

CAPREOL MINOR HOCKEY ASSOCIATION CONSTITUTION

INTERPRETATION

In this By-Law and all other By-Laws and resolutions of the Corporation unless the context otherwise requires:

"Act" means the *Not-for-Profit Corporations Act*, 2010 (Ontario);

"Administrative Year" means the year commencing immediately after the annual election of the officers and directors of the Corporation;

"Annual and General Meeting" "Annual Meeting" or "General Meeting" means a meeting of Members as provided for by Section 52 of the Act;

"Board" means the board of directors of the Corporation;

"By-Law" means this By-law (including any schedules to this By-law) and all other by-laws of the Corporation as amended, and which are, from time to time, in force;

"President" means the President and Chair of the Board who shall also be the President of the Corporation;

"Corporation" means Capreol Minor Hockey Association;

"Letters Patent" means the articles of incorporation of the Corporation dated the 20th day of October, 1983;

"Member", "Members", and "Membership" shall each have the meaning prescribed in Section 5.01 hereof; and

"Officer" means an officer of the Corporation and **"Officers"** means any one or more of the collective officers of the Corporation.

Terms - All terms contained in the By-Laws which are defined in the *Act* shall have the meanings given to such terms in the *Act*.

Number and Gender - Words importing the singular number only shall include the plural and vice versa; words importing the masculine gender shall include the feminine and neuter genders; words importing persons shall include bodies corporate, corporations, companies, partnerships, syndicates, trusts and any number or aggregate of persons.

Headings - The headings used in the By-Laws are inserted for reference purposes only and are not to be considered or taken into account in construing the terms or provisions thereof or to be deemed in any way to clarify, modify or explain the effect of any such terms or provisions.

Severability and Precedence - The invalidity or unenforceability of any provision of this By-law shall not affect the validity or enforceability of the remaining provisions of this By-law. If any of the provisions contained in the By-laws are inconsistent with those contained in the Articles or the *Act*, the provisions contained in the Articles or the *Act*, as the case may be, shall prevail.

Execution of Contracts - Deeds, transfers, assignments, contracts, obligations, and other instruments in writing requiring execution by the Corporation may be signed by any two of its Officers or Directors. In addition, the Board may from time to time direct the manner in which and the person by whom a particular document or type of document shall be executed. Any person authorized to sign any document may affix the corporate seal, if any, to the document. Any Director or Officer may certify a copy of any instrument, resolution, by-law, or other document of the Corporation to be a true copy thereof.

ARTICLE 1 – NAME

The name of this organization shall be known as the **CAPREOL MINOR HOCKEY ASSOCIATION INCORPORATED** and reference to the Association in this Constitution shall mean, “Capreol Minor Hockey Association Incorporated”.

ARTICLE 2 - AIMS AND OBJECTIVES

To provide a wholesome hockey experience not only for the players, but also for the coaches, managers and league officials. Our main interest shall always be in the players, and NOT their ability. Sportsmanship, fair play, good citizenship, friendly competition, enjoyment and full participation for all team members shall always be our guiding light. The Association shall foster this belief – **THAT IT IS THE ENTITLEMENT OF EVERY PLAYER TO HAVE EQUAL OPPORTUNITY TO PLAY**. All decisions of this Association shall be tempered with reason and will always consider the feelings of the individual and the team. It is our belief that this atmosphere will provide the greatest enjoyment and a wholesome experience for all concerned.

ARTICLE 3 – OBJECTIVES

- a) To organize minor hockey in Capreol
- b) To govern minor hockey in Capreol
- c) To provide an equal opportunity for every player
- d) To provide a set of uniform rules for all teams
- e) To provide a uniform set of coaching instructions
- f) To provide finances when required to maintain a hockey program
- g) To provide hockey under the “City of Greater Sudbury”
- h) To organize the Annual Hockey Banquet when applicable

ARTICLE 4 – AUTHORITY

The authority to govern the **CAPREOL MINOR HOCKEY ASSOCIATION INCORPORATED** shall be vested in the Executive Officers, unless otherwise designated by those present.

ARTICLE 5 – DIRECTORS

- a) President
- b) Immediate Past-President
- c) Vice-President
- d) Secretary
- e) Treasurer
- f) Chairman of Ways and Means
- g) Equipment Director/Coaching coordinator
- h) Chief Timekeeper
- i) Team Liaison
- j) Tournament Convener

- k) Ice Convener
- l) NOTE: Half plus 1 member shall constitute a quorum

ARTICLE 6 – DUTIES OF THE DIRECTORS

- a) Be responsible for the management of the Corporation, control and drafting of policies concerning House League hockey and teams, and direct its affairs through Officers of the Corporation.
- b) They shall, when required, appoint committees to raise funds, and banquets, etc.
- c) They shall follow rules and regulations of OHF/NOHA for House League hockey
- d) They shall set the cost of registration for players and membership as required
- e) They will have the authority to appoint replacements to the Directors should a vacancy occur
- f) They shall appoint coaches and managers, as required
- g) They shall approve payment of all accounts when found correct
- h) They shall appoint referees and other officials as required
- i) They shall agree on the length of schedules
- j) Any Director acting in a manner detrimental and prejudicial to the Association shall be dismissed by a simple majority vote of the members of the Corporation.
- k) Every Director shall respect the confidentiality of matters brought before Director Meetings for consideration in camera.
- l) *Each Director shall be an individual who is a member of the corporation in good standing, at least eighteen years of age, an individual who has not been found incapable of managing property under the Substitute Decisions Act, 1992 (Ontario) or the Mental Health Act (Ontario), and an individual who has not been found incapable by court in Canada or elsewhere, and an individual who is not bankrupt within the meaning of the Bankruptcy and Insolvency Act (Canada).*
- m) *A director may be appointed to any office of the Corporation in accordance with this By-Law or the Act.*
- n) *They shall serve as such without remuneration and shall not receive any profit from occupying the position of Director subject to being reimbursed for reasonable expenses that they incur in the performance of their duties as approved by the Board.*
- o) A Director who is in any way directly or indirectly interested in a contract or transaction, or proposed contract or transaction, with the Corporation shall make the disclosure required by the Act. Except as provided by the Act, no such Director shall not be a part of a meeting of Directors or vote on any resolution to approve any such contract or transaction.

ARTICLE 7 – DUTIES OF DIRECTORS

PRESIDENT

- a) To call meetings when required and to administer the Association in accordance with the Constitution and By-laws
- b) To represent the Association at all functions as required
- c) To be an ex-office member of all committees
- d) To co-ordinate and make selection of coaches, managers, and team trainers of teams with the approval of the Directors
- e) Obtain Hockey Canada Registry training as required and received “write” access
- f) Maintain an updated list of teams, players and personnel to be distributed to the Executive
- g) To create, upload and confirm all registration, documents and files are accurate and update on the HCR system
- h) Liaise with the Treasurer relating to collecting all registration fees

VICE-PRESIDENT

- a) To act in the absence of the President as chairman of all meetings
- b) To be the Association representative along with the President as all meetings pertaining to out-of-town hockey activities
- c) To assist with creating, uploading, and confirming annual registration the President
- d) Will provide interpretation of rules, regulations and policies for the convenor when requested

SECRETARY

- a) To record the minutes of all duly constituted meeting of the Association
- b) To book and notify all members of forthcoming meetings
- c) To publicize the activities of the Association when required

TREASURER

- a) To receive all monies paid into the Association and keep an accurate record of the same, as well as all monies disbursed.
- b) To maintain an account in the chartered bank/credit union, as designated by the Directors, in the name of the Association, into which all monies of the Association are to be deposited, and from which all disbursements are to be made. All cheques issued by the Association must be co-signed by the President and/or other designate.
- c) Provide an up-to-date financial report at each month end when required
- d) To handle correspondence pertaining to the business of the Association
- e) Will be responsible for to pay ice officials for tournaments and Jamborees through the Official coordinator

CHAIRMAN OF WAYS AND MEANS

- a) To be responsible for all promotions carried on by the Association, i.e. fund-raising
- b) To be responsible for all social activities of the Association
- c) To set up sub-committees in connection with fund-raising
- d) To prepare any necessary lottery licenses
- e) To prepare any necessary lottery reports
- f) To obtain financial from each team on a monthly basis
- g) Request in a timely manner all travel permits requested from CMHA teams participating in tournaments

EQUIPMENT DIRECTOR/COACHING CO-ORDINATOR

- a) To be responsible for hockey equipment which is the property of the Association
- b) To be responsible for upkeep and for the purchase of all hockey equipment – to give an updated financial report and/or monies to the Treasurer and President
- c) To ensure that equipment is properly stored during the off-season
- d) To arrange and be responsible for coaches and trainers clinics to be held in conjunction with the program as laid down by Hockey Canada.

CHIEF TIMEKEEPER

- a) To be responsible for recruiting, training and scheduling timekeepers
- b) To give an invoice of all games and timekeeper to the treasure every month
- c) To dispense all monies owing on a monthly bases to the timekeepers

TEAM LIAISON

- a) Deal with complaints of harassment and abuse from CMHA parents, coaches or players
- b) To be convenor of all teams from U7 TO U18
- c) Act as Executive liaison to coaches, players and parents
- d) Will review, direct and resolve issues and concerns from parents & teams that have followed the chain of Complaints
 - ✚ Chain of Command I.E. Parent complaints
 - ✚ 48 Hr rule
 - ✚ Then to Manager
 - ✚ Then to Coach
 - ✚ Then to Convener
 - ✚ Then to Vice President
 - ✚ Then to the Executive Board
- e) Will be responsible to interpret board policy, the constitution and the playing rules for the coaches, parents and children when requested
- f) Will present a written report of issues or concerns at each meeting
- g) Will bring forward issues or concerns to Vice President, then to Board of Directors if it cannot be resolved

TOURNAMENT CONVENOR

- a) Receive, review and accept teams for participation in the annual house league tournament(s) & Jamboree(s)
- b) Prepare schedules for teams participating in tournament(s)
- c) Ensure that all teams receive the tournament schedules.
- d) Will present a final schedule for the tournament(s) or and jamboree(s) to the Directors, City Booking Clerk and any other member that is deemed to be advised a month prior to tournament(s) and or Jamboree(s)
- e) Will present a final report on the tournament(s) and or jamboree(s)
- f) Will be responsible for the Trophy Display Case at the Capreol Arena
- g) Will be responsible to maintain or replace all trophies and Awards

ICE CONVENOR

- a) To schedule ice time and co-ordinate full use of ice throughout the year.
- b) In conjunction with the President, will negotiate with the arena for ice time allocations and rates for the up-coming season.
- c) In conjunction with the President and Vice President, make up coaching staff and ice time allocation schedules.
- d) Chart the monthly ice in conjunction with the Treasurer.
- e) Prepare contact lists.
- f) To liaise with the City's Booking Clerk the need of CMHA ice times, cancelations, and bookings
- g) To respond to teams' ice concerns
- h) To work with the Tournament Convenor and City Booking Clerks for ice all ice booking related to tournaments and Jamborees
- i) To schedule officials in conjunction with the official convenor for all regular season and playoff games
- j) To work with the Tournament Convenor and the Official Convenor for the scheduling of officials related to tournaments and jamborees
- k) Submit regular statements to the Treasurer requesting payment for the work done by all officials

**** Other duties or responsibilities not assigned will be delegated among active board members**

ARTICLE 8 – AFFILIATES

NCHA—Nickel City Hockey Association
NOHA—Northern Ontario Hockey Association
CHA—Canadian Hockey Association

ARTICLE 9 – GENERAL MEETINGS OF MEMBERS

ANNUAL GENERAL MEETING

Open annual meeting to be held no later than May 31st, as set by the Directors, at which time an election of Directors will take place. A financial report of a review engagement of the Association will be tabled. The appointment or re-appointment of the person to conduct a review engagement for the coming year is voted on. Changes in the Constitution of the Association made if necessary. A report by the President of the Association on the activities of the Association during the past season will be given. Any other important business of the Association will be dealt with at this time.

GENERAL MEETINGS

The Board may at any time call a General Meeting for the transaction of any business, the general nature of which is specified in the notice calling the meeting. A General Meeting may also be requisitioned by the Members in the manner provided in the Act.

NOTICE OF MEETINGS

Subject to the Act, notice of the time, place and date of any meeting of Members and the general nature of the business to be transacted shall be given at least ten (10) days before and not more than fifty (50) days of the meeting to each Member (and in the case of an Annual Meeting, to the Auditor or Review of Engagement of the Corporation) by one or more of any of the following means:

- a) by telephone;
- b) delivered personally, or sent by prepaid mail to the last known address of the Member shown on the Corporation's records;
- c) by facsimile, email or other electronic means to the last known fax number or email address shown on the Corporation's records; or
- d) by publishing notice of the meeting in the daily or weekly newspapers normally published in the Districts,

Provided always that notice may be waived or the time for the notice may be waived or abridged at any time with the consent in writing of the person entitled thereto.

Where a given number of days' notice or notice extending over any period is required to be given, the day of service or posting of the notice shall not, unless it is otherwise provided, be counted in such number of days or other period.

Notice of any meeting where special business will be transacted must contain sufficient information to permit the Members to form a reasoned judgment on the decision to be taken.

No error or accidental omission in giving notice of any Board meeting or any Members' meeting shall invalidate the meeting or make void any proceedings taken at the meeting.

QUORUM

A quorum for the transaction of business at a Members' meeting is ten (10) Members entitled to vote at the meeting. If a quorum is present at the opening of a meeting of the Members, the Members present may proceed with the business of the meeting, even if a quorum is not present throughout the meeting.

ARTICLE 9.1- VOTING PRIVILEGE

Only parents or legal guardians of a registered hockey player or members of the Board of Directors from the current hockey season will be permitted to vote at the annual general meeting and general meetings, per registered hockey player.

Business arising at any Members' meeting shall be decided by a majority of votes unless otherwise required by the *Act* or the By-law provided that:

- a) each Member shall be entitled to one vote at any meeting per registered player, for greater certainty, if a household has one registered player, there shall be one vote for the household;
- b) an abstention shall not be considered a vote cast;
- c) the President of the meeting will require a written ballot. A written ballot so required or demanded shall be taken in such manner as the President of the meeting shall direct;
- d) if there is a tie vote upon written ballot, the motion is lost, with the exception of Director Elections, where the incumbent will remain in the role, if there is no incumbent in the election, the President shall have the deciding vote; and
- e) whenever a written ballot is required, a declaration by the President of the meeting that a resolution has been carried or lost and an entry to that effect in the minutes shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

ARTICLE 9.2

That the Term of Directors be Two Years.

ARTICLE 9.3

To ensure continuity within the Directors and to make the highest and best use of the experience of the Directors that the Two-Year Terms be staggered as follows: 2013, 2015, 2017 etc. – President, Secretary, Chairman of Ways and Means, Chief Timekeeper and Tournament Convener are to be elected; 2014, 2016, 2018 etc. - Vice President, Treasurer, Equipment Director/Coaching co-ordinator, Team Liaison and Ice Convenor are to be elected.

ARTICLE 10

Hockey teams cannot suspend a player for more than (2) games, unless approved by CMHA.

ARTICLE 11

Meeting is to be held at the beginning of each season with all coaches, managers, and CMHA, prior to the first league game.

ARTICLE 12

To hold office or be elected to office of President, it is required that an individual be a resident of Capreol. *Director shall be an individual who is a member of the corporation in good standing, at least eighteen years of age, an individual who has not been found incapable of managing property under the Substitute Decisions Act, 1992 (Ontario) or the Mental Health Act (Ontario), and an individual who has not been found incapable by court in Canada or elsewhere, and an individual who is not bankrupt within the meaning of the Bankruptcy and Insolvency Act (Canada).*

A Director or Officer of the Corporation shall be vacated upon the occurrence of any one or more of the following events:

- a) If they cease to be a Member of the Corporation;
- b) If they fail to meet the qualifications contemplated in Section 6 above;
- c) If they die;
- d) If, by written notice to the Secretary of the Corporation, the director voluntarily resigns their office and such resignation, if not effective immediately, becomes effective in accordance with its terms;
- e) If they are absent for three consecutive Board of Directors meetings, and are brought to the membership to be removed as per Article 12 (f); or
- f) If the Director in their capacity as a Member has been removed pursuant to a proceeding by the Corporation for expulsion, suspension or censure in accordance with these by-laws.

ARTICLE 13

That as of March 2003 all House League teams will begin playing with all line rules, provided by Hockey Canada.

ARTICLE 14

That all general fundraising shall be solicited under the name of Capreol Minor Hockey Association, and not under that of the individual team. Individual teams may fundraise under their own banner if given prior approval by CMHA or Chairman of Ways and Means

Each team will give a team financial statement to the Ways and Means officer by the end of every month and a final statement at the end of the hockey season.

ARTICLE 15

To assist in the distribution and control of sweaters and equipment all coaches and/or managers will be required to sign for the sweaters and equipment at the beginning of each season. Sweaters provided by Capreol Minor Hockey are the only sweaters to be worn by all Capreol teams. Capreol sweaters are to be worn for games only, not practices. They can be worn for fundraising purposes.

ARTICLE 16

Every year, as a family is enrolled in hockey, a copy of the Constitution shall be given to that family upon request to their team manager or emailed to them.

ARTICLE 17

All players in the CMHA shall play within their own age division, unless permission is granted by the Directors to move to another level.

ARTICLE 18

All team officials must be approved by Capreol Minor Hockey. Applications must be submitted.

ARTICLE 19

Forty-eight hour period should be used before conflict issues can be raised.

ARTICLE 20

All requests for releases from CMHA other than Rep will be reviewed at the September month end meeting by the executive prior to any being signed.

ARTICLE 21

Any person requesting a refund for the current hockey season for reasons other than medical will be given their refund according to the following schedule:

Requests made prior to September 30th will receive 75%

Requests made prior to October 31st will receive 25%

Requests made after November 1st will receive zero

Any person requesting a refund for medical reasons will be given a refund based on the prorated cost of ice used by the team versus registration, less the cost of the player card if applicable.

ARTICLE 22

THAT the Board of Directors shall appoint a Representative to the Board of the Nickel City Hockey Association to act on behalf of CMHA at the District 2 Rep. Hockey governing body.

ARTICLE 23

That any person seeking the office of President of Capreol Minor Hockey Association must have served on the Board of Directors 3 full calendar years before aspiring to that office.

ARTICLE 24

That any person seeking the office of Vice President of Capreol Minor Hockey Association must have served on the Board of Directors for 2 full calendar years before aspiring to that office.

ARTICLE 25

Indemnification of Directors - Every director and officer of the Corporation and his or her heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless, out of the funds of the Corporation, from and against:

- a) all costs, charges and expenses whatsoever which the director or officer sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against him or her for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him or her in or about the execution of the duties of his or her office; and

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

ARTICLE 26

Limitation of Liability of Directors and Officers - No director or officer of the Corporation shall be liable for the acts, receipts, neglects or defaults of any other director or officer or employee or for joining in any receipt or other act for conformity, or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by the Corporation or for or on behalf of the Corporation or for the insufficiency or deficiency of any security in or upon which any of the monies of or belonging to the Corporation shall be placed or invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or corporation with whom or with which any monies, securities or effects shall be lodged or deposited, or for any loss occasioned by any error of judgment or oversight on his or her part, or for any other loss, damage or misfortune whatever, which may happen in the execution of the duties of his or her respective office or in relation thereto, unless the same shall happen by or through his or her own wrongful and wilful act or through his or her own wrongful and wilful neglect or default; provided that nothing herein shall relieve any director or officer from the duty to act in accordance with the Act.

ARTICLE 27

The Corporation may purchase and maintain such insurance for the benefit of its directors and officers, as the Board shall from time to time determine.

ARTICLE 28

No Director, Officer or committee member of the Corporation is or will be liable for the acts, neglects or defaults of any other Director, Officer, committee member or employee of the Corporation or for joining in any receipt or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by resolution of the Board or for or on behalf of the Corporation or for the insufficiency or deficiency of any security in or upon which any of the money of or belonging to the Corporation shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or Corporation with whom or which any moneys, securities or effects shall be lodged or deposited or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of his or her respective office or trust provided that they have:

- a) complied with the *Act* and the Corporation's articles and By-laws; and
- b) exercised their powers and discharged their duties in accordance with the *Act*.

ARTICLE 29

Upon dissolution of the Corporation and after payment of all debts and liabilities, its remaining property and assets shall be distributed or disposed of to a similar organization which carries on its work in the Capreol District, or if no such organization is considered appropriate by the then Board, to a charitable organization which carries on its work in Ontario.

ARTICLE 30

In the event of a conflict between this By-Law; any other By-Law or By-Laws; or any guidance policies or procedures in effect from time to time, the provisions of this By-Law shall prevail over such other By-Laws

or policies or procedures to the extent that the provisions of any other By-Law, policies or procedures conflicts with, contradict, purport to supersede the provisions of this By-Law.

ARTICLE 31

This By-Law shall come into force without further formality upon its enactment.