

Constitution and Bylaws of Thornhill-Carrville Hockey School



Dated August 31st , 2020

City of Vaughan, Ontario, Canada

THORNHILL-CARRVILLE HOCKEY SCHOOL

CONSTITUTION and BY-LAWS

Article 1: INCORPATION, NAME, OFFICE and WEBSITE

- 1.01 THORNHILL-CARRVILLE HOCKEY SCHOOL, hereafter called “TCHS” or the “Club” was founded on September 20th, 2019 as a NonProfit operating unit under “York Youth Ice Sports Association” Federally Incorporated Corporation.
- 1.02 The office of TCHS shall be at 541 Thornhill Woods Drive, L4J 8Z9 City of Vaughan, Province of Ontario, or at such place as TCHS Directors may from time to time determine.
- 1.03 The domain of a publicly accessible website shall be <https://ThornhillCarrvilleHockeySchool.ca>.

Article 2: OBJECTIVES, PURPOSE, and ACTIVITIES

- 2.01 Objective of TCHS is to provide community based Ice Hockey & Ringette Skills Development Programs on the ice and on dry land such as indoor and outdoor ice and dry arenas, gymnasiums and activity/meeting rooms to all Vaughan children/youth ages 7 and under with focus on ages 7 to 12 as core participants and ages 13 to 17 providing instruction under the supervision and guidance of adult facilitator(s). Primary purpose is to provide opportunities to all children residing in City of Vaughan to gain physical literacy and competency via hockey skills programs to support holistic pedagogy development.
- 2.02 Activities and programs related to ice hockey skills development to be run after school and early weeknight evenings, weekend mornings and afternoon align with public school calendar as determined the York Regional District School Board. During school breaks such as December/January, and PA days, camps and clinics may be held during the day. Focus will be on fundamentals such as stick handling, passing/receiving, power skating, and individual tactics in small group settings.
Participants shall be divided into 4 to 6 groups of 3 to 8 participants each. Each session will have 1 to 4 adult facilitators/instructors and 2 to 5 older youth assistant instructors. All instructors shall be strict volunteers although modestly paid experience instructors may be sourced to fill resource gaps and to provide program continuity from time to time. Dedicated volunteers will qualify for a modest stipend/honorarium at year end. All adults must have completed and valid vulnerable sector screen or equivalent. Youth volunteers must be in good standing at their local high school. All instructors will be provided training and orientation prior to being accepted as volunteers.
Participants must be fully dressed in hockey/ringette equipment including facial cage/shield and neck guard. Goalies are not permitted. Full size nets are not permitted except as needed for obstacle or barrier at or between activity stations.

Article 3: AREA OF JURISDICTION

3.01 TCHS shall operate within the territorial, municipal and political boundaries of TCHS, of the City of Vaughan, notwithstanding ice facilities outside this jurisdiction may be permitted from time to time to provide programming continuity.

Article 4: BOARD OF DIRECTORS, STRUCTURE AND RESPONSIBILITIES

4.01 The affairs of TCHS shall be managed by a Board of up to five (5) Directors, who, upon election or appointment, and throughout their term of office shall be an 'Active Member' of TCHS. All officers of TCHS, either elected or appointed, shall be Directors of TCHS. TCHS may, by special resolution, increase or decrease the number of its Directors. Any change in the number of Directors shall be in compliance with prevailing Ontario laws. A Director shall not hold more than one (1) elected position on the Board.

4.02 BOARD POSITIONS

The Directors shall hold office after election as follows for two-year terms except where noted)

- Director 1 – Immediate Past President
- Director 2 – President, (four-year term)
- Director 3 – Vice President, (four-year term)
- Director 4 - Secretary
- Director 5 – Treasurer

4.03 MEETINGS OF THE BOARD OF DIRECTORS AND QUORUM

The Board meetings shall be called by the President, and a quorum required to conduct business of TCHS shall consist of a majority (50% plus 1) of the eligible Directors, (excluding the Past President). The Board may hold its meetings at such places as it may from time to time determine. Notification of meetings shall be made by the Secretary (or designate) either by prior notice in the distribution of minutes, by telephone call, or email, and all such notice shall be not less than five (5) days prior to a general meeting and not less than one (1) day prior to an emergency meeting. Directors meetings may be called by the Vice President acting on behalf of the President, or in the absence of the President. The Board may declare a particular day or days in each month for regular meetings at a location and hour named, and publication of such schedule and locations in the minutes shall be deemed prior notification. A Directors meeting may be called without notice immediately following the Annual General Meeting (AGM) of TCHS. The Directors may conduct or transact any business matters of TCHS at any meeting of the Board.

4.04 VOTING AT BOARD MEETINGS

All questions arising at any meeting of the Board shall be decided by a simple majority of votes. Votes may be taken by ballot if demanded by any Director present, but in the absence of any such demand, vote shall be by a show of hands – assent or dissent. A declaration that a question has been carried shall be entered into the minutes, and that entry shall be proof of the fact without recording the number or proportion of the votes.

ARTICLE 5: DUTIES OF THE DIRECTORS

5.01 IMMEDIATE PAST PRESIDENT

The Immediate Past President shall be a Board member with full Director debating and voting privileges.

- (a) Shall present and second any motions to the Board.
- (b) Shall assist any Board members in the completion of their functions.
- (c) Shall carry out any other duties assigned by the President of the Board.

5.02 PRESIDENT

Effective at the AGM of year 2023, the nominee for the President shall have served on the present Board of Directors, and shall be elected at the AGM to serve a four-year term and no more than three (3) terms.

- (a) The President shall be the Chief Executive Officer of TCHS.
- (b) Shall, if present, preside at all meetings of TCHS and the Board of Directors.
- (c) Shall be Ex-officio member of all Standing Committees.
- (d) Shall see that all orders and resolutions of the Board are carried into effect.
- (e) Shall also have other such powers and duties as are elsewhere provided for in these Articles, or as may be assigned to him/her from time to time by the Board.
 - (f) Shall have the general supervision and management of the business and affairs of TCHS, in accordance with the Policies determined by the Board.
- (g) In cases requiring immediate decision, the President may take action with or without reference to the members of the Board, but shall be responsible for any decisions to the Board of Directors at the next meeting of the Board.

5.03 VICE-PRESIDENT

Effective at the AGM of the year 2023, the nominee for the Vice-President shall be elected at the AGM to serve a four-year term.

- (a) The Vice-President shall assist the President in his/her duties, and, in the absence of the President shall perform the duties and exercise the powers of the President.
- (b) Shall also perform such duties as may from time to time be assigned by the Board.

5.04 SECRETARY

The nominee for the Vice-President shall be elected at the AGM to serve a two-year term.

- (a) The Secretary shall keep all minutes and records except financial and shall attend to clerical work.
- (b) Shall also perform such duties as may from time to time be assigned by the Board.

5.05 TREASURER

The Treasurer shall be competent in accounting principles, and have a demonstrated ability to maintain the financial records and transactions required for TCHS.

Prior to TCHS AGM, every 2nd year the Board shall appoint a Treasurer for a two-year term. This appointment must be presented to the AGM in a motion for ratification.

- (a) The Treasurer shall be a Director of TCHS, with full debating and voting privileges.
- (b) Shall present and second any motions to the Board.

- (b) Shall keep full and accurate books of account, in which shall be recorded all receipts and disbursements of TCHS, and, under the direction of the Board shall control the deposit of money, the safekeeping of securities and the disbursement of funds of TCHS.
- (c) Shall render to the Board at the meeting thereof, or whenever required of him/her an account of all his/her transactions as Treasurer, and advise the financial position of TCHS.
- (d) Shall pay all accounts by cheque, signed by himself/herself and one other person authorized by the Board.
- (e) Shall cause to have the financial books and records audited annually by an independent public accounting firm if necessary.
- (f) Shall perform such other duties as from time to time may be prescribed by the Board.

ARTICLE 6: MEMBERSHIPS

6.01 ACTIVE MEMBER

Shall include all club members including adult volunteers (instructors, coordinators, community outreach ambassadors, all Members of the Board of Directors (elected or appointed), all elected or appointed volunteers, and generally, all those persons authorized by TCHS Directors to be directly involved with the administration of TCHS. Membership shall commence immediately on being elected or appointed to office, and remain in effect for the term of office.

6.02 ASSOCIATE MEMBER

Shall include any parent or legal guardian of a player currently registered in TCHS. Membership shall commence on or after September 1st in the year, and terminate on August 31st of the year following the date on which membership commenced.

6.03 PARTICIPATING MEMBER

Shall include all participants currently registered in TCHS. Membership shall commence on or after September 1st in the year in which the player is registered, and terminate on August 31st of the year following the date on which membership commenced. No participating Member under the age of 18 years may hold voting rights, or participate in TCHS meetings, or Notices of Motions, or other TCHS business matters.

6.04 LIFE MEMBER

Shall include any member or individual awarded a Life Membership by TCHS Directors, for distinguished services to TCHS. The recommended criteria for Life Membership shall be reviewed from time to time by the Directors, and may include: Past Presidents who have served successfully in that office for at least two terms. Any executive member or former executive member, any club official or other volunteer of TCHS who has demonstrated outstanding service to TCHS over an extended period of time. Life members shall not have voting rights.

ARTICLE 7: EMPLOYEES OF TCHS

7.01 Recognizing that TCHS is operated as a non-profit organization by volunteers from the membership of TCHS, provisions shall be available for TCHS to employ staff to fill critical administrative duties where there are no volunteers available to perform those duties. The Board of Directors shall have the power to hire staff, and where need be to terminate the employ of staff. Approval of all staff so hired must receive a two-thirds vote of the Board present at a meeting of the Board of Directors. The employee(s) will be accountable to the President, or their delegate. No Director of TCHS may be hired as an employee of TCHS unless approved by the Board via unanimous recorded vote.

ARTICLE 8: ANNUAL GENERAL MEETING (AGM)

- 8.01 **LOCATION AND DATE**
AGM of TCHS shall be held in such place and date as may be determined by the Board of Directors. The AGM shall be called no later than October 15th, and the Directors and officers shall present to the members present a summary of TCHS activities since the last AGM, as well as a financial statement detailing revenues and expenses since the last AGM. Any member of TCHS in good standing may attend and speak at the AGM.
- 8.02 **NOTICE OF ANNUAL GENERAL MEETING AND QUORUM**
Notice of the AGM shall be given by the Secretary by publicizing in on TCHS's website notice at least forty-five (45) days prior to the meeting date. Quorum is not necessary to conduct the AGM.
- 8.03 **ERRORS IN NOTICE OF ANNUAL GENERAL MEETING**
No error or omission in giving notice of a meeting shall be cause to invalidate such meeting, or to make void any proceedings taken at such meeting.
- 8.04 **VOTING AT ANNUAL GENERAL MEETING**
All Active, Associate, Participating and Life Members of TCHS shall be entitled to one (1) vote.
No person shall be entitled to cast more than one (1) vote, except in the event of a tie breaker, the current President may vote again to break the tie. If the current President does not wish to vote again to break the tie, then the names of nominees are placed in a hat and drawn out by the current President.
No proxy votes shall be allowed.
No person under the age of 18 (as of the date of the AGM) shall be entitled to vote.
Unless otherwise provided by the Constitution and Bylaws, all questions arising at any meeting of TCHS shall be decided upon by a majority of votes. Voting shall be by a show of hands for any Notice of Motion and by Ballot for the Election of Directors and Officers. A declaration that a motion has carried shall be entered into the minutes, and that entry shall be proof of the fact without recording the number or proportion of votes.

8.05

RULES OF CONDUCT AT AGM

Any member desiring to speak must do so by addressing the Chair, and will be limited to a reasonable length of time, as determined by the Chair.

Any motion to be presented at the AGM must be submitted in writing as a Notice of Motion to TCHS's Secretary, at least 30 days prior to the date of the AGM, and must be proposed and seconded by two (2) separate members of TCHS.

The member presenting the motion shall speak first to the motion at the meeting.

A member shall have the right to speak only once to each motion. Should the member wish to be heard again in rebuttal to any previous speaker, he/she must do so through the Chair. The Chair will decide on rules of order, however, an appeal of the Chair decision may be made and overturned by a two-thirds vote to override such decision.

8.06

ORDER OF BUSINESS AT ANNUAL GENERAL MEETING

The agenda at all AGMs, where applicable, shall be as follows:

- Report from the Treasurer.
- Status report from the President or Appointed Delegate.
- Amendments to the Constitution or Bylaws.
- Notices of Motion.
- Election of Directors.
- Other Matters.

ARTICLE 9: AMENDMENTS TO THE CONSTITUTION AND BYLAWS

9.01 Amendments to TCHS Constitution and Bylaws may only be made at the AGM of TCHS.

9.02

All proposals for amendments to the Constitution or Bylaws of TCHS shall be submitted in writing a minimum of thirty (30) days prior to the AGM. Any such proposals may be submitted to TCHS Secretary by any member of TCHS in good standing (excluding Participating Members), and seconded by at least two (2) members of TCHS in good standing (excluding Participating Members).

ARTICLE 10: FISCAL YEAR

10.01 Unless otherwise ordered by the Board of Directors, the fiscal year of TCHS shall end on the 31st day of August in each year.

ARTICLE 11: BYLAWS

11.01 Participants cannot participate in activities until they have been duly registered for that season. New members must provide proof of age and residency must be presented at time of registration. Players may not participate in any activities until the fees have been paid to TCHS, or satisfactory payment arrangements have been made.

11.02 The Board of Directors shall be the official voice for TCHS for all matters related to TCHS. Any person acting on behalf of TCHS without approval of the Board of Directors shall be suspended indefinitely.

- 11.03 Signing officers for TCHS shall be the President, Vice-President, and Treasurer. Any official document shall be signed by any two (2) signing officers. Any cheque must be signed by the Treasurer (or delegate) and one (1) other signing officer. Additional signing officer(s) may be added as required for special purpose accounts.
- 11.04 A Director shall declare a conflict of interest when he/she or any family member is directly involved in the business at hand. He/she shall be asked to withdraw from the meeting while discussions and voting on the matter take place.
- 11.05 All members of TCHS shall conduct themselves in a manner which is respectful of TCHS and others, and shall respect and uphold the Constitution and Bylaws. All Officers and Directors shall act in accordance with any Code of Conduct and Ethics that may reasonably be established by the Board.

Hiten Patel, President & Co-founder

Charu Patel, Vice-President & Co-founder

