;
- iii) maintain and repair equipment owned by the Association as deemed necessary
- iv) submit to the Executive each year an estimate of the equipment expenditures for the next fiscal year of the Association;
- v) present a report regarding purchasing of equipment to the board;

- vii) recommend policy to the Board regarding purchasing of equipment

n) Registration Director

The Registration Director 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 by the Association and 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 and e-mail addresses, telephone numbers and Parent/Guardian name(s);
- vi) communicate any changes in registration immediately to Directors or other individuals who are affected by such change;
- vii) present a report regarding Registration Operations to the Board;
- viii) recommend policy to the Board regarding registration.

12. COMMITTEES OF THE BOARD

12.1 Standing Committees:

The following committees shall be Standing Committees of the Board:

- a) Executive Committee;
- b) Sponsorship and Fundraising Committee
- c) Nominations and Elections Committee
- d) Coaches Committee

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

12.3 Executive Committee:

- a) The Executive Committee shall be chaired by the President, and shall consist of the Vice-President, the Secretary, the Risk Management Director, the Treasurer, the Past President, Town Contact of Co-Ed Hockey, Town Contact of Women's Hockey and the Registration Director 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 the Board Meetings, take action in relation to any matter of any nature within the power and the authority of the Board, which requires immediate attention before the date of the next Board Meeting. Such action shall not involve any change of policy or the authorization of unbudgeted expenditures, and any action taken shall be submitted to the Board for ratification at the next

- Board Meeting;
- ii) review recommendations and proposals prior to such recommendations or proposals being submitted to the Board for Resolution;
 - iii) present a report regarding the activities of the Executive Committee to the Board;
 - iv) submit to the Treasurer an estimate of revenues and expenditures of the Executive Committee for the next fiscal year of the Association;
 - v) recommend policy to the Board regarding management and administrative issues related to the Association;
 - vi) deal with any other matters assigned to it by the Board or by the President.

12.4 Sponsorship and Fundraising Committee:

- a) The Sponsorship and Fundraising Committee shall be chaired by the Director of Fundraising and shall consist of at least two (2) other members of the membership.
- b) The Sponsorship and Fundraising Committee shall:
 - i) recruit and train volunteers to perform the functions required for sponsorship and fundraising for the Association;
 - ii) set up an accurate recording system covering income and disbursements relating to sponsorship and fundraising for delivery to the Treasurer;
 - iii) actively pursue new sponsorship and fundraising projects;
 - iv) manage and supervise current sponsorship and fundraising endeavours;
 - v) present a report regarding sponsorship and fundraising to the Board;
 - vi) recommend policy to the Board regarding sponsorship and fundraising.

12.5 Nominations and Elections Committee

- a) The Nominations and Elections Committee shall be chaired by the Past President and shall consist of two other members of the board.
- b) The Nominations and Elections Committee shall:
 - i) solicit nominations for each Board position, which is to become vacant including nominations for each Annual General Meeting;
 - ii) be responsible for conducting the annual election of Directors in accordance with the provisions contained in this constitution;
 - iii) present a report regarding Nominations and Elections to the Board;
 - iv) recommend policy to the Board regarding Nominations and Elections.

12.6 Coaches Committee

- a) The Coaches Committee shall be chaired by the Technical Director and shall consist of at least two (2) other members.
- b) The Coaches Committee shall:
 - i) be responsible for soliciting and interviewing perspective coaches;
 - ii) present recommendations of head coaches to the Executive for approval;
 - iii) review coaching staff and present to the Executive for approval;
 - iv) be responsible for conducting coaches meeting(s);
 - v) responsible for dealing with issues of coaches conduct;
 - vi) be responsible for any extra on ice activities the committee brings to or is instructed to bring to the Executive i.e. goalie schools, coaches clinics.

12.7 Standing Committee Procedure

- (a) All Standing Committees shall comply with the Constitution, 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 HC, the OHF, OMHA, the WOAA, the OWHA, and, if applicable, any other hockey organizations with which Association teams are participating.
- (b) Meetings:

Each Standing Committee shall meet at the call of the Chair.
- (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:

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

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

12.8 Sub-Committees and Ad Hoc Committees

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

13. EXECUTION OF DOCUMENTS

13.1 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.

13.2 Books and Records:

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

14. FINANCIAL YEAR

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

15. BANKING ARRANGEMENTS

15.1 Banking Resolution:

The Board shall designate, by resolution, the Directors and other persons authorized to transact the banking business of the Association, or any part thereof, with the bank, trust company, or other corporation carrying on a banking business that the Board has designated as the 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.
- (e) all cheques for the association must be signed by 1) the Treasurer and 2) the President or Vice President.

15.2 Deposit of Securities

The securities of the Association shall be deposited for safekeeping with one or more banks, trust companies or other place or places of safekeeping to be selected by the Board. 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.

16. BORROWING BY THE ASSOCIATION

16.1 Borrowing Power:

Subject to the limitations set out in the Constitution or Policies of the Association, the Board may by Resolution authorize the Association to:

- (a) borrow money on the credit of the Association for capital expenditures (i.e. land, buildings);
- (b) issue, sell or pledge securities of the Association; or
- (c) charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Association, including book debts, rights, powers, 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 Board may authorize any Director 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 Board 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 Constitution requiring a specified number of days' notice of any Meeting or other event, the date of giving the notice is included, unless otherwise provided.

17.2 Omissions and Errors:

The accidental omission to give notice of any Meeting of the Board or Members or the non-receipt of any notice by any Director or Member or by the auditor of the 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.

17.3 Method of Giving Notice:

Whenever under the provisions of this Constitution of the Association, notice is required to be given, such notice may be given either personally or by telephone or by email or by depositing same in a post office or a public letter box, in a postage paid sealed envelope addressed to the Director, 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 letter box as aforesaid. For the purposes of sending any notice, the address of any Member, Director or Officer shall be his or her last address in the records of the Association.

18. PASSING AND AMENDING THE CONSTITUTION

18.1 The Board and a member in good standing may recommend amendments to the Constitution of the Association from time to time, to the Membership.

18.2 If the Board intends to discuss amendment of the Constitution 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 before such Meeting. Where such notice is not provided, any recommendation to amend the Constitution 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

Constitution shall be given.

- 18.3 (a) A Constitution or an amendment to a Constitution recommended by the Board shall be presented for adoption at the next Annual General Meeting of the Members of the Association. The notice of such Annual General Meeting shall refer to, describe and explain the Constitution or amendment(s) to the Constitution to be presented at the Meeting of the Members.
- (b) A motion to amend the Constitution 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 Constitution or amended Constitution as presented or amend or reject the proposed Constitution or amended Constitution.
- (d) Any Amendment to the Constitution by a member must be in writing, signed by a member in good standing and received by the Secretary of the Association 30 days prior to the Annual General Meeting.
- (e) All members in good standing shall have access to any proposed amendments to the Constitution, seven (7) days prior to the Annual General Meeting at a place as stated in the original meeting notice.

19. REPEAL OF PRIOR CONSTITUTIONS

19.1 Repeal:

All prior Constitutions of the Association, including the document entitled the "Constitution" of the Association are hereby repealed.

19.2 Proviso:

The repeal of all prior Constitutions of the Association shall not impair in any way the validity of any act or thing done pursuant to any such repealed constitution.


20. RULES OF PROCEDURE

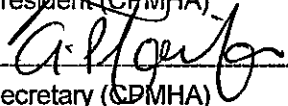
- 20.1 The Rules contained in the most current edition of "Procedures for Meetings and Organizations" by M.K. Kerr and Hubert W. King shall govern the rules and procedures to be used in conducting the Meetings and affairs of the Association in all cases to which they are applicable, and in which they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

21. EFFECTIVE DATE

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

The foregoing Constitution No. 1 is hereby enacted, ratified, sanctioned, confirmed and approved without variation by the affirmative vote of the Members of Central Perth Minor Hockey Association at a General Meeting of the Members of the Association duly called and held at a mutually agreed upon time and place at which a quorum was present on the 14th day of May, 2019



President (CPMHA)


Secretary (CPMHA)