

A By-law relating to the transaction of the affairs of MILTON MINOR HOCKEY ASSOCIATION  
BY-LAW #1

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  - For ease of reading the masculine gender has been used, it in no way suggests that female persons would in any way be eliminated from any of the By-laws outlined in this document.

BE IT ENACTED as a by-law Of Milton Minor Hockey Association as follows:

#### 1. HEAD OFFICE

- The Head Office of the Corporation shall be in the Town of Milton, in the Province of Ontario, and at such place herein as the directors may from time to time determine.

#### 2. CORPORATE SEAL

- The seal, an impression whereof is stamped in the margin hereof, shall be the corporate seal of the corporation.

#### 3. AFFILIATION

- Milton Minor Hockey Association shall be affiliated with the Ontario Minor Hockey Association (O.M.H.A.) and the Ontario Hockey Association (O.H.A.).

#### 4. BOARD OF DIRECTORS

##### 4A) COMPOSITION

- The affairs of the corporation shall be managed by a board of a minimum of six (6) and a maximum of seven (7) Executive Board Members ("Executive") and a maximum of fifteen (15) Board Directors ("Directors") in addition to the Executive.
- Should an Executive or Director cease to remain a Milton Minor Hockey Association member at any time during his term then he shall immediately forfeit his Board position and not be eligible to occupy a Board position until the following Annual General Meeting ("AGM"), at which time he may be elected to a board position by the membership only if he is a member in good standing.
- The persons nominated for the Executive Offices of President, Second Vice President and Secretary shall be elected for a term of one (1) year.
- The persons nominated to the Executive Offices of First Vice President, Parent Liaison and Treasurer shall be elected for a tenure of two (2) years.
- The Past President shall serve a term of one (1) year
- At least one half of the number of Directors elected shall be declared as two (2) year positions and the remaining number of Directors shall be declared as one (1) year positions.
- All retired board members who completed their term shall be eligible for re-election if otherwise qualified.
- The election may be by a show of ballot-carrying hands unless a ballot be demanded by any member.
- The Secretary shall be charged with the responsibility of documenting the board positions that would continue and those positions that must be retired at the annual general meeting.
  - Notification of such shall be included in the announcement of the AGM.

##### 4B) ELIGIBILITY

- Each board member shall be at least 18 years old.
- Each Executive and Director at the time of his election and throughout his term of office must be a member of Milton Minor Hockey Association.
- No person holding a seat or position on the board of directors of any other hockey organization shall be eligible for the Board of Directors.
- Any nominee for the Board of Directors shall fully disclose any position or seat on the board of directors of any other hockey association at the time of nomination and declare himself ineligible for election to the Board of Directors.
- Any Executive or Director who becomes a board member, director (or equivalent) of any other hockey association shall immediately resign as a member of the Board of Directors.
- In instances when a Non-Executive Board Position is not filled by an Association Member at the conclusion of a General Meeting or if a vacated Non-Executive Board position is not filled by an Association Member within 30 Days of the vacancy occurring the Board may vote to appoint a Non-Association Member to fill that Board Position. The term of any Non-Member's Board Position shall be from the date of appointment until the next Annual General Meeting is held.
- Non-Members shall not be eligible to occupy Executive Positions

#### 4C) MEETING ATTENDANCE REQUIREMENTS

- Executive and Directors must maintain the following board meeting attendance standards to retain their position on the board for the duration of their term:
  - an Executive/Director must not be absent for three (3) consecutive meetings
  - an Executive/Director must not be absent for four (4) meetings in any 1-year term
  - an Executive/Director must not have three (3) absences without notice to the Secretary
- Should a position be vacated the Secretary shall notify the incumbent and the Executive Members shall assign a director or other agent determined by the Executive Members to retrieve any property belonging to Milton Minor Hockey Association. The remaining board members will then decide if the position vacated will be filled for the duration of its term of office or remain vacant.

#### 4D) VACANCIES

- So long as a quorum of Directors remain in office, vacancies on the Board of Directors - however caused - may be filled by the Directors from among Milton Minor Hockey Association Members if they see fit do so.
- If a vacated Non-Executive Board position is not filled by an Association Member within 30 Days of the vacancy occurring the Board may vote to appoint a Non-Association Member to fill that Board Position for the lesser of either the remainder of the term for the Board Position or a one (1) year term.
- Should a quorum of Directors not remain in office a General Meeting shall be immediately called by personal notification to all members. The meeting shall be scheduled not less than 10 days and not more than 14 days preceding loss of quorum.
- If at a time other than a General Meeting an Executive or Director is nominated and approved by majority vote of the Entire Board to fill a vacancy and if the Executive/Director accepts the nomination then he is permitted to fill the vacancy and vacate his prior Board Position without forfeiting his good standing in the association for the remainder of the term of the position being assumed. The newly vacated Board Position may then be filled according to 4D) VACANCIES.

- Vacancies not filled by the Board shall be filled at the next General Meeting of the Members either regular or annual, but if there is not a quorum of Directors, the remaining Directors shall forthwith call a meeting of the Members to fill such vacancy or vacancies.
- Where a vacancy on the Board of Directors has been filled as above, Board Members appointed or elected to fill those vacancies shall hold office for the balance of the term of the Board Member he is replacing or until his successor shall have been duly elected or appointed.
- The number of Directors can only be changed at a General meeting. Changing the number of Directors requires a majority vote of members present at the General meeting. The title and role of any added positions shall be defined and presented by the Secretary prior to voting.

## 5. QUORUM AND MEETINGS, BOARD OF DIRECTORS

- A majority of the Directors shall form a quorum for the transaction of business.
- Except as otherwise required by law, the Board of Directors may hold its meetings at such a place or places as it may from time to time determine.
- No formal notice of any such meeting shall be necessary if all the Directors are present or if those absent have signified their consent to the meeting being held in their absence.
- The Secretary shall direct the Administrative Ice Scheduler to schedule regular monthly Board meetings.
- The Secretary shall be responsible for communicating the schedule for regular monthly meetings to the board a minimum of 7 days in advance of the scheduled meeting.
- Additional Directors' meetings may be formally called for special circumstances by the President or Vice President, or by the Secretary on direction in writing by two Directors. Notice of such meetings shall be delivered or telephoned to each director not less than one day before the meeting is to take place or shall be receipt confirmed e-mailed to each director not less than two days before the meeting is to take place. The statutory declaration of the Secretary or President that notice has been given pursuant to this by-law shall be sufficient and conclusive evidence of the giving of such notice.
- A Directors' meeting shall be held immediately following the Annual General Meeting of the Corporation.
- The Directors may consider or transact any business either special or general at any meeting of the board.

### 5A) CONFIDENTIALITY

- All members must recognize that Directors must maintain confidentiality as to what transpires at a Board of Directors meeting.
- The only matters which a Director may state are those motions approved and printed in the minutes of a meeting.
- Every Director and Executive member 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 dismissal from the Board/Executive without the two third's majority vote.

## 6. ERRORS IN NOTICE, BOARD OF DIRECTORS

- No error or omission in giving such notice for a meeting of directors shall invalidate such meeting or invalidate or make void any proceedings, taken or had at such meeting and any

director may at any time waive such notice of any such meeting and may ratify and approve of any or all proceedings taken or had thereat.

## 7. VOTING, BOARD OF DIRECTORS

- The Secretary shall serve as the Chairman for all board meetings.
- If the Secretary is unable to attend a meeting he shall delegate his duties to another Executive or Director.
- Questions arising at any meeting of Directors shall be decided by a majority of votes.
- In case of an equality of votes, the President, in addition to his original vote, shall have a second or casting vote.
- All votes shall be taken by ballot if so demanded by any Director present, but if no demand be made the vote shall be taken in the usual way by assent or dissent.
- A declaration by the Chairman that a resolution has been carried and an entry to that effect in the minutes shall be admissible in evidence as 'prima facie' proof of the fact without proof of the number or proportion of votes recorded in favour of or against such resolution.
- In the absence of the President his duties may be performed first by the Vice-President of Rep and if the Vice-President of Rep is also not present then the duties may be performed by the Vice-President of House League. In the absence of the President and Vice-Presidents the President shall appoint another Executive to perform his duties.

## 8. POWERS - BOARD OF DIRECTORS

### 8A) ADMINISTRATION

- The Directors of the Corporation may administer the affairs of the Corporation in all things and make or cause to be made for the Corporation in its name any kind of contract which the Corporation may lawfully enter into and, save as hereinafter provided, may exercise all such other powers and do all such other acts and things as the Corporation is by its charter or otherwise authorized to exercise and do.

### 8B) ASSET MANAGEMENT

- Without in any way derogating from the foregoing, the Directors are expressly empowered, from time to time, to purchase, lease or otherwise acquire, alienate, sell, exchange or otherwise dispose of shares, stocks, rights, warrants, options and other securities, lands, buildings and other property, movable or immovable, real or personal, or any right or interest therein owned by the Corporation, for such consideration and upon such terms and conditions as they may deem advisable.

### 8C) REGULATIONS

- The Board of Directors shall have the power to enact any rules and regulations governing the Milton Minor Hockey Association and to amend such policies as may be required from time to time upon approval of the Board of Directors.
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## 8D) DISCIPLINE

- The Executive, acting as Disciplinary Committee on behalf of the Board of Directors, shall have the power to appoint and suspend or discipline any team, manager, coach, player, trainer, or other official connected with any team under the jurisdiction of this Association.
- The Disciplinary Committee, acting on behalf of the Board of Directors, shall adhere standards outlined in the Milton Minor Hockey Association Code of Conduct when determining whether discipline is warranted for any given circumstance
- The Disciplinary Committee shall communicate all instances of Disciplinary Consideration and/or Action to the Parent Liaison Director.

## 8E) COACH SELECTION

### 8Ei) REPRESENTATIVE/MINOR DEVELOPMENT COACH SELECTION

- Each year the VP Rep shall, through the Rep Administrator, post submission for Coaching Applications for Rep and Minor Development Coaching positions no later than 14 days prior to the deadline for submission of Coaching Applications.
- All prospective Coaching applicants must complete and submit to the VP Rep a Coaching Application Form as designed by the Board of Directors prior to the Coaching Application Deadline.
- Following completion of the Coach Selection Process as outlined in the Rep Coaches' Manual, the appointment of the head Coach Representative teams shall be made either at a special meeting of the Board of Directors or a regular board meeting.
- Every appointed Rep and Minor Development Head Coaches shall select the rest of his coaching/managing/training staff and submit his choices for approval to the Board of Directors via the VP Rep no later than May 31st preceding the season.

### 8Eii) HOUSE LEAGUE COACH SELECTION

- Shall be completed by the appropriate convenors prior to the start of the season
- All appointed House League Head Coaches shall select the rest of his coaching/managing staff and submit his choices for approval to the VP HL via his Convenor as soon as possible each season, but no later than the start of regular season play.

## 8F) BOARD MEMBER CARDING

- Members of the Milton Minor Hockey Association Board of Directors may serve in any carded capacity, including that of Head Coach, with any Milton Minor Hockey Association team.
- The Vice-President - Representative and Vice-President – House League may act in any carded capacity including that of Head Coach in their own category (VP Rep may be a head coach in the Representative Division and VP House League may be a head coach in the House League Division). (Refer to Coach Selection Process for Procedure)
- In the case of an emergency, a Convenor of a Milton Minor Hockey Association Division holding a current O.M.H.A. Coach's card may be allowed to replace a coach in that coach's absence.

## 8G) BOARD MEMBER RESIGNATION/TERMINATION CONSEQUENCE

- Any person who is elected or appointed member of the Executive of the M.M.H.A. and who resigns or is relieved of his duties for reasons other than health may not hold a position on the Board in the next hockey year immediately following that resignation.

## 9. REMUNERATION OF DIRECTORS

- The Directors shall receive no remuneration for acting as such.
- Any Director found to have received remuneration for acting as such shall be immediately made to make reparations to Milton Minor Hockey Association in the amount of such remunerations and he will immediately be terminated from his Board Position.
  - These reparations are independent and separate from any legal recourse that is taken against that person.

## 10. OFFICERS OF CORPORATION

### 10A) EXECUTIVE

#### 10A.i) EXECUTIVE COMPOSITION

- There shall be a President, a Vice-President - Representative ("First Vice-President"), a Vice-President - House League ("Second Vice-President"), a Secretary, a Treasurer and a Parent Liaison at all times and by a Past President during the tenure outlined herein.
  - The Executive Members shall be elected at a general meeting of the members duly called for that purpose
  - Persons nominated for First Vice-President and Second Vice-President shall have served one complete year of the two immediately previous years on the Board of Directors
  - In the event that one of these Executive Positions is vacated, for any reason, the Board shall immediately move to fill the position from among eligible Association Members in keeping with regulations outlined in section 4D) VACANCIES.
  - The Executive Office of Past President shall be filled at the AGM by the outgoing President for a fixed term of one (1) year following which the position will be retired and will remain vacant until filled by the next outgoing President who has served his complete term in full.
  - If the position of Past President is vacated it shall remain vacant until the next outgoing President assumes the Position
- One person may hold more than one office except the Offices of the Executive.

#### 10A.ii) EXECUTIVE DUTIES

##### 1. DISCIPLINARY COMMITTEE

- The Executive Members other than the Parent Liaison Executive Director shall serve as the Disciplinary Committee and as such their role is to apply the regulations and spirit of the Code of Conduct.
- The Disciplinary Committee reports directly to the Parent Liaison Executive Director

##### 2. CONTRACTOR/EMPLOYEE OVERSIGHT



- All paid contractors and employees such as Administrators and Ice Schedulers shall report directly to the Executive except when the executive has delegated oversight to a Director.
- The Executive or Delegate shall:
  - supervise those individuals' ongoing activities
  - set work plan priorities
  - conduct yearly performance appraisals, and
  - be responsible for salary administration.
  - The Executive shall report quarterly to the Board regarding the performance of the Administrators and/or Ice Scheduler.
  - The Board shall approve the hiring, the contracts, and the remuneration of the Administrator/Ice Scheduler.

### 3. EXECUTIVE MEETINGS

- The Executive shall meet from time to time either in the presence of or absence of other Directors without requiring notification to non-Executive directors.
- Policy changes resulting from these meetings require Board approval prior to implementation.
- All Executive members must be notified either via email, text or telephone prior to Executive meetings including Disciplinary Committee Meetings

### 4. BOARD MEMBER LIAISING

- The Executive shall liaise and coordinate with Board Members whose duties fall under their portfolios as defined herein
- The Executive shall report to each other and to the Board as appropriate when a Board member falling in the Executive's portfolio is derelict in their duties

### 10B) DIRECTOR ELIGIBILITY

- The Directors of the corporation shall be elected at a general meeting of the members duly called for that purpose.
- Directors and Executive Positions other than the aforementioned Vice Presidents may be filled by any eligible Milton Minor Hockey Association Member who is 18 years of age or older
- In the absence of written agreement to the contrary the employment of all officers shall be settled from time to time by the Board
- All members of the Board of Directors shall be eligible for nomination of Officer positions pursuant to paragraphs 4 and 10 and 20.
- Life Members are ineligible to hold a Board Position unless they are the Parent or Legal Guardian of an Active Player

### 11) DUTIES OF PRESIDENT

- The President shall, when present, preside at all meetings of the members of the Corporation and of the Board of Directors.

- The President shall be charged with the general management and supervision of the affairs and operations of the Corporation and shall be an ex-officio member of all committees.
- The President with the Secretary or other officer appointed by the Board for the purpose shall sign all by-laws and membership certificates.
- The President shall be responsible for notifying Executive of Executive Meetings
- The Executive report directly to the President
- The Past-President shall be responsible for providing support and guidance to the President

## 12) DUTIES OF THE VICE-PRESIDENT - REPRESENTATIVE (VP Rep)

- During the absence of the President, his duties and powers may be exercised by the VP Rep
- In the absence or inability of the President, the VP Rep shall act as the liaison officer between Milton Minor Hockey Association and the Ontario Minor Hockey Association and the Tri-County Association.
- The VP Rep shall be responsible for directing the appropriate scheduling of all Milton Minor Hockey Association Representative and Minor Development Team games
- The VP Rep shall act as the liaison between the Milton Minor Hockey Association and the Milton Referees' Association in any matter concerning Representative and Minor Development and Select Teams.
- The following Board Members report directly to the VP Rep:
  - Tournament Director
  - Equipment Director
  - Development Director

## 13) DUTIES OF THE VICE-PRESIDENT - HOUSELEAGUE (VP HL)

- During the absence or inability of both the President and the VP Rep, their duties and powers may be exercised by the VP HL
- The VP HL shall be in charge of the Milton Minor Hockey Association House League program, setting up respective teams as he sees fit.
- The VP HL shall be responsible for directing the appropriate scheduling of all Milton Minor Hockey Association House League games in conjunction with the appropriate Convenors
- The VP HL shall act as liaison between Milton Minor Hockey Association and the Milton Referees' Association in any matter concerning House League Teams.
- The VP HL shall be responsible for the annual house league 'Championship Playoff Tournament' and/or establish a Chairperson that will organize and run the event.
- The following Board Members report directly to the VP HL:
  - Timbit Director
  - Tournament Director
  - Equipment Director
  - Sponsorship Director
  - Development Director

## 14) DUTIES OF THE SECRETARY

- The Secretary shall be ex-officio clerk of the Board of Directors
- The Secretary shall attend all meetings of the Board of Directors

- The Secretary shall digitally record all facts and minutes of all proceedings.
- The Secretary shall give all notices required to be given to members and to Directors
- The Secretary shall be the custodian of the seal of the Corporation
- The Secretary shall be responsible for directing the scheduling of regular and special board meetings by the Ice Scheduler/Administrator
- The Secretary shall be responsible for reviewing or directing the review of all communications that are posted on behalf of the Association, on the Milton Minor Hockey Association website or in any other forum that is under the control of Milton Minor Hockey Association
- The Secretary shall make available, upon request, Board and General Meeting minutes
- Ensure that the Constitution, by-laws, procedures and policies are carried out in accordance with the MMHA, OMHA and CHA policy
- The following Board Members report directly to the Secretary:
  - Director of IT

#### 15) DUTIES OF TREASURER

- The Treasurer shall maintain full and accurate accounts of all receipts and disbursements using proper bookkeeping and accounting practices.
- The Treasurer shall deposit all moneys or other valuable affects in the name and credit of the Corporation in such bank or banks as designated by the Board of Directors.
- The Treasurer shall disburse the funds of the Corporation under the direction of the Board of Directors, taking proper vouchers.
- Provide financial statements on a monthly basis to the Board of Directors.
- Be responsible to secure an accountant annually.
  - The yearly audit should be completed in as timely a manner as possible after the year end of the Corporation.
- Prepare annual budgets prior to March of each year.
- Maintain Account Receivables with assistance of the Administrator/Ice Scheduler.
- The Treasurer shall maintain all financial books, papers, records, correspondence, contracts and other documents belonging to the Corporation which he shall deliver up only when authorized by resolution of the Board of Directors to do so and to such person or persons as may be named in the resolution
- The following Board Members report directly to the Treasurer:
  - Tournament Director
  - Sponsorship Director
  - Development Director
  - Equipment Director
  - Director of IT

#### 16) DUTIES OF PARENT LIAISON

- The Parent Liaison Director shall be responsible for ensuring that every team in Milton Minor Hockey Association has a registered Parent Liaison prior to the start of the hockey season.
- The Parent Liaison Director shall hold a meeting prior to the commencement of the Representative and House League Seasons with the corresponding team Parent Liaisons to communicate Liaison duties and responsibilities
- The Parent Liaison Director shall act as a neutral observer on behalf of the Association at the request of Teams, Members or Board Members

- The Parent Liaison Director shall be present at all Disciplinary Meetings
- The Parent Liaison Director shall follow the Dispute Resolution Guidelines as outlined in the OMHA Risk Management Guide

## 17) DUTIES OF DIRECTORS

### - 17A) DUTIES OF DIRECTORS CHARGED WITH RESPONSIBILITY FOR A DIVISION OF COMPETITION

- Each Director shall be responsible for the general management, supervision, and efficient operation of their respective division of competition
- Each Director shall follow direction and guidelines provided by their Supervising Executive Director
- For example, the Timbit Director is responsible to follow the direction and guidelines provided by the VP HL
- Failure to comply with guidelines provided by the Supervising Executive Director is grounds for Board Dismissal

### - 17B) GENERAL DUTIES OF DIRECTORS

- Directors shall be responsible for the general management, supervision and efficient operation of their respective areas of responsibility
- Directors may select other individuals to assist them in their duties.
- Directors shall liaise with their Lead Executive Director
- Directors shall follow budget guidelines as set out by the Treasurer and as agreed to by the Board at all times. Failure to adhere to budgetary guidelines/constraints shall be considered just cause for immediate dismissal from the Board

## 18) DIRECTORS

### 18A) DEVELOPMENT DIRECTOR (PLAYER AND COACH DEVELOPMENT)

- The Development Director shall organize, operate, and publicize all clinics deemed necessary by the Association which will provide training to all players, coaches and trainers.
- The Development Director shall oversee the complete operation of the Hockey Development program consisting of and not limited to:
  - Preparing a yearly hockey development budget.
  - Obtaining Championship/Finalist Banners in cooperation with League Convenors and the Vice Presidents
  - Special Skills Events
  - Hockey Library Material Acquisitions.
  - NCCP Coaches and Trainers Clinics, Prevention Services Clinic, Chip etc.

### 18B) EQUIPMENT DIRECTOR

- The Equipment Director shall maintain and keep an accurate inventory of all equipment owned by the Association.

- The Equipment Director shall recommend to the Board all reasonable purchasing, maintenance, disbursement and disposal of all equipment, sweaters and socks for all of the Association teams.
- The Equipment Director shall collect security deposits and obtain a signed declaration sheet for all goalie equipment loaned.
- The Equipment Director shall solicit bids and purchase hockey equipment as required according to Board RFQ policies
- The Equipment Director shall solicit bids and purchase sweaters and socks for all Association divisions □ according to Board RFQ policies and under the direction of VP HL and VP Rep
- The Equipment Director shall liaise with the Sponsorship Coordinator and VP HL to coordinate Sponsor Bar allocation and placement for House League Teams/Divisions.
- The Equipment Director shall arrange delivery of sweaters to all association House League teams.
- The Equipment Director shall submit to the Treasurer prior to the February January Board meeting an estimate of revenues and expenditures for equipment, sweaters and socks for the next fiscal year of the Association.
- The Equipment Director shall present a monthly report regarding purchasing and equipment to the Board.
- The Equipment Director shall recommend policy to the Board regarding equipment purchasing and management, including storage and tracking.
- The Equipment Director shall attend all Board meetings or have a replacement present with a report.
- The Equipment Director shall administer all internal and external requests for use of the MMHA logo consistent with current MMHA policy.

#### 18C) DIRECTOR OF INFORMATION TECHNOLOGY AND COMMUNICATIONS (IT&C)

- The Director of IT&C shall perform duties as directed by the Secretary.
- The Director of IT&C shall submit all publications and postings to the Secretary for review prior to posting and shall not post or publicize without expressed approval by the Secretary
- The Director of IT&C shall be responsible for the publication of newsletters and administering Social media for the Association.
- The Director of IT&C shall be responsible for the maintenance and function of the Milton Minor Hockey Association web site.
- The Director of IT&C shall be responsible for all advertising communications related to the Association.
- The Director of IT&C shall be the primary contact for local newspapers.
- The Director of IT&C shall be responsible for all communication with outside interest groups.
- The Director of IT&C shall assist the Sponsorship Director in soliciting and coordinating recognition of community support.
- The Director of IT&C shall initiate ad campaigns as directed by the Board of Directors.
- The Director of IT&C shall attend all Board meetings or have a replacement present with a report.

#### 18D) SPONSORSHIP DIRECTOR

- The Sponsorship Director shall solicit, arrange and maintain all sponsorship within the association with the exception of Individual Player and individual Representative Team sponsorships.
- The Sponsorship Director shall maintain up to date information on current sponsors, mailing addresses, payment and special requests made by sponsors.
- The Sponsorship Director shall correspond and visit with the Sponsors to provide information required to secure sponsorship which will include prices, benefits, questionnaires and team schedule information.
- The Sponsorship Director shall act as a liaison/spokesperson for all Association sponsorships.
- The Sponsorship Director shall solicit new donors for Association sponsorships to fill vacancies left by departing sponsors as the need arises.
- The Sponsorship Director shall coordinate with the Equipment Manager, VP HL and the League Administrators for the order of and delivery of sweaters as requested for all teams and sponsor sweaters.
- The Sponsorship Director shall work with the Information Technology and Communications Director to promote and publicize the interests of the Association.
- The Sponsorship Director shall present a monthly report regarding sponsorship to the Board.
- The Sponsorship Director shall coordinate Picture Day for House League and Representative hockey by Directing the Office Administrator to act as the Contact person with the Photographer and to ensure the distribution thereof.
- The Sponsorship Director shall Ensure delivery of Sponsor Plaques of Appreciation.
- The Sponsorship Director shall attend all Board Meetings

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#### 18E) TOURNAMENT DIRECTOR

- The Tournament Director shall be responsible for the solicitation of teams to fill divisions for all Milton Minor Hockey Association sponsored Tournaments
- The Tournament Director shall coordinate the scheduling of ice time for tournaments through the Ice Scheduler Administrator
- The Tournament Director shall direct the Office Administrator to execute an RFQ for tournament trophies and awards
- The Tournament Director shall notify TriCounty and OMHA of planned tournaments prior to deadlines for submission
- The Tournament Director shall prepare a budget for submission to the Treasurer prior to setting of Tournament Fees
- The Tournament Director shall be responsible for the coordination of all volunteers required to operate tournaments
- The Tournament Director shall provide a financial summary at the board meeting immediately following each tournament

#### 18F) TIMBIT DIRECTOR

- The Timbit Director shall coordinate under the guidance of the VP HL the Squirt, Timbit and Beginner House League Programs.
- The Timbit Director shall be responsible for assigning coaches to the Timbit and Beginner House League Programs.
- The Timbit Director shall liaise with the Development Director to coordinate a development plan for each of the Squirt, Timbit and Beginner Programs

- The Timbit Director shall be responsible for ensuring the coordinated placement of players in the Squirt, Timbit and Beginner Programs based on Skill Level
- The Timbit Director, along with the VP Rep, shall be responsible for Coach Selection for the Squirt Program
- The Timbit Director shall not be eligible to coach in the Squirt Division

#### 19) HOUSE LEAGUE CONVENORS

- House League Convenors shall perform their duties as prescribed by the League Directors and the VP HL
- A House League Convenor shall be in charge of his respective division
- House League Convenors shall be responsible for all team activities of the teams within the division.
- House League Convenors shall maintain close contact with the Board of Directors as to the activities of the teams within the league.
- House League Convenors shall be responsible for ensuring that all teams in their division are rostered per OMHA guidelines prior to the commencement of the House League Season
- House League Convenors shall assist in the draft for the selection of teams in House league.
- House League Convenors shall have the authority to enforce the policies of the MMHA.
- House League Convenors shall be present when possible at games in the league they represent.
- House League Convenors shall maintain league standings.
- House League Convenors shall advise the VP HL of the need for re-balancing of teams in the Division no later than two weeks prior to House League Photo Day.
- House League Convenors shall ensure that all discipline and suspensions are carried.
- House League Convenors shall not be encouraged to act as coach/trainer/manager of a team in the Division where they act as Convenor.
- House League Convenors shall check to ensure that all injuries are reported and managed in accordance the MMHA and OMHA trainer certification program.
- House League Convenors shall arrange to have all loaned equipment returned to the Equipment Manager for storage and cleaning at the end of each season immediately following the conclusion of each Division's Championship Playoff.

#### 20) ADMINISTRATORS

- Milton Minor Hockey Association shall have no fewer than three (3) Administrators:
  - A Representative Administrator/Office Manager/Ice Scheduler
  - A House League Administrator
  - A minimum of one Office Administrator
- Administrative Positions shall be independent contractor positions
- Administrators report directly to the Executive Directors
- Contracts for Administrators shall be reviewed annually by the Executive and the Executive shall recommend to the Board whether to offer renewal, cancel or modify each individual contract for a term of not longer than one (1) year

#### 20A) REPRESENTATIVE ADMINISTRATOR/OFFICE MANAGER/ICE SCHEDULER (“Rep Administrator”)

- The Rep Administrator shall be responsible for:
  - Maintaining office hours as prescribed by the Board of Directors and defined in the contract.
  - Acting as the Milton Minor Hockey Association's liaison with the OMHA and Tri-County.
  - Attending OMHA sanctioned meetings including the OMHA AGM as well as monthly Tri-County meetings.
  - Reporting and communicating information from OMHA and Tri-County back to the MMHA Board of Directors.
  - Administering all paperwork relative to MMHA and the OMHA ensuring all players and teams are properly rostered and registered
  - Administering the appropriate insurance forms, permits, reconciliations, and applications.
  - Maintaining the MMHA website along with the Director of IT&C with respect to all posted Association notices, schedules, pictures, newsletters, and advertising.
  - Arranging for advertising of major events during the MMHA season through media in conjunction with the Director of IT&C.
  - Assisting the Development Director with booking and collection of Fees for Coach and Player Development Clinics.
  - Directing and Coordinating Player Registration by receiving registrations within the office, coordinating and managing online Registration and dealing with electronic payments.
  - Assisting the VP Rep by preparing and communicating information regarding tryout preparations, suspensions and other administrative duties required to be communicated to the coaches
  - Processing and tracking Permission to Skate forms.
  - Scheduling all activities within MMHA including but not limited to:
    - Exhibition games
    - Practices
    - Interlocking Tri-County Schedule for Rep games
    - House League and MD Games and Practices
    - In-house tournaments
    - Player and Coach Development (in co-operation with the Development Director, VP Rep and VP HL)
    - Meeting rooms for:
      - Team meetings
      - Association Photography Sessions
      - Board Meetings
      - General Meetings
  - Representing MMHA's interests with Town of Milton regarding ice allocation process
    - Attend user group meetings pertaining to ice allocation throughout the year.
  - Represent MMHA's interests with the Milton Referees Association by:
    - Booking referees for all home exhibition, regular season and playoff Rep, House League and MD games
    - Booking referees for all In-house Tournaments.
  - Providing and collecting fees for necessary travel permits for teams' games and tournaments.
  - Representing MMHA's interests with the Regional Executive member of the OMHA in terms of booking referees and communicating requests and inquiries on behalf of the Association.
  - Overseeing the administration of all play down contracts for both Tri-County and OMHA sanctioned playoff series.
  - Attending OHMA and Tri-County sanctioned meetings including their AGM.



- Assisting the Treasurer by reconciling cost of ice used by MMHA and other supplementary ice time.
- Assisting in budget planning regarding ice costs etc.
- Representing MMHA's interests between Coaches, Managers, and the Town of Milton regarding requests for extra ice time booked outside of MMHA hours.
- Any other duties deemed necessary by MMHA.

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#### 20B) HOUSE LEAGUE ADMINISTRATOR

- The House League Administrator shall be responsible for:
  - Assisting the VP of House League regarding:
    - scheduling coaches meetings
    - team rostering
    - scheduling
    - suspensions
    - other administrative duties required to support the VP HL.
  - Assisting administratively by preparing communications and accumulating information as directed by Board Members.
  - Investigating sources of community funds, government funding or private funding and communicating them to the Board of Directors for any action.
  - Assisting with the preparation of any application for funding.
  - Assisting the Treasurer by reconciling cost of ice used by MMHA and other supplementary ice time.
  - Any other duties deemed necessary by MMHA or by the Rep Administrator.

#### 20C) OFFICE ADMINISTRATORS

- Office Administrators shall be responsible for:
  - Acting as a Customer Service Representative by dealing with general daily inquiries via phone, e-mail, text or fax and forwarding them to the appropriate Director for response.
  - Sorting mail and forwarding to the appropriate Director for action.
  - Assisting administratively by preparing communications and accumulating information as directed by Board Members.
  - Investigating sources of community funds, government funding or private funding and communicating them to the Board of Directors for any action.
  - Assisting with the preparation of any application for funding.
  - Assisting the Treasurer by reconciling cost of ice used by MMHA and other supplementary ice time.
  - Any other duties deemed necessary by MMHA or by the Rep Administrator.

#### 21) EXECUTION OF DOCUMENTS

- Deeds, transfers, licenses, contracts and engagements on behalf of the Corporation shall be signed by either the President or one Vice-President and by the Secretary, and the Secretary shall affix the seal of Corporation to such instruments as require the same.
- Contracts in the ordinary course of the Corporation's operation may be entered into on behalf of the Corporation by the President, either Vice-President, the Treasurer or by any person authorized by the board.
- Notwithstanding any provisions to the contrary contained in the by-laws of the Corporation, the Board of Directors may at any time by resolution direct the manner in which (and the person or persons by who) any particular instrument, contract or obligations of the Corporation may or shall be executed.

## 22) BOOKS AND RECORDS

- The directors shall see that all necessary books and records of the Corporation required by the by-laws of the Corporation or by any applicable statute or law are regularly and properly kept.

## 23. MEMBERSHIP

### 23A) ELIGIBILITY

- Membership in the Corporation shall be open to all residents of the Town of Milton and to all persons outside of the Town of Milton, and their parents or legal guardians, who are authorized by the O.M.H.A. Rules and Regulations to play hockey in the Town of Milton regardless of sex, colour, race or creed.

### 23B) CLASSES OF MEMBERSHIP

- There shall be three (3) classes of members:
  - (i) Active Players
    - Active Players are defined as Players who are fully paid registrants for the current season
    - The current season begins on the opening date of registration and runs through until the day prior to the AGM of the next season.
    - for example, if:
      - registration for the 2015-2016 season opens on April 1st, 2015 and
      - the AGM for the 2014-2015 season is scheduled for May 31st, 2015,
      - then on May 31st, 2015 only players who have paid registration for the 2015-2016 season are considered to be Active Players
  - (ii) Parents or Guardians of Active Players;
  - (iii) Life members.
    - Life membership is the highest honour that can be bestowed by the Association
    - Life Membership is awarded only for distinctive services to the Association.
    - Life membership shall be limited to 5 persons.
    - The person or persons nominated for Life membership shall be presented to the Annual Meeting by Motion.

- Such motions for life membership may only be presented by the Board of Directors.
- Life Members are eligible to vote at General Meetings however they are ineligible to hold a Board Position unless they are the Parent or Legal Guardian of an Active Player

### 23C) MEMBER OBLIGATIONS TO MAINTAIN MEMBERSHIP

- With the exception of the Life Members, to remain a member each member shall pay annual membership dues in the form of Registration Fees and be willing to agree to and abide by the rules and regulations of the Corporation.
- Failure to abide by the rules and regulations of the Corporation, including but not limited to those found in the Milton Minor Hockey Association Code of Conduct, may result in the forfeiture of Membership Status, at the recommendation of the Disciplinary Committee and as determined by Majority Vote of the Board of Directors

### 24. DUES

- There shall be dues or Registration fees payable by members as shall from time to time be fixed by by-law by a majority vote of the Board of Directors, which vote is effective only until the next annual meeting of the members unless confirmed thereat, and, in default of confirmation thereat, ceases to have effect at and from that time, and in that case no new by-law of the same or like substance has any effect until confirmed at a general meeting of the members.
- The Secretary shall notify the members who are required by the Board of Directors to pay dues prior to registration by publication on the Milton Winterhawks Website of the dues or fees at any time payable by them and, if any are not paid prior to or at Registration the members in default shall thereupon automatically cease to be members of the Corporation, but any such members may on payment of all unpaid dues or fees plus any late fee prescribed by the Board be reinstated.

### 25. ANNUAL AND OTHER MEETINGS OF MEMBERS

#### 25A) ANNUAL MEETING SCHEDULING

- The annual meeting of the members shall be held at the head office of the Corporation or elsewhere in Ontario as the Board of Directors may determine.
- There will be one (1) general meetings of the members per year to be held at 7:00pm on the last Thursday of May each year, at which time the Board of Directors are to be elected and annual business will be enacted.
- Members may consider and transact any business, either special or general, without any notice thereof at any meeting of the members.

#### 25B) (OTHER) GENERAL MEETING SCHEDULING

- Any other general meeting of the members shall be held at the head office of the Corporation or elsewhere in Ontario as the Board of Directors may determine and on such day as the said Directors shall appoint.

## 25C) ANNUAL GENERAL MEETING BUSINESS

- At every annual meeting, in addition to any other business that may be transacted, the report of the directors, and a financial report of the auditors shall be presented and a Board of Directors elected and auditors appointed for the ensuing year and the remuneration of the auditors shall be affixed.
- The members may consider and transact any business either special or general, without any notice thereof at any meeting of the members.
- The Board of Directors or President or one Vice President shall have power to call at any time a general meeting of the members of the Corporation.
- No public notice nor advertisement of members' meetings, annual or general, shall be required, but notice of the time and place of every such meeting shall be given to each member by delivering it personally to the member or by delivering it personally to any person in the members family unit or be sending notice by email ten days before the time fixed for the holding of such meeting; provided that any meeting of members may be held at any time and place without such notice if all the members of the Corporation are present thereat and at such meeting any business may be transacted which the Corporation at annual or general meetings may transact
- The order of business at all meetings may be as follows:
  - (i) Call to order
  - (ii) Approval of agenda
  - (iii) Reading and approval of Minutes of previous meeting
  - (iv) Business arising/actionable items from previous meeting
  - (v) Treasurer's Report
    - a. Approve the financials reviewed/audited by the auditors (at general meeting)
    - b. Approve upcoming year's budget (at general meeting)
  - (vi) Election of Auditor for upcoming year (at general meeting)
  - (vii) Portfolio reports
  - (vii) New business
  - (viii) Correspondence
  - (ix) Amendment to by-laws (at annual general meeting)
  - (x) Election and installation of Board of Directors (at general meeting)
  - (xi) Adjournment

## 25D) NOMINATING

- Nominations for a position on the Board of Directors may be submitted to the Secretary, in writing, prior to the annual general meeting or may be made from the floor at the meeting.
- If the nomination is in writing and the person nominated has consented to stand for election, in writing, that person's attendance at the annual general meeting is not required at the meeting. If that person has not consented to stand for election, in writing, that person's attendance at the annual general meeting is required to stand for election

## 26. ERROR OR OMISSION IN NOTICE

- No error or omission in giving notice of any annual or general meeting or any adjourned meeting, whether annual or general, of the members of the Corporation shall invalidate such meeting or make void any proceedings taken or had thereat.
- For the purpose of sending notice to any member, director or officer shall be his last email address recorded on the books of the Corporation.

## 27. ADJOURNMENTS

- Any meetings of the Corporation or of the Directors may be adjourned to any time and from time to time and such business may be transacted at such adjourned meeting as might have been transacted at the original meeting from which such adjournment took place.
- No notice shall be required of any such adjournment.
- Such adjournment may be made notwithstanding that no quorum is present.

## 28. QUORUM OF MEMBERS

- A quorum for the transaction of business at any meeting of members shall consist of not less than three members present in person.

## 29. VOTING OF MEMBERS

### 29A) VOTING ELIGIBILITY AND PARTITIONING

- Lifetime Members shall be entitled to one (1) vote per motion
- Parents/Legal Guardians shall be entitled to one (1) vote per motion on behalf of all of their children who are Members of Milton Minor Hockey Association on motions presented at the Annual General Meeting and at Other General Meetings, given that:
  - no more than one vote may be submitted per player
  - only one vote may be submitted per family
    - for example:
      - a family with three (3) Player/Members shall be entitled to one (1) total vote
      - a husband and wife who both attend the AGM who have one (1) child who is a Player/Member shall be entitled to one (1) total vote
  - if a Player/Member is 18 years of age or older he may vote for himself or be represented by his Parent(s)/Legal Guardian(s)

### 29B) DECIDING VOTES

- At all meetings of members every question shall be decided by a majority of votes of the members present in person unless otherwise required by the by-laws of the Corporation, or by-law.
- Non-Members who have been appointed to fill Board Positions for the Preceding year shall not be eligible to vote at the Annual General Meeting however they shall be eligible to vote at Other General Meetings.
- The Secretary shall act as Chairman for all General Meetings. If the Secretary is unable to attend a General Meeting for any reason or if there is no Secretary then the Treasurer shall

act as the Chairman. If neither the Secretary nor the Treasurer is in attendance and the Secretary has not designated a substitute Chairman in writing to the Board in advance of the General Meeting then the President shall appoint a Chairman prior to commencement of the General Meeting.

- Every question shall be decided in the first instance by a show of hands unless a poll be demanded by any member.
- Upon a show of hands, every member having voting rights shall have one vote, and unless a poll be demanded a declaration by the Chairman that a resolution has been carried and an entry to that effect in the minutes of the Corporation shall be admissible in evidence as 'prima facie' proof of the fact without proof of the member or proportion of the votes accorded in favour of or against such resolution.
- The demand for a poll may be withdrawn, but if a poll be demanded and not withdrawn the question shall be decided by a majority of votes given by the members present in person and such poll shall be taken in such manner as the Secretary shall direct
- The result of such poll shall be deemed the decision of the Corporation in General Meeting upon the matter in question.
- In case of equality of votes at any general meeting, whether upon show of hands or at a poll, the Chairman shall be entitled to a second or casting vote.

### 30. FINANCIAL YEAR

- Unless otherwise ordered by the Board of Directors, the Fiscal Year of the Corporation shall terminate on the 31st day of March in each year.

### 31. CHEQUES, ETC.

#### 30A) ELIGIBLE SIGNEES

- The following Executive Directors shall have signing privileges for financial purposes:
  - 1. The President
  - 2. The Treasurer
  - 3. The Secretary

#### 31B) REQUIRED SIGNEES

- All cheques, bills of exchange or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors shall require endorsement by two of three eligible signees.
- Notes and drafts for collection on account of the Corporation through its bankers and cheques for deposit with the Corporation's banker for the credit of the Corporation may be endorsed "for deposit" with the bankers of the Corporation by using the Corporation's rubber stamp for the purpose.
- Any one of such officers or agents so appointed may arrange, settle, balance and certify all books and accounts between the Corporation and the Corporation's bankers and may receive all paid cheques and vouchers and sign all the bank's forms or settlement of balances and release or verification slips.

### 32. DEPOSIT OF SECURITIES FOR SAFEKEEPING

- The securities of the Corporation may be deposited for safekeeping with one or more bankers, trust companies or other financial institutions to be selected by the Board of Directors.
- Any and all securities so deposited may be withdrawn, from time to time, only upon the written order of the Corporation signed by such officer or officers, agent or agents of the Corporation, and in such manner as shall from time to time be determined by resolution of the Board of Directors shall be fully protected in acting in accordance with the directions of the Board of Directors and shall in no event be liable for the due application for securities so withdrawn from deposit or the proceeds thereof.

### 33. NOTICE

- Any notice (which term includes any communication or document) to be given, sent, delivered or served pursuant to the Act, the letters patent, the by-law or otherwise to a Member, Director, officer or auditor shall be sufficiently given if delivered personally to the person to whom it is to be given or if delivered to a member of that person's family or if delivered to his recorded address or if mailed to him at his recorded address by prepaid transmitted or recorded communication.
- A notice so delivered shall be deemed to have been given when it is delivered personally or at the recorded address as aforesaid; a notice so mailed shall be deemed to have been given when dispatched or delivered to the appropriate communication company or agency or its representative for dispatch.
- The Secretary may change or cause to be changed the recorded address of any member, director, officer or auditor in accordance with any information believed by him to be reliable.

### 34. BORROWING

34A) The directors may from time to time by unanimous vote of all Directors and Executive:

- (i) borrow money on the credit of the Corporation or
- (ii) issue, sell or pledge securities held by the Corporation;
- (iii) charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Corporation, include 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 Corporation.

34B) From time to time the directors may authorize any director, officer or employee of the Corporation or any other person to make arrangements with reference to the moneys borrowed or to be borrowed as aforesaid and as to the terms and conditions of the loan thereof, and as to the securities to be given therefore, with power to vary or modify such arrangements, terms and conditions and to give such additional securities for any moneys borrowed or remaining due by the Corporation as the directors may authorize, and generally to manage, transact and settle the borrowing of money by the Corporation.

### 35. AMENDMENTS TO THIS BY-LAW

35A) PROCEDURE FOR AMENDMENT PROPOSAL

- Any Director, Officer or other Member intending to propose an amendment to this by-law shall present a signed Notion of Motion in writing to the Secretary ten (10) days before a general or annual meeting prior to the meeting at which the amendment will be moved, discussed and voted upon, so all the proper consideration may be given to the proposal.

35B) ENFORCEMENT OF AMENDMENTS

- The amendment of any by-laws taking place at the end of the Annual General Meeting shall commence to be in force at the General Annual Meeting at which they were moved and carried by a majority vote of the members present.

36. INTERPRETATION

- In these by-laws and in all other by-laws of the Corporation hereafter passed unless the context otherwise requires, words importing the singular number of the masculine gender shall include the plural number of the feminine genders as the case may be, and vice versa, and references to persons shall include firms and corporation.
- Amendments passed by the Majority of Members and Board of Directors and sealed with the corporate seal this 30th day of May, 2016

Malcolm Kelly, President \_\_\_\_\_

Jeff Diggle, Treasurer \_\_\_\_\_