

Kawartha Minor Hockey Association

Constitution and By-Laws

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Kawartha Minor Hockey Association
Constitution and By-Laws Table of Contents

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Kawartha Minor Hockey Association

By-Law No.1

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

BE IT ENACTED as a by-law of Kawartha 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 Kawartha Minor Hockey Association (or such name as the Association may in the future legally adopt);
 - (b) “Board” means the Board of Directors of the Association;
 - (c) “HC” means Hockey Canada (or such name as the HC may in the future legally adopt);
 - (d) “Corporations Act” means the Corporations Act R.S.O. 1990, Chapter 38, and any statute amending or enacted in substitution therefore, from time to time;
 - (e) “Director” means an individual who has been elected to the Board of Directors of the Association;
 - (f) “Letters Patent” means the Letters Patent incorporating the Association, as from time to time amended by Supplementary Letters Patent;
 - (g) “Officers” means the individuals who hold the offices enumerated in Article 11;
 - (h) “OHF” means the Ontario Hockey Federation (or such name as the OHF may in the future legally adopt);
 - (i) “OMHA” means the Ontario Minor Hockey Association (or such name as the OMHA may in the future legally adopt);
 - (j) “Policies” means written statements governing issues affecting the affairs of the Association, which have been concerned and approved by the Board of Directors of the Association;
 - (k) “KMHA” means Kawartha Minor Hockey Association;
 - (l) “Members” means all classes of the membership in the Association as provided for in section 5;
 - (m) “TC” means Three County Minor Hockey Association (or such name as the TC may in the future legally adopt);
- 1.2 All terms defined in the Corporations Act have the same meaning in this By-Law and all other By-Laws and Resolutions of the Association.

2. Registered Office and Seal

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

3. Mission of the Association

- 3.1 The purpose of the Association is to organize, develop and promote minor ice hockey for the youth of the area encompassing the previous Ops Minor Hockey Association and the previous Emily Omemee Minor Hockey Association including:
 - (a) the opportunity for all eligible individuals to participate in recreational local league ice hockey, and to provide community based programs, which will allow a player to participate in an environment for fun, physical exercise and fair play;
 - (b) the development of the eligible individuals to participate in representative ice hockey and provide the opportunity to participate at the highest competitive level;
 - (c) to instill in all players, coaches, managers and members associated with the KMHA good sportsmanship, correct and proper behavior 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 purpose 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, Three County Hockey League, and any other association that the elected members of the KMHA executive may deem appropriate.
 - (b) the Association shall operate in cooperation with the Recreation and Parks Department of the City of Kawartha Lakes.

5. Classes of Membership

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

6. Terms of the Membership and Eligibility

6.1 Terms of Eligibility:

All members must abide by the KMHA Code of Conduct.

- (a) Active Membership: Active Membership shall include all elected or appointed Chairs or officials, and all conveners, coaches, managers and trainers appointed for the current season, and all registered players who are at least 18 years of age. Members in this classification will be allowed one vote per person and may attend membership meetings and, by invitation, meetings of the Board and Committees of the Association.
- (b) Parent /Guardian Membership: Parent/Guardian members shall include all parents and or legal guardian of the 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.
- (c) Honorary Lifetime Membership: Honorary Lifetime Membership may be granted to an individual who has rendered extraordinary and distinguished services to the Association. Individuals may be nominated to be Honorary Lifetime Members by any member of the Association and the granting of Honorary Lifetime Membership must be confirmed by a majority vote of the Board of Directors

Honorary Members will have no vote but may attend members meetings and by invitation, meetings of the Board and Committees of KMHA.

6.2 Membership Year:

Unless otherwise determined by the Board, every Membership, other than Honorary Lifetime Memberships shall commence on or after September 1 in each year, and shall lapse and terminate on the 31st day of August 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 members 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, unless otherwise agreed by the Board 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) The Association shall follow the Dispute Resolution Process as outlined in the OMHA Risk Management Policy. 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 the 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:

Each member of the Association who actively participates as a player shall pay registration fees as shall be established by the Board. No Association member will be allowed on the ice until his/her registration fees are paid in full or acceptable arrangements have been made with the Registration Officer and Treasurer. Any player that has paid, but not set foot on the ice a full refund is available before October 1. Any player that has set foot on the ice, in case of voluntary withdrawal, will receive a refund less \$50 fee prior to November 1. After November 1, refunds will only be given by board approval less a \$50 administration fee.) All refund requests are to be made in writing to KMHA Treasurer. In case of a player being forced to resign due to illness or injury, the current executive committee will determine the amount of the refund depending on the circumstances. Any further fundraising fees are non-refundable, as soon as a player has participated in three skates with a team. Refunds will not be made if a player is currently under suspension or is awaiting disciplinary action by the Executive or an Association league (Three County/OMHA).

6.5 Right to Vote:

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

6.6 Record Date:

Individuals, who are Members of the Association at least 35 days in advance of any General Meeting of the Members of the Association, are entitled to notice of and to vote at such General Meeting of Members. Any individual who is not a Member at least 35 days in advance of a General Meeting is not entitled to notice of or 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 in the SPRING, 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 Annual General 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) receive and approve the Financial Report from the previous year – this could be a Review Engagement Report or simply financial information prepared by the Association Treasurer – depending on motion made at the previous year AGM;
- (f) appointment of the Public Accounting Firm to conduct the engagement for the upcoming season be made;
- (g) consideration of any proposed amendments to the Letters Patent or By-Laws of the Association;
- (h) 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, at least 48 hours prior to the Annual General Meeting;
- (i) election of the new board.
- (j) Receive and approving a Projected Financial Report for the current year
- (k) Provided annual revenue is less than \$500,000 and any once source of income is less than \$10,000 as a donation or a gift from non members, directors or officers and/or grants or similar assistants from a government agency , consideration be given, via resolution as to whether a Review Engagement is required for the upcoming season.

7.2 Additional General Meetings and Members

In addition to the Annual General Meeting described in Article 7.1, a General Meeting of the Membership may be called at any time by a Resolution of the Board. The business to be transacted at a General Meeting shall be limited to that specified in the notice calling the General Meeting.

7.3 Notice

(a) Annual General Meeting:

Notice of the Annual General Meeting to be held in the SPRING 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 mailed, posted or emailed to the Members at the last known address record 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 and Membership:

Notice of any Additional General Meetings of the Membership shall be mailed, posted or emailed 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 to 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 a 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 14 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 quorum, to establish the time to which to adjourn, or to take a recess.

7.5 Voting Procedures

- (a) A majority of votes cast by Members entitled to vote, unless otherwise required by the Corporations Act or by the By-Laws of the Association, shall decide every question proposed for consideration at Meetings of the Membership;
- (b) The chair presiding at the 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 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 favor 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 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 un-discharged bankrupt or of unsound mind;
- iii) shall remain a Member of the Association throughout his or her term of office.

(b) Number of Directors:

The affairs of the Association shall be managed by a Board, which consists of a minimum of 12 elected Directors up to a maximum of 16 elected directors on two equal groups on 2 year offset rotations.

(c) Terms of Office:

- i) The Directors should be eligible to be elected or appointed for three (3) consecutive terms of two (2) years each and shall not be eligible for election or appointment to the same Director position for a fourth (4th) consecutive two (2) year term, unless approved by the Board.
- ii) The term of all incumbent Directors at the date of adoption of this By-Law shall expire and terminate by special resolution of the Board following the Annual General Meeting prior to June 30th that follows said meeting.

9. Procedure for Election of Directors

9.1 Nominations

The election of Directors shall take place at the Annual General Meeting of the Meeting of the Membership. No election 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:

The Board shall consist of the following elected one-year term directors;

- (a) President –
- (b) Past President – “Co-Presidents for the transition year only.”
- (c) 1st Vice-President

- (d) 2nd Vice-President
- (e) Treasurer
- (f) Secretary
- (g) OMHA Representative
- (h) Three County League Representative
- (i) Referee in Chief
- (j) Ice Convener
- (k) Fundraising/Sponsorship Chair
- (l) Tournament Chair
- (m) Equipment Chair
- (n) Supervisors of Coaches, Managers and Trainers
- (o) Canteen Chair
- (p) Program Development Chair
- (q) Any other Committee Chair as determined required by the Board
- (r) Registration Director
- (s) Junior Convener
- (t) Intermediate Convener
- (u) Senior Convener

* Positions G through U will be voted on and appointed by the Board.

* All Directors have the ability to form their own committees upon Board approval, and are responsible to answer to the Board

9.3 Election Procedures

The Chair of the Nominations and election Committee shall post in all Association Arenas a list of all individuals who have been nominated for election to the Board two weeks prior to the Annual General Meeting. Such listing shall identify what position each nominee is seeking election for. Nominations may also come from the floor at the Annual General Meeting.

(a) Additional Directors may be appointed until the close of the next annual meeting by the existing board of directors, provided that those appointed in this manner do not exceed 1/3 of the number of directors elected at the previous annual meeting.

9.4 Vacancies

Any vacancies occurring on the Board may be filled only for the remainder of the current year of the vacated term of 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 endeavor to appoint a replacement Director within thirty (30) days after the Board position was vacated.

9.5 Termination

(a) Removal of Director by Membership
Providing 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 a 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 in 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 eight (8) consecutive Board Meetings shall be deemed to be a resignation of the said Director from the Board. Absence for fulfilling organizational duties does not count i.e. – coaching, training etc.

(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, by-laws and policies of the Association, Manual of Operations and all applicable laws and regulations.

Directors and officers are to comply with the following standard of care in exercising their powers and carrying out their duties as follows:

- Act honestly and in good faith with a view to the best interest of the Association, and
- Exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

10.2 Board Meetings

(a) Regular Board Meetings

Except as otherwise required by law, the Board may hold Meetings at such a place as the President or, in his absence, a Vice-President, may from time to time determine. The Board will meet once per month on a specified day that is acceptable to the members of each new Executive Committee. The First Meeting following the election of the new Executive shall be a joint meeting comprised of both Old and New Executive presided over by the Past President. All Board Meetings shall be open meetings and all members shall be permitted to attend. Permission to comment or to raise discussion will be granted to the President (Chairperson) providing either written or verbal application has been made to the President (Chairperson) at least 24 hours prior to the Board Meeting stating subject and purpose. The Executive Committee reserves the right to close meetings at their discretion.

10.3 Special Board Meetings

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

10.4 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 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 Directors are present or if those absent signify their consent to the Meeting being held in their absence.

10.5 Voting Membership Meetings

The executive committee may, if deemed necessary, call a meeting, of the voting membership, for the purpose of but not limited to, changes to the constitution and by-laws and budget. The executive committee shall give thirty (30) days notice of said meetings posted at the associated arenas.

10.6 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 a Meeting, and any Director may at any time waive notice of any such Meeting and may ratify and approve of any or all proceedings taken or had there at.

10.7 Adjournment of Board Meetings

Any Board Meetings 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.

10.8 Quorum

A quorum for a Board Meeting shall be 50% plus 1 Elected Directors. No business of the Board shall be transacted in the absence of quorum.

10.9 Voting Rights

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

10.10 Voting Procedures

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

10.11 Remuneration

Directors 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 of the Directors for reasonable expenses incurred in the performance of their duties as Directors of the Association. All other positions, not under Director Duties, and offering any service rendered to the Association; will need to be passed by the Board of Directors.

10.11.1 All members of the Board shall receive a Seasons Pass for the current year, while holding a position of officer or director on the Board of Directors.

10.12 Conflicts 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 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 not vote on such a contract or transaction or other matter, nor shall he or she be counted in the quorum in respect of such a contract or transaction or 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, transaction or other matter.

10.13 Indemnifications 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 any action, suit or proceeding that is brought, commenced or prosecuted against his or her for and in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him or her or about the execution of the duties of his or her office; and
- (b) all other costs, charges and expenses as are occasioned by his or her own willful neglect or default, provided that, no Director of the Association shall be indemnified by the Association in the respect of any liability, costs, charges or expenses that he or she sustains or incurs in or about any action, suit or other proceeding as a result of which he or she is adjudged to be in breach of statute unless, in an action brought against him or her in his or her capacity as a Director, he or she has achieved complete or substantial success as a defendant.
- (c) The Association may purchase and maintain such insurance for the benefit of its Directors as the Board may from time to time determine
- (d) The Association is not financially responsible for any financial loss for any approved fundraising of an individual team.

10.14 Manual of Operations:

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

The Manual of Operations should not deal with such things as: fees and dues of members; qualification, admission, transfer, classes and termination of membership; qualification and election of directors; meetings of directors and/or members; appointment and duties of officers; execution of documents; which matters that are more properly dealt with in the By- Laws. The Manual of Operations should strictly deal with jersey, tournaments, player and parent conduct and discipline, harassment and abuse, referees and officials, player releases, equipment and ice time to name a few.

11. Officers & Responsibilities of Officers

11.1 Elected/Appointed Directors

The elected directors shall be the President, 1st Vice-President, 2nd Vice-President, Treasurer and Secretary. All other board positions stated in Article 9.2 will be voted and appointed by the current executive.

11.2 Eligibility for Office

- (a) The President must have served on the Board for at least two (2) years prior to election and Vice-President should have served on the Board for at least one (1) year prior to election before being elected to these positions.
- (b) The Association shall endeavor to nominate as Treasurer a Director who has employment experience and skills in accounting procedures.

11.3 Terms of Office

The elected officers shall hold office until the spring Annual General Meeting for the number of years according to Section 8.1 (c).

11.4 Responsibilities of Directors

President:

The President shall;

- (a) act as Chair of the Board, the Executive Committee, and at all Meetings of the Membership, unless another Chairperson has been delegated by the President;
- (b) represent the Association and the Community and be responsible for the complete operation of the Association;
- (c) exercise general supervision of the Association in accordance with the Policies determined by the Board;
- (d) have the power to appoint a replacement to any position on the executive when a member resigns, vacates the position or the position or the member is not fulfilling their duties;
- (e) appoint standing committees with executive ratification;
- (f) be a non-voting member of all committees and sub-committees of the association and only cast a vote in the event of a tie;
- (g) report regularly to the board on matter of interest;
- (h) be one of the signing officers of the association
- (i) implement and enforce all OMHA Risk Management Programs;
- (j) establish and maintain procedures with respect to clearance of all volunteers required to complete a police report
- (k) attend monthly meetings of the Executive and delegate tasks as necessary

Immediate Past President

The Immediate Past President shall:

- (a) act as Chairperson and Elections Committee;
- (b) be available to assist any Director requiring assistance in the completion of his or her functions
- (c) chair any meetings when the President or Vice-President are not present;
- (d) sit on the Coaches Selection Committee;
- (e) attend monthly meetings of the Executive and carry out other duties as assigned by the Board, Executive Committee, or the President.

1st Vice President:

The 1st vice shall:

- (a) assume the duties of the President in the absence for any reason of the President;
- (b) become President if the President resigns;
- (c) organize the team and individual photo program as directed by the Executive.
- (d) Assist the President in delegating authority to the members of the Association;
- (e) be a signing officer.
- (f) be a member of the coaches' selection committee;
- (g) attend monthly meetings of the Executive and carry out duties as assigned by the Board, the Executive Committee or the President;
- (h) 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;
- (i) be available to assist any Director requiring assistance in the completion of his or her functions.
- (j) be the OMHA alternate contact

2nd Vice President:

The 2nd Vice President shall:

- (a) assume the duties of the President in the absence for any reason of the President and 1st Vice President;
- (b) assist the President in delegating authority to the members of the Association;
- (c) be a signing officer;
- (d) be the TC alternate contact;
- (e) attend monthly meetings of the executive and carry out duties as assigned by the Board, the Executive Committee or the President;
- (f) monitor adherence by the Board all existing Policies and proposed policy;
- (g) serve on the Program Development Committee;
- (h) be available to assist any Director requiring assistance in the completion of his or her functions.

Treasurer:

The treasurer shall:

- (a) keep an accurate, factual and up to date record of all costs, collections, accounts and other matters pertaining to the finances of the Association;
- (b) keep a record of all monies received and disbursed, shall deposit all monies in the bank and shall make disbursements by CHEQUE;
- (c) present at each meeting, a report of the financial position of the Association;
- (d) be one of the signing officers;
- (e) present a Year to Date and Projected Financial report of the current year at the AGM;
- (f) present a proposed budget for the upcoming season to the Board of Directors before the AGM;
- (g) facilitate the engagement report as determined at the previous years AGM for the current year.
- (h) be the Finance Officer for registration;
- (i) attend monthly meetings of the Executive and be prepared to give an accurate financial statement;
- (j) responsible for the organization and operation of Door Fees and Referee payments at all KMH games. Direct team managers to ensure the proper forms are completed, monies collected, and referees paid.

Secretary:

The secretary shall:

- (a) have copies of all books, papers, records, contracts and other correspondence belonging to the Association. Also shall perform all other such duties as required by the Executive;
- (b) take minutes of every Executive meeting, and circulate said minutes to all members of the executive a minimum of ten (10) days prior to the next meeting;
- (c) ensure that written notice be published at least four (4) weeks prior to the date of the Annual General Meeting;
- (d) record notices of motion regarding amendments to the constitution and by-laws in a separate book;
- (e) be responsible for publication of a minimum of two (2) newsletters per season. One letter prior to the spring AGM and one during the summer, which will include upcoming season information;
- (f) attend monthly meetings of the Executive;
- (g) be responsible for receiving and distributing all correspondence received or sent by the Association and all communications within the Association;
- (h) ensure that all necessary and appropriate insurance has been purchased;
- (i) carry out duties as assigned by the Board, the Executive Committee or the President.

OMHA Representative:

The OMHA representative shall;

- (a) ensure that all OMHA players are playing in their correct age group;
- (b) help find coaches and managers for the OMHA teams in conjunction with the Supervisor of coaches, managers and trainers, if necessary;
- (c) be the primary contact for the OMHA and attend all OMHA group meetings;
- (d) arrange schedules for playoffs and regular season games for all OMHA teams;
- (e) liaise with the Registration Director to ensure the OMHA teams are registered “online” by the date specified by OMHA regulations;
- (f) work in conjunction with the Supervisor of Coaches, Manager and Trainers, Ice Convener, Referee-In-Chief and TC Representative;
- (g) be a member of the Coaches Selection Committee;
- (h) attend monthly meetings of the Executive;
- (i) attempt to have all OMHA teams compete at the appropriate classification according to each teams current season record;
- (j) be responsible for submitting completed game sheets to the area OMHA convener within 7 days of each completed game;
- (k) ensure that each coach and tournament convener receive a copy of the Referee rule book and OMHA Manual of Operation;
- (l) work in close association with the 1st Vice President

Three County Representative:

The Three County Representative shall:

- (a) ensure that all players are playing in their correct age group;
- (b) help find coaches and managers and trainers for the TC teams in conjunction with the Supervisor of Coaches and Managers and trainers, if necessary;
- (c) be the primary contact for TC and attend all TC group meetings;
- (d) arrange schedules for play offs and regular season games for all TC teams;
- (e) liaise with the Registration Chair to ensure the TC teams are registered “online” by the date specified by TC and ensure Affiliated Players are correctly registered according to OMHA and TC regulations;
- (f) work in conjunction with the Supervisor of Coaches, Managers and Trainers, Ice Convener, Referee-In-Chief and OMHA Rep;
- (g) be a member of the Coaches Selection Committee;
- (h) attend monthly meetings of the Executive;
- (i) be responsible for submitting completed game sheets to the respective TC conveners within 7 days of each completed game;
- (j) work in close association with the 2nd Vice President

Referee-In-Chief:

The Referee-In-Chief shall:

- (a) make a list of all available referees for the different categories played in the Association;
- (b) assign referees as required and work in conjunction with the OMHA Rep, TC Rep and Ice Convener;
- (c) work in liaison with the OMHA Supervisor of Officials;
- (d) be a member of the Coaches Selection Committee;
- (e) attend monthly meetings of the Executive;
- (f) be responsible for contacting the “gate” person and snack bar personnel in the case of any re-scheduled or cancelled home game;
- (g) carry out other duties as assigned by the Board, the Executive Committee or the President.

Ice Convener:

The Ice Convener shall:

- (a) schedule, assign (in a fair and equitable manner in both facilities) and cancel in a timely manner (as set out in the ice rental contract) all ice times for all Association events;
- (b) work liaison with the City of Kawartha Lakes Park and Recreation Department and all relevant executive;
- (c) maintain a current ice usage log for the Association teams;
- (d) co-ordinate all ice activities with the OMHA Rep, TC Rep, House League Chair and Tournament Conveners;
- (e) audit all ice invoices submitted to the Association and provide the Treasurer with the invoice including any necessary adjustments;
- (f) be a member of the coaches Selection Committee;
- (g) attend monthly meetings of the Executive.

Registration Chair:

The Registration Chair shall:

- (a) arrange for the registration of all hockey players in the Association and attend each registration, as well as being at the arena for the first week of all warm-up skates;
- (b) ensure that all players are eligible to be members of the Association;
- (c) ensure that all membership fees have been paid in full and that all monies or post-dated cheques are collected and submitted to the Treasurer within five (5) days;
- (d) maintain a current record membership list, which will include the following information: Players Name, date of birth, address, telephone number and parent/legal guardian names as well as email if applicable;
- (e) supply the above information to the coach as well, to be distributed to the player’s parents including the coaching staffs phone numbers and team sponsor;

- (f) update the Hockey Canada Registry for all teams, including players and coaching staff;
- (g) attend monthly meetings of the Executive.

Supervisor of Coaches, Managers and Trainers:

The Supervisor of Coaches, Managers and Trainers shall:

- (a) be responsible for conducting meetings of the Coaches, Managers and Trainers, as well as necessary conveners;
- (b) be a member of the Program Development Committee;
- (c) work in liaison with the OMHA and TC representatives;
- (d) work in liaison with the Parent Representatives for each hockey team;
- (e) ensure that all applications for coaches, managers and trainers are recorded in the minutes by name and date;
- (f) sit on, and be a Chairperson for the Coaches Selection Committee;
- (g) ensure interim coaching is provided, if necessary in the case of absence of a coach attend monthly meetings of the Executive;
- (h) keep an accurate and up to date record of Coaches & Trainers PRS numbers, Trainer's numbers, CHIP numbers and Coach Development numbers.

Fundraising/Sponsorship Chair:

The Fundraising/Sponsorship Chairperson shall:

- (a) organize fundraising activities;
- (b) be responsible for collecting written requests from individual teams and approving all draws and raffles carried on in the name of the Association;
- (c) all money transactions must be handled in conjunction with the treasurer upon completion of each various project;
- (d) work with the Tournament Conveners and shall be responsible for collecting team fundraising financial statements following home tournaments and any fundraising activities throughout the season;
- (e) attend monthly meetings of the Executive.
- (f) Responsible for obtaining sponsorship for the upcoming season.

Tournament Chair:

The Tournament Chair shall:

- (a) sit on and the chair of the Tournament Committee;
- (b) work in liaison with the appointed TC Tournament Convener and OMHA Tournament Convener;
- (c) co-ordinate tournament activities with the Ice Conveners (tournament dates, number of teams etc.)
- (d) be responsible for applying for all OMHA and Local League Tournament sanction permits;
- (e) provide a detailed financial statement to the Fundraising Chairperson along with all monies collected to the treasurer within five (5) days of the completion of the tournament;
- (f) be responsible for sending and ensuring that ALL information is correct on the OMHA website prior to September 1st;

- (g) order all necessary trophies and medallions or other items as approved by the Executive;
- (h) request from the Treasurer in advance, the appropriate amount of money (cash) to cover the cost of the referees and food for the teams;
- (i) attend all monthly meetings of the Executive.
- (j) To ensure that all Memorial Tournaments and awards be carried forward after said Amalgamation.

Communications Chair:

The Communication Chair shall:

- (a) be responsible for ensuring the website is updated regularly;
- (b) be responsible for assigning website user names and passwords to each team contact;
- (c) be responsible for updating the bulletin boards in each arena monthly with any new information from the Executive;
- (d) act as Public Relations Officer (i.e.: press releases)
- (e) assist in the organizing of the annual awards day;
- (f) attend monthly meetings of the Executive.

Equipment Chair:

The Equipment Chair shall:

- (a) be responsible for the assignment, storage and the collection of all equipment on a compiled inventory list owned by the Association (goalie equipment, pylons, pucks, practice jerseys, coaches rink boards, coaches bags and first aid kits);
- (b) ensure that all equipment must be signed out by the Coach, Manager or Trainer;
- (c) be responsible for distributing all necessary equipment, jerseys and socks to all teams prior to their first skate;
- (d) be responsible for all teams sweaters belonging to the Association (inventory, numbering, sponsor bars, etc.);
- (e) solicit bids and purchase hockey equipment, as required;
- (f) maintain and repair all equipment owned by the Association;
- (g) present a report regarding purchasing and equipment to the Board;
- (h) recommend purchase of equipment and all purchases must be approved by the Executive;
- (i) recommend policy to the Board regarding purchasing and equipment;
- (j) attend all monthly meetings of the Executive;
- (k) carry out other duties as assigned by the Board, Executive Committee, or the President.

Canteen Chair:

The Canteen Chair shall:

- (a) be responsible for ensuring all permits are in place with the City of Kawartha Lakes;
- (b) purchase supplies as required for the canteen;

- (c) Hire staff to run the canteen, ensuring schedule is up to date;
- (d) Be responsible for pay roll for the canteen employees;
- (e) Ensure Canteen is being run in a clean courteous manner;
- (f) Report to Executive monthly as required.

Program Development Chair:

The Program Development Chair shall:

- (a) liaise with the House League Hockey Director and the Supervisor of Coaches, Managers and Trainers for the purposes of establishing, implementing and evaluating on ice and off ice technical development programs;
- (b) recruit and train volunteers to perform the functions required for the technical development;
- (c) be responsible for continuing technical development (i.e.: skills development clinics);
- (d) liaise with the OMHA concerning the coach mentor program;
- (e) carry out other duties as assigned by the Board, Executive Committee, or the President.

Junior/Intermediate/Senior Conveners:

The Junior/Intermediate/Senior Convener shall:

- (a) work closely with the OMHA Rep, Three Counties rep and Supervisor of Coaches
- (b) aid and assist with relaying and collecting information to/with appointed teams

12. Committees of the Board

12.1 Standing Committees:

The following committees shall be standing Committees of the Board:

- (a) Executive Committee;
- (b) Coaches Selection Committee;
- (c) Abuse and Harassment Commissioner/Committee;
- (d) Program Development Committee;
- (e) Tournament Committee;
- (f) Standing Committee;
- (g) Awards and Banquet Committee;
- (h) Fundraising/Sponsorship Committee.

12.2 Nothing in this By-Law shall be construed to limit the ability of the Directors and Membership of the Association from abolishing or creating Standing Committees by by-law or from establishing such ad hoc committees or sub-committees 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 Past President, the 1st Vice-President, the 2nd Vice-President, the treasurer, the Secretary, the OMHA Rep, the TC Rep, the Referee-In-Chief, the Ice Convener, the Registration Chair, the Supervisor of Coaches Managers and Trainers, the Fundraising Chairperson, the Tournament Chair, the Communication Chair, the Equipment Chair and the Canteen Chair 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) recommend policy to the Board regarding management and administrative issues related to the Association
 - v) deal with any other matters assigned to it by the Board or by the President.

12.4 Coaches Selection Committee:

- (a) The voting members may consist of the following:
1st Vice-President, 2nd Vice-President, OMHA Rep, TC Rep, Supervisor of Coaches, and two elected members from KMHA voted on by the board. Members must attend all interviews to be eligible to vote. The President may be present but has no voting power or opinions unless asked for by the Supervisor of Coaches. If necessary the President may break a tie vote.
- (b) Shall receive all applications in writing from those applying for coaching positions within the Association each season by a date to be set by the Executive no later than the first meeting following spring elections.
- (c) Will be responsible for the selection of all coaches within the Association each season.
- (d) Will ensure that selection of individuals to coaching positions is made without prejudice as per criteria outlined in policy.

12.7 Abuse and Harassment Commissioner/Committee:

The Abuse and Harassment Committee should be comprised of the following people: Abuse Commissioner, 1st Vice-President, 2nd Vice-President, Supervisor of coaches, Managers and Trainers and two other persons approved by the Executive Committee.

The Abuse Commissioner is responsible for receiving and investigating complaints involving sensitive or abusive situations, including Cyber-Bullying, in a timely, confidential and professional manner as dictated by HC's Abuse and Harassment Policy. Mediate as required between involved members on the Associations behalf.

The Abuse and Harassment Committee is responsible for investigating and mediating conflicts between team officials, players and parents. Committee is responsible for determining sanctions against any member demonstrating unacceptable behavior and all information gathered must remain confidential.

12.8 Program Development Committee:

- (a) The Program Development Committee may be comprised of the following people: Program Development Chair, 1st Vice-President, 2nd Vice- President, Supervisor of Coaches, Managers and Trainers and any appointed volunteers as approved by the Executive.
- (b) Shall be responsible for all skills development clinics and off ice training programs.

12.9 Tournament Committee:

The Tournament Committee shall:

- (a) consist of the Tournament Chair, OMHA Rep, the TC Rep, Ice Convener, Referee-In-Chief, Fundraising Chairperson and up to 6 volunteers;
- (b) determine the rules and schedule format to be implemented for all 4-8 team home tournaments;
- (c) appoint one OMHA tournament convener to be the primary contact and responsible for all OMHA home tournaments. He/She will work in liaison with the officials of each team, OMHA Rep, Fundraising Chairperson and Canteen Chair;
- (d) appoint one TC tournament convener to be the primary contact and responsible for all TC home tournaments. He/She will work in liaison with the officials of each team, TC Rep, Fundraising Chairperson and Canteen Chair;
- (e) recruit and train volunteers to perform functions at all home tournaments;
- (f) be responsible for the registration forms, game sheets, applying the pre-determined rules for each tournament, and the collection of the tournament fee;
- (g) be responsible for ordering and purchasing food and beverages for all teams and coaching staffs as approved by the Board'
- (h) follow the rules as outlined in the OMHA tournament handbook;
- (i) be responsible for convening all home tournaments.

12.10 Standing Committee Procedure

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

- (b) Meetings
Each Standing Committee shall meet at the call of the Chair, but shall meet not less than once a 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
Each member of a standing committee present at a Meeting shall be entitled to one vote, other than the Chairperson who only casts a vote in the case of a tie.
- (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
Standing Committees 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.

13. Misconduct

13.1 Misconduct

- (a) The Executive Committee shall have the authority to suspend any player, coach, manager, trainer, or any other member of the Association whose conduct is detrimental to the best interest of the Association.
- (b) Whenever misconduct has been reported to the President, he/she shall contact the members of the Abuse and Harassment Committee as soon as possible to determine any action.
- (c) Abuse and Harassment Committee as outlined in Article 12.7.
- (d) A hearing may be recommended by the Abuse and Harassment Committee in which case the President shall convene the hearing with the said Committee and the parties concerned as soon as possible. The party or parties shall be notified immediately of the decision to hold a meeting

14. Rules and Policies

14.1 Playing Rules and Policies

- (a) This Association shall enforce the official playing rules of the OMHA, OHF, Three-County.
- (b) The hockey rules of the Association shall be established and adopted by the Executive Committee.

14.2 Guidelines for Coaches;

- (a) it is the coach's responsibility not only to teach the young people how to be good hockey players but also how to be good citizens.
- (b) a coach will encourage all players to perform to the best of their abilities. a coach can teach his/her players how to win but must also teach them how to take a loss.
- (c) the coach and management of the team must co-operate in an effort to curtail inappropriate play, avoid foul language and promote sportsmanship and goodwill.
- (d) coaches of all teams are to give high priority to equal ice time for players.
- (e) if a child sits for more than 3 eligible consecutive games the coach must and parents may report this to the head coach of the organization.
- (f) the coach will at his/her discretion use whichever player/s he/she deem necessary at the OMHA level;
- (g) coaches and managers must have knowledge of their league rules and ensure that they are practiced by their players.
- (h) there is to be no smoking, swearing, drinking, of alcohol or consumption of drugs in the dressing rooms, on the player's bench or penalty box by any player or member of the KLMHA. A player or member under the influence of alcohol or drugs will not be permitted to play or participate in any team activities and will be suspended until contacted by the coach to return. A coach may also suspend a player for the next game only for disrespect of the rules specified above, or for disrespect of the playing rules and sportsmanship of the game. A player may also be suspended for the disrespect for the authority of team management or game officials. The President, Supervisor of Coaches and the appropriate league contact person, must approve a suspension of more than one game. A parent or player over the age of eighteen (18) may request a hearing with the Executive in respect to any suspension. Players are ineligible to play for any other team in the Association while under suspension.
- (i) the aforementioned subsection (h) will also apply to coaches, managers, trainers, and the Executive members in the Association and are subject to disciplinary action of the Executive Committee.
- (j) No coach, manager or trainer may draw a player from the team below his or her own unless there is a player absent from his/her team due to illness or extenuating circumstances. Only three (3) players will be allowed to play in

the next category, unless it is necessary to obtain more players to compose a team. Permission from the borrowed players coach and parents must be obtained before said player may be used.

15. Execution of Documents

15.1 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.

16. Financial Year

16.1 Year End

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

16.2 Funds

Every financial transaction involving the Association shall be valid when carried out in the name of the Association and documents pertaining there to shall be valid only when signed by the properly authorized representatives. All monies belonging to this Association shall be deposited in the name of the Association in such bank as may be designated by the Executive. The Executive Treasurer or President shall make such deposits. The only way items can be bought on behalf of minor hockey will be through the approval of the Executive.

16.3 Financial Statements

A Financial Statement is required every time monies are collected from Association members and/or the public whether there is a profit or loss. It should state monies from Minor Hockey contributed (floats) and the monies given back to Minor Hockey. This statement shall be completed within **TWO WEEKS** of event completion. All receipts shall be recorded and originals handed over to the Treasurer.

17. Banking Arrangements

17.1 Banking Resolution

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

17.2 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.

18. Borrowing

18.1 Borrowing Power

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

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

18.2 Borrowing Resolution

From time to time, the Board may authorize any Director or Officer of the Association or an other person to make arrangements with reference to the monies so borrowed or to be borrowed and as to the terms and conditions of an 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.

19. Notice

19.1 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 there at.

19.2 Method of Giving Notice

Whenever under the provisions of this By-law of the Association, notice is required to be given, such notice may be given either personally or by telephone or depositing same in a post office or 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 letterbox as aforesaid. For the purposes of sending any notice, the address of any Member, Director or Officer shall be his or her last address in the records of the Association.

20. Passing And Amending By-Laws

20.1 The Board and a member in good standing may recommend amendments to the By-laws of the Association from time to time, to the Membership.

20.2 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 Chair not less than ten (10) days before such Meeting. Where such notice is not provided, any recommendation to amend the By-laws may nevertheless be moved at the Meeting and discussion and voting thereon adjourned to the next Meeting for which written notice of intention to pass or amend such By-laws shall be given.

20.3

- (a) a By-law or an amendment to a By-law recommended by the board shall be presented for adoption at the next Annual General Meeting of the Members of the Association. The notice of such Annual General Meeting shall refer to, describe and explain the By-law or amendment(s) to the By-law to be presented at the Meeting of the Members.
- (b) a motion to amend the By-laws recommended by the Board or proposed by a Member at a General Meeting of Members called for that purpose must be approved by a two-thirds vote of the Members present at such General Meeting.

- (c) the Members at the General Meeting of Members may confirm the proposed By-law or amended By-law as presented or amend or reject the proposed By-law or amended By-law.
- (d) Any Amendment to the By-laws by a member must be in writing, signed by a member in good standing and received by the Secretary 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 By-laws , seven (7) days prior to the Annual General Meeting.

21. Repeal of Prior By -Laws

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

22. Rules of Procedure

22.1 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 conduction the Meetings and affairs of the Association in all cases to which they are applicable, and in which they are not inconsistent with the By-law or other governing documents or laws affecting the Association.

23. Effective Date

23.1 This By-law shall come into force without further formality upon its enactment after approval by the Members of the Association as here in before set out.

The foregoing KMHA Constitution 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 Emily Arena in the town of Emily/Omemee, Ontario and at which a quorum was present on the 18th day of May 2011.
