



NEWMARKET MINOR HOCKEY ASSOCIATION

BY-LAWS (REVISED APRIL 2022)

NEWMARKET MINOR HOCKEY ASSOCIATION

An Incorporated Association

Newmarket South P.O.

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NEWMARKET MINOR HOCKEY ASSOCIATION

BY-LAWS

A By-Law relating generally to the conduct of the affairs of the Newmarket Minor Hockey Association.

This By-Law is enacted in addition to the Rules and Regulations as set forth in the Ontario Minor Hockey Association Manual of Operations.

BE IT ENACTED as the By-Law of the Newmarket 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) “AAA” means Triple A hockey.
 - (b) “AGM” means Annual General Meeting;
 - (c) “Association” means Newmarket Minor Hockey Association (or such other name as the Association may in the future legally adopt);
 - (d) “Board / Executive” means the Board of Directors of the Association;
 - (e) “Boundaries (for membership)” area within the designated Newmarket town boundaries (north boundary: concession lot 5, south side of Green Lane, south boundary: 1 concession lot north of St. Johns Side Road, east boundary: west side of Hwy 404, west boundary: east side of Bathurst) or in the OMHA defined “choice-of-centre” areas;
 - (f) “Director/Executive Member” means an individual who has been elected **or appointed** to the Board of Directors/Executive of the Association;
 - (g) “Full Term in Office” means an elected member of the Board of Directors must attend 80% of regular Executive meetings during term to be deemed to have served a full term in office. For the purpose of election eligibility, the word “Term” shall be understood to mean two (2) years (i.e., one term = two years).
 - (h) “General Meeting” means any meeting of the Membership (as defined in Article 6).
 - (i) “Hockey Canada” means Hockey Canada (or such other name as Hockey Canada may in the future legally adopt);
 - (j) “HL” means House League, recreational hockey;
 - (k) “Members” means those persons described in Article 5 and defined in Article 6.

- (l) “Minor Development” or MD Hockey means a recreational team in the U14 age category and above that participates at a level above House League, but lower than REP and comprised of players who are eligible for the NMHA by age and residence as per OMHA residency regulations 3.3. Minor Development players shall not be rostered to a House League team.
- (m) “Notice” means for the AGM advertisement posted on the association’s website and emailed to Members; means for Executive meetings or special meetings, notice shall be communicated by email, or written notice in each Executive members’ mailbox; means sub-committee/committee notice can be given through email or by telephone.
- (n) “Officers” means the individuals who hold the offices enumerated in Article 11;
- (o) “OHF” means the Ontario Hockey Federation (or such other name as the OHF may in the future legally adopt);
- (p) “OMHA” means Ontario Minor Hockey Association (or such other name as the OMHA may in the future legally adopt);
- (q) “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;
- (r) “REP” means representative hockey, competitive level, **which players must be eligible by age and residency;**
- (s) “Select” refers to a category of minor hockey in the divisions of U10 to U18 with a team comprised of players selected from affiliated House League teams of the NMHA. Players must be eligible by age, but are not required to abide by residential regulations, and may compete in exhibition and tournament games as per the regulation while continuing to play for their House League team.
- (t) “U7 Program” The U7 Program is a progressive, learn to play teaching curriculum.

2. REGISTERED OFFICE AND SEAL

- 2.1 The name of this organization shall be the Newmarket Minor Hockey Association, an incorporated Association, henceforth to be referred to as “the Association”.
- 2.2 There is a Corporate Seal of the Association.
- 2.3 The Registered Office of the Association shall be in the Town of Newmarket, Regional Municipality of York, Province of Ontario, and at such place therein as the Board from time to time may determine by Resolution.
- 2.4 The Newmarket Redmen logo is a registered trademark.
- 2.5 Written permission from the Association is required for the use of its logo.

3. MISSION OF THE ASSOCIATION

- 3.1 The objective of the Association shall be to provide a fun, healthy, competitive experience in organized hockey for all talent levels of young people in Newmarket. The preceding shall be subject to the rules of the OMHA in this regard:
- (a) To provide for the development and growth of both personal and physical skills for all participants, and
 - (b) To maintain the highest degree of sportsmanship, and
 - (c) To provide volunteers with support, and training necessary to prepare them to carry out their roles, and
 - (d) To provide the fiscal responsibility to ensure the long-term financial viability, stability and future for the Association, and
 - (e) To provide for the physical and emotional safety of all individuals within the Association, and
 - (f) To provide a structure that can respond to and provide the necessary leadership to the Association to achieve its goals and relate to its supporters.

4. AFFILIATIONS

- 4.1 The Association shall have the following affiliations:
- (a) The Association shall be a member of the OMHA, and through the OMHA, shall be a member of Hockey Canada and OHF;
 - (b) The Association's "AAA" zone affiliation shall be with the York Simcoe Express;
 - (c) The Association shall operate in cooperation with the **Recreation and Culture Department** of the Town of Newmarket.

5. CLASSES OF MEMBERSHIP

- 5.1 There shall be four (4) classes of Membership in the Association:
- (a) Active Membership
 - (b) Parent/Guardian Membership
 - (c) Lifetime Membership
 - (d) Players

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, referees, managers, trainers and any recognized Association volunteer appointed for the current season, and all registered players who are at least 18 years of age;

(b) **Parent/Guardian Membership:**

Parent/Guardian Members shall include all parents and/or legal guardians of registered players where the registered player is under the age of 21 years;

(c) **Lifetime Membership:**

“Lifetime Membership” shall be deemed to be the highest honour bestowed upon a member of the Association, as follows:

(i) To be eligible, a member must have served six (6) or more years (does not have to be consecutively) on the Executive of the Association, or, who has completed twelve (12) years of continued official service, in good standing, with the Association;

(ii) To be considered for “Lifetime Membership,” the member must have been deemed to have made significant contributions and a positive long-term impact on the Association as a whole;

(iii) Official service shall be defined as service including, but not limited to, Convenor, Coach, Assistant Coach, Manager, Trainer or any non-voting member of the Executive such as Statistician, Coach Mentor or Referee-in-Chief;

(iv) Nominations can be made by any Member of the Association and any annual appointment of “Lifetime Membership” shall be voted on by the Executive prior to the AGM and announced at the AGM;

(d) **Player Membership**

Registered players of the Association under the age of 18 and are non-voting members of the Association.

6.2 **Membership List**

The Secretary of the Association shall prepare a list of current Active Members, Parent/Guardian Members, Honorary Lifetime Members and Player Members, as of the 28th of February in each year and such list of Members shall/may be used to determine eligibility to attend and vote at the Annual General Meeting and any other meetings of Members until February 28th of the following year.

6.3 **Membership Year**

Unless otherwise determined by the Board, every Membership, other than Honorary Lifetime Memberships shall commence on or after May 1st in each year and shall lapse and terminate on the 30th day of April next following the date on which such Membership commenced.

6.4 **Termination**

Membership in the Association shall not be transferable and shall terminate upon a Member's:

- (a) Code of conduct violation;
- (b) Breach of By-Laws;
- (c) Membership revoked by Rules/Appeals Committee;
- (d) Member is financially indebted to the Association, unless granted dispensation by the President of the Association;
- (e) Failure to pay registration fee;
- (f) Failure to pay sponsorship fee;
- (g) Use of Newmarket Renegades logo without the written permission from the Association;
- (h) Resignation by submitting a letter in writing addressed to the Association;
- (i) Death.

6.5 **Membership Fees**

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

6.6 **Right to Vote**

All Active Members, Parent/Guardian Members and Honorary Lifetime Members shall be entitled to notice of and to vote at all meetings of Members of the Association unless the Executive has revoked membership.

6.7 **Record Date**

Individuals, who are Members of the Association at least 35 days in advance of any General Meeting of the Members of the Association, are entitled to notice 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 or to vote at such General Meeting for which the record date has been established.

7. MEETINGS OF THE MEMBERSHIP

7.1 **Annual General Meetings of Members**

The Annual General Meeting of the Members shall be held once a year in the month of April, at a time, place and day determined by the Board, for the transaction of the following business to be set out in the agenda of such Annual General Meeting. In the event of a force majeure the meeting will be scheduled at the first possible opportunity that will allow for the safe conduct of the AGM and the new details will be communicated to the membership at least 30-days prior to the meeting;

- (a) approval of the minutes of the previous Annual General Meeting;
- (b) receiving reports of the activities of the Association during the preceding year;
- (c) receiving information regarding the planned activities of the Association for the current year;
- (d) receiving and approving the Association's financial statements along with the Association's Public Accountants interim review engagement report, and in addition a preliminary forecast of anticipated revenues and expenditures for the coming year;
- (e) appointment of the auditor for the ensuing year;
- (f) consideration of any proposed amendments to the By-Laws of the Association, but shall not be made unless mover of such amendments gives notice thereof to the Secretary of the Association on or before March 15th in the year in which the amendment is to be made;
- (g) election of the Executive for positions that have completed their term of two years;
- (h) transaction of any business other than financial, which relates to the business of the meeting referred to above, and notice and particulars of which are received by the Secretary of the Association in writing prior to March 15th, immediately preceding the April Annual General Meeting.

7.2 **Additional General Meetings of Members**

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

7.3 **Notice**

(a) **Annual General Meeting**

Notice of the Annual General Meeting to be held in April, shall set out the agenda, including particulars of any other business to come before the Annual General Meeting. The time and the place of the Annual General Meeting, and such Notice shall be emailed to all Members at the last known email address recorded for such members in the records of the Association. As well, such Notice shall be posted on the Association's website at least thirty (30) days prior to the date of such Annual General Meeting.

(b) **Additional General Meetings**

Notice of any additional General Meetings of members of the Association shall be posted on the Association's website within at least fifteen (15) days prior to the date of such additional General Meeting and shall be emailed to all Members at the last known email address recorded for such members in the records of the Association not less than fifteen (15) days prior to such additional General Meeting.

(c) **Error or Omission in Notice**

No inadvertent error or omission in giving notice of any Annual General Meeting or General Meeting or any adjourned meeting, whether Annual or General, shall invalidate such a meeting or make void any proceedings taken at such meeting. 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 the Annual General Meeting or General Meetings shall be a minimum of 25 Members eligible to vote and present in person. No business shall be transacted in the absence of 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 shall decide every question proposed for consideration at meetings of Members;
- (b) The Chair presiding at a meeting of Members shall have a vote only in the event of a tie vote;
- (c) At all meetings of Members, every question shall be decided by a show of hands, unless a specific count or unless a secret ballot is required by the Chair or requested by any Member entitled to vote. Whenever a vote by show of hands has been taken upon a question, unless a specific count or secret ballot is requested or required, a declaration by the Chair that a resolution has been carried or lost by a particular majority and an entry to that effect in the minutes of the meeting is conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

7.6 **No Proxies**

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

7.7 **Adjournments**

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

7.8 **Chair**

In the absence of the President and the Vice-President, the Members entitled to vote and present at any meeting of Members shall choose another Director as Chair 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 – EXECUTIVE

8.1 Composition

(a) Eligibility

An Executive Member:

- (i) shall be twenty-one (21) or more years of age;
- (ii) shall be a Member of the Association at the time of his or her election or appointment;
- (iii) shall be a Member of the Association in good standing;
- (iv) shall remain a Member of the Association throughout his or her term of office;
- (v) to be eligible to run for President, the individual must have served **at least one full calendar year (12 month) consecutively** on the Executive in the immediate past **4 year (48 month) period**.
- (vi) other than the position of President, it is not necessary for any other elected position on the Executive to meet eligibility requirement as stated in Article 8.1(a)(v);
- (vii) to be eligible to run for Treasurer, the individual must have a strong and experienced background in the accounting or banking field and hold an accounting designation (C.A., C.M.A., C.G.A. or C.P.A.);
- (viii) only one (1) member of any family will be allowed to hold a position designated as an Officer of the Association;
- (ix) a Police Vulnerable Sector Check will be required of any successful candidate subject to the OHF requirements.

(b) Executive Members:

- (i) The affairs of the Association shall be managed by a Board of thirteen (13) persons, one being the immediate Past President, and the remainder being elected at the Association's Annual General Meeting, as follows:
 - I. In even numbered years, i.e., 2020, 2022, 2024, the positions of President, Vice President of House League, Secretary, House League Alternate-Junior Divisions, Rep Alternate, Sponsorship and Fundraising will be elected for one (1) term of two (2) years.
 - II. In odd numbered years, i.e., 2021, 2023, 2025 the positions of Vice President of Rep, Treasurer, House League Alternate-Senior Divisions, Communications/Marketing and Equipment Manager will be elected for one (1) term of two (2) years.
- (ii) **At least 8 of the 13 members** of the Executive shall be a resident of the Town of Newmarket. Residency is deemed at the time a member joins the Executive and that residency does not change until that member is no longer a member of the Executive.

Should the Executive Member move out of the Town of Newmarket during their term, their residency at that time shall be counted towards the 75% rule and no new out-of-area residents shall be permitted to run or be appointed to the Executive Board until such time as when the 75% rule is below the required limit. Notwithstanding this above-mentioned By-Law, any Executive Member currently on the Board, on or before April 30, 2022, shall be grandfathered in until such time as they are no longer part of the NMHA Executive Board.

- (iii) The Executive Committee will not have more than four members from their child's age group/division. Occupancy within the board is deemed at the time a member joins the Executive and that does not change until that member is no longer a member of the Executive.**

Notwithstanding this above-mentioned By-Law, any Executive Member currently on the Board, on or before April 30, 2022, shall be grandfathered in until such time as they are no longer part of the NMHA Executive Board.

(c) Change in Number of Directors

To alter the size of the Board/Executive an amendment to Article 8.1(b)(i) is required and must be approved at the Association's Annual General Meeting.

9. PROCEDURE FOR ELECTION OF DIRECTORS – NMHA EXECUTIVE

9.1 Nominations

The Nominations and Elections Committee shall invite, **by member email and post to association website**, nominations to the Executive from the Members of the Association on or before **March 1st** in each year and shall supply and make available a nomination form to be completed by all nominees and two nominators who are Members of the Association. **The fully completed nomination form shall be delivered to the Association Secretary and the Chair of the Nominations and Elections Committee by March 20th in each year. All nominees seeking election will be posted to the association website a minimum of 7 days prior to the Annual General Meeting in each year and shall be put forth that year at the Annual General Meeting.**

Nominations WILL NOT be accepted from the floor at the Annual General Meeting if two or more nominations are received for an open position by the March 20th deadline.

If there is more than one nominee for a position, each nominee will be given the opportunity to speak to the Membership at the Annual General Meeting. Each nominee will be provided no more than (5) minutes to speak and questions from the floor will be allowed, with no more than three (3) questions per nominee being asked.

Nominees may not be elected to more than one position on the Board of Directors/Executive in the same election.

9.2 **Election Procedures**

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

9.3 **Vacancies**

- (a) In the event of vacancy on the Executive, the remaining Executive shall appoint one or more persons to fill such vacancy and such appointees shall thereupon become a member of the Executive as if that person(s) had duly been elected at the Annual General Meeting;
- (b) In the event that there is no such person available meeting the requirements to run for President, and therefore creating a vacancy, the nominating committee may establish a nominee without such qualification.

9.4 **Termination**

(a) **Removal of Director from Office**

Any member of the Executive may be removed from office upon written recommendation to the Executive signed by two (2) Executive members and, with at least two-thirds (2/3) vote of approval by the current Executive.

(b) **Absenteeism**

Unless otherwise determined by the Board/Executive, the absence of a member of the Board/Executive from three (3) consecutive Executive Meetings or the absence of a member of the Board/Executive from four (4) out of any eight (8) consecutive Executive Meetings shall be deemed to be a resignation of the said member of the Board/Executive 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.

9.5 **Succession**

- (i) In the event the President is unable to perform his or her functions as outlined in the By-Laws, the Past President shall succeed.
- (ii) In the event that the Past President is unable to fulfill the position of President the Senior Vice-President shall succeed.
- (iii) In the event that the Senior Vice-President is unable to fulfill the position of President, the Executive shall appoint a President.

10. BOARD/EXECUTIVE RESPONSIBILITIES

10.1 **Governance**

- (a) The Executive shall govern the Association in compliance with the objects, powers, policies and By-Laws of the Association, and all applicable laws and regulations.
- (b) The management of the Association shall be vested in the Executive, who shall have full control of the management of all affairs of the Association and shall carry out and enforce the objectives of the Association and have full power to adopt or rescind the rules and regulations.
- (c) It is the responsibility of all Executive members to ensure that the rules, regulations and the By-Laws are adhered to by everyone connected with the Association.

10.2 **Executive Meetings**

(a) **Regular Executive Meetings**

Except as otherwise required by law, the Executive may hold Meetings at such place or places and at such intervals as may be deemed necessary by the President or, in his or her absence, the Vice-President. The Executive shall meet not less than eleven (11) times per year. These meetings are open to all Members of the Association except when the Executive determines the discussion to be en camera, at which time the Member(s) will be asked to leave the meeting.

(b) **Special Executive Meetings**

Special Executive Meetings may be called by the President or a Vice-President in the absence of the President or on petition in writing to the Secretary signed by two or more Directors. Business transacted at a Special Executive Meeting shall be limited to that specified in the notice calling the meeting.

10.3 **Notice of Executive 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 Executive 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 Executive meeting and shall specify the business to be conducted in the case of a Special Executive meeting;
- (c) No formal notice of any Executive 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 **Presentations at Executive Meetings**

Any individual(s) not on the Board of Directors/Executive wishing to make a presentation to the Executive must, one week prior to the meeting inform the Secretary of the Association as to the reason/rationale for their presentation and the Secretary shall so advise the President for inclusion on the agenda. Deputations will be limited to a 10-minute presentation followed by questions and/or answers from the Executive members. The individual(s) will then be asked to leave. Discussion with regards to

the deputation will then take place. The President after being satisfied with the extent of the discussion shall call for a vote on the matter before the Executive. The individual(s) will be notified in writing of any decisions.

10.5 **Error in Notice**

No error or omission in giving notice for an Executive meeting shall invalidate such meeting or invalidate or make void any proceedings taken at such meeting. 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.

10.6 **Adjournment of Executive Meetings**

Any Executive 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.

10.7 **Quorum**

A quorum for a Board/Executive Meeting shall be 50% elected plus one of the Executive members, provided that all members have received a minimum of 24 hours notice of such meeting. In the absence of a quorum, the Officers shall carry on with the day-to-day business until such meeting shall be rescheduled.

10.8 **Voting Rights**

- (a) Each member of the Executive shall have one vote;
- (b) The Past President may sit on the Executive as a consultative non-voting member;
- (c) The President will vote only in the event of a tie vote.

10.9 **Voting Procedures**

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

10.10 **Remuneration**

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

10.11 Conflict of Interest

- (a) No Board member shall participate in any activity related to the Association or its members for which he or she receives, or has the potential to receive, a financial benefit without first disclosing to the Board the nature of such activity and secondly receiving approval from the Board to engage or continue to engage in such activity.**

- (b) No member of the Board shall participate in any Board discussions or vote on any matter before the Board where he or she has a conflict of interest.**

- (c) Instances in which a conflict of interest will be deemed to exist for a Board member include, but are not limited to, the following:**
 - (i) The matter under discussion directly involves a member of his or her immediate family.**
 - (ii) The matter under discussion involves an entity in which he/she or a member of his immediate family has a financial interest.**
 - (iii) The matter under discussion involves a team/division in which he/she is a member of the coaching staff and/or one of his children is a player.**
 - (iv) The coach selection process for any rep team/division for which one of his children is eligible to play by virtue of age.**

- (d) Should a Board member recognize or suspect that he or she has a possible conflict of interest on a matter before the Board, he or she shall immediately advise the Chair of the potential conflict and excuse himself from the meeting until the matter in question has been dealt with.**

- (e) It is the duty of every Board member to advise the Chair if they believe that a member of the Board has a conflict of interest on a matter before the Board. Such advice shall be without prejudice.**

- (f) Depending on the circumstances, the NMHA Board may choose to approve the transaction or relationship giving rise to the conflict if it determines that such approval would be in the NMHA's best interest. Such approval may require that appropriate steps be taken, under the supervision of colleagues without a conflict, to counter any perception of conflict or bias and ensure that the arrangement is in the NMHA's best interest.**

- (g) Violations - Failure by a Board member to disclose a conflict of interest, or to comply with a directive from the Board (re: conflict of interest) could result in disciplinary action, including expulsion from the Board. The NMHA will have no tolerance for compliance violations. Any violation will be treated as a serious matter and will be sanctioned with disciplinary action, up to and including, immediate termination of employment and/or placement on the Executive Board.**

10.12 **Confidentiality**

Every Director and Officer of the Association shall respect the confidentiality of matters brought before the Board/Executive for consideration en camera. Failure to adhere to the confidentiality shall be grounds for immediate removal from the Board/Executive and without the two-thirds vote as per Article 9.4(a).

11. **RESPONSIBILITIES OF OFFICERS & EXECUTIVE DUTIES**

11.1 **Officers of the Association**

- (a) The Officers of the Association shall be the President, Treasurer, Secretary, and two (2) Vice Presidents.
- (b) The Officers of the Association shall be the only Executive members permitted to sign cheques. Contracts or any other legal documents must have the President's signature plus one other officer of the Association.
- (c) The President and the two Vice-Presidents of the Association may not be carded to any Newmarket OMHA Rep, MD and/or Select team, nor may they act as an on-ice official, off-ice official or timekeeper for games within their home centre. The exception may be if a carded Executive member is required to fill-in on an emergency basis.

11.2 **Assistants to Officers**

The Board of Directors may appoint an assistant(s) to the Executive, as required, for their input, expertise or interest as the Board may determine by Resolution from time to time. The assistant may attend Executive meetings and participate in discussion but will not be eligible to vote.

11.3 **Executive Members**

(a) **Vice President(s)**

The NMHA shall have two Vice Presidents, one Vice President responsible for the operation of Rep and/or MD and one Vice President responsible for the operation of House League and/or Select. In the absence for any reason of the President, the Senior Vice President will assume the duties of the President and carry out such other duties as are assigned by the Executive.

- (b) The Executive members shall be two (2) House League Alternates, Rep Alternate, Sponsorship, Communication/Marketing, Fundraising and Equipment Manager.
- (c) Executive members are more directly responsible for the day-to-day operation and functions for the efficient management of the Association.
- (d) Executive members must be nominated, voted upon and approved by a majority of the members at the AGM. If there are no nominations the positions may be appointed by the Executive.
- (e) All Executive members, elected or appointed, are considered full voting members of the Executive.

11.4 **Responsibilities of Other Executive Members**

(a) Past President

The Past President shall, but not limited to:

- (i) Avail himself/herself to the President, directly, and the Executive indirectly with his/her knowledge and experience for immediate and future guidance;
- (ii) perform such duties as assigned by the President;
- (iii) attend all Executive Meetings.

12. **COMMITTEES OF THE EXECUTIVE**

12.1 The following committees shall be Standing Committees of the Executive of the Association:

- (a) Risk Management Committee;
- (b) Appeals Committee;
- (c) Coaches Selection Committee;
- (d) Nominations and Elections Committee;
- (e) By-Law Amendments Committee;

12.2 Nothing in this By-Law shall be construed to limit the ability of the Executive and Membership of the Association from abolishing or creating Standing Committees and ad hoc committees by motion from the floor at an Annual General Meeting or any other such General Meeting of the Association, or from establishing such ad hoc committees or subcommittees by the Executive's Resolution as may be desired from time to time.

12.3 **Risk Management Committee**

Details of this Committee are available from the Association's office (updated Jan 2021).

12.4 **Appeals Committee**

Details of this Committee are available from the Association's office (updated Jan 2021).

12.5 **Coaches Selection Committees (Rep and /Select)**

Details of this Committee are available from the Association's office (updated Jan 2021).

12.6 **Nominations and Elections Committee**

(a) The Chair of the Nominations and Elections Committee shall be chaired by the **Past President or designate** and will be appointed by the Executive at the May Executive meeting. It will consist of at

least two other members of the Executive, but who are not nominees for election to the Board of Directors.

(b) **Duties and Responsibilities**

- 1) Solicit nominations for each Board position that is to become vacant including nominations for each Annual General Election.
- 2) Draft a slate of Candidates for Election as Directors and shall present same to the Membership at the Annual General Meeting.
- 3) Be responsible for conducting the annual election of Directors in accordance with the provisions contained in this By-Law.

12.7 **By-Law Amendments Committee**

(a) The Chair of the By-Law Amendments Committee shall be chaired by an Executive member and will be appointed by the Executive at the May Executive meeting. It will consist of at least two other members of the Executive.

(b) **Duties and Responsibilities**

- 1) Ensure proper notice procedure followed of any recommendation received to amend the By-Law.
- 2) Review all amendments received.
- 3) Recommend to the Executive approval or rejection of such By-Law amendments.
- 4) Present proposed changes to the membership at the Annual General Meeting.

12.8 **Triple A Liaison**

The person or persons who sit on the “Triple A” Executive representing Newmarket shall be appointed by the elected Executive by majority vote. Such person or persons may be appointed from within the elected members or from outside the Executive.

12.9 **Standing Committee Procedure**

(a) All Standing Committees shall comply with the By-Laws, guidelines, policies and procedures of the Association as determined by the Executive or the Membership of the Association, from time to time, and also comply with all requirements of the OMHA, OHF, Hockey Canada 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. There shall be a monthly meeting scheduled no later than September 1st.

(d) **Quorum:**

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

(e) **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:**

- (a) The Treasurer shall keep all the Association financial records.
- (b) The Executive may from time-to-time grant authority to any other Executive member, outside of Article 11.1(b), 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.
- (c) An external public accounting firm will be appointed for the coming fiscal year at the Annual General Meeting. The firm will be responsible for providing a Review Engagement Report on the Association's Interim Financial Statements, prior to their presentation at the AGM, and on the Association's fiscal year end financial statements. Nominations for this role can be made to the Executive prior to March 15 and will be voted on by the members of the Association at the AGM.
- (d) The Executive, through the Treasurer, will be responsible for presenting the Association's Financial Statements along with the Association's Public Accountants Interim Review Engagement Report at the AGM. In addition, a Preliminary Forecast of Anticipated Revenues and Expenditures for the coming year is required to be presented at the AGM.
- (e) The Executive shall be responsible for maintaining the accounts of all monies due and received by the Association and make them available for inspection and scrutiny as required by the Auditor of the Association as may be appointed from time to time.
- (f) The NMHA office shall keep accurate yearly records of player registration and the fees paid on their behalf.
- (g) All NMHA players, coaches, trainers, assistant coaches, managers and referees shall be registered yearly in the manner specified by the OMHA Manual of Operations.
- (h) The Executive shall grant, or revoke, all player or participant registrations and provide and define qualification of all participants herein.
- (i) The Association shall keep minutes of all Executive Meetings, AGM and any other meetings of the Executive or Membership.

13.2 **Books and Records:**

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

14. **FINANCIAL YEAR**

14.1 The financial year end of the Association shall be May 31st, of each year.

15. **BANKING ARRANGEMENTS**

15.1 **Banking Resolution:**

The Executive shall be empowered to authorize any other person (excluding the Officers already defined) to transact the banking business of the Association, or any part thereof, with the bank, trust company, or other corporation carrying on a banking business that the Executive has designated as the banker of the Association.

15.2 **Deposit of Securities**

- (a) All accounts shall be domiciled in the same branch to enable a smooth transition in signing officers on various accounts from year to year.
- (b) All bank accounts, general account and subsidiaries (fundraising account, bingo account, referee account, hockey development account, and scholarship account) shall have multiple signing officers. Signing officers shall have an understanding of the use of the funds.
- (c) Monies dispersed by the Association must have approval of the Executive and the signature of any two Officers of the Association for amounts less than or equal to \$5,000.00. Amounts greater than \$5,000.00 must have majority approval of the Executive plus signatures of the President and two (2) other Officers of the Association.
- (d) All expenditures should be disclosed to the entire Executive on a timely basis. All expenditures must be supported with receipts.
- (e) Adequate amounts of cash are to be available to honour the Association's financial commitments. Timing of payment for major expenditures should always be known well in advance. All bills should be paid promptly as possible irrespective of any credit terms that may be extended.
- (f) Excess cash should be invested without exposing the Association to any risk. Funds should be invested where the Association accounts are held. The maturity date of investments should be such that funds are available when needed.

16. **FISCAL RESPONSIBILITY**

16.1 **Responsibilities:**

- (a) All monies derived through the efforts of the Association shall revert to the Association's treasury and dispersed in a manner determined by the Executive, subject to conditions set in the By-Law.

- (b) The Association is required to maintain a minimum Accumulated Surplus of 10% of total revenue, not including revenue from special events, as defined in the financial statements presented at the AGM. In the event that the Accumulated Surplus should fall below this “floor” the Executive will be required to present a plan for recovery of this account in the Preliminary Forecast.
- (c) If the Accumulated Surplus account should exceed 12.5% of Total Revenue, not including Special Events revenue, an allocation must be made in the following year’s Budget, and shown on the Preliminary Forecast, of an amount sufficient to reduce the Accumulated Surplus account to 10% of Total Revenue, not including Special Events revenue.
- (d) The Executive is required to make deposits under the terms of the existing “Custodial Agreement” with the Town of Newmarket totaling 90% of the estimated Town of Newmarket ice bills for the coming season by September 1st.
- (e) Quotes from different suppliers should be obtained on large expenditures.

17. BORROWING BY THE ASSOCIATION

- 17.1 The Executive will not authorize any Director or Officer of the Association or any person to make arrangements to borrow money on the credit of the Association.

18. NOTICE

18.1 **Computation of Time:**

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

18.2 **Omissions and Errors:**

The accidental omission to give notice of any meeting of the Executive or Members or the non-receipt of any notice by any Director or Member or 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.

18.3 **Method of Giving Notice:**

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

19. PASSING AND AMENDING THE BY-LAW

19.1

- (a) Amendments to the Association's By-Law may be made only at the Association's Annual General Meeting but shall not be made unless the mover of such amendments shall give notice thereof to the Secretary of the Association on or before March 15th in the year in which the amendment is to be made. Any and all proposed amendments to be posted at least five (5) days prior to the Annual General Meeting. The sitting Executive shall determine date, time and place to be posted at least five (5) days prior to the meeting/election date.
- (b) An amendment to the By-Law recommended by the Executive shall be subject to the conditions as set out in Article 19.1 (a).
- (c) A motion to amend the By-Law recommended by the Executive or proposed by a Member must be approved by a two-thirds vote of the Members present at the Annual General Meeting.
- (d) The Members at the Annual General Meeting may confirm, amend or reject the proposed By-Law or Article or the amended By-Law or Article.

20. REPEAL OF PRIOR BY-LAW

20.1 **Repeal:**

All prior By-Laws of the Association, including the document entitled the "By-Law & Rules of the Newmarket Minor Hockey Association", pages #2 to #7 are hereby repealed.

20.2 **Proviso:**

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

21. RULES OF PROCEDURE

21.1 **Rules:**

- (a) The rules of the Association shall be in accordance with the official rules of Hockey Canada and the OHF and the OMHA which may be amended and modified annually.
- (b) The Association shall have as additional rules, ones which fit the requirements of the Association.
- (c) The Association's rules/**discipline** will be developed, changed, or rescinded based on the recommendations by the **Risk Management** Committee to the Executive and ratified by the Executive.
- (d) The Association's rule changes made during the playing season will be distributed to each team coach and posted in all arenas "Change in Playing Rules".
- (e) The Rules contained in the most current edition of "Robert's Rules of Order" by Mary A. Vries shall govern the rules and procedures to be used in conducting the meetings and affairs of the Association in all cases to which they are applicable, and in which they are not inconsistent with the By-laws or other governing documents or laws affecting the Association.

22. ABUSE & HARASSMENT

- 22.1 The Association will not tolerate any interference with referees, game officials, or team officials by spectators. Any person engaging in physical or verbal abuse of an official on or off the ice may be subject to:
- (a) removal from the arena;
 - (b) be refused admission to any Association sponsored game, House League or Rep or MD or Select game for a period of time set by the Executive.

23. OMHA CODE OF CONDUCT

- 23.1 This Code of Conduct identifies the standard of behaviour which is expected of all OMHA members and participants, which for the purpose of this policy shall include all players, guardians, parents, coaches, officials, volunteers, directors, officers, committee members, convenors, team managers, trainers, administrators and employees involved in OMHA activities and events.

OMHA is committed to providing an environment in which all individuals are treated with respect. Members and participants of OMHA shall conduct themselves at all times in a manner consistent with the values of OMHA which include fairness, integrity and mutual respect.

During the course of all OMHA activities and events, members shall avoid behaviour which brings OMHA or the sport of hockey into disrepute, including but not limited to abusive use of alcohol, use of non-medical drugs and use of alcohol by minors.

OMHA members and participants shall at all times adhere to OMHA's operational policies and procedures, to rules and regulations governing OMHA events and activities, and to rules and regulations governing any competitions in which the member participates on behalf of OMHA.

Members and participants of OMHA shall not engage in any activity or behaviour which interferes with a competition or with any player or team's preparation for a competition, or which endangers the safety of others.

Members of OMHA shall refrain from comments or behaviours which are disrespectful, offensive, abusive, racist or sexist. In particular which constitutes harassment or abuse will not be tolerated and will be dealt with under OMHA's Harassment policy.

Failure to comply with this Code of Conduct may result in disciplinary action in accordance with the Discipline Policy of OMHA. Such action may result in the member losing the privileges, which come with membership in OMHA, including the opportunity to participate in OMHA activities and events, both present and future.

24. OMHA MANDATED POLICIES AND PROCEDURES

Newmarket Minor Hockey Association will follow all present and future OMHA mandated policies and procedures regarding the OMHA Initiation Program. Refer to OMHA Manual of Operations for specific policies and regulations.

25. EFFECTIVE DATE

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

The foregoing By-Law is hereby enacted, ratified, sanctioned, confirmed and approved without variation by the affirmation vote of the Members of the Association at the Annual General Meeting for the Members of the Association duly called and held virtually in the Town of Newmarket, Ontario and at which a quorum was present on the **30 day of April, 2022**.

/s/ "Lynda Carusi"
Lynda Carusi
Chair / President

/s/ "Victoria Amor Steinberg"
Victoria Amor Steinberg
Secretary