

**PROPOSAL TO AMEND THE CONSTITUTION AND BYLAWS OF NOBLEKING MINOR HOCKEY and
KING TOWNSHIP MINOR HOCKEY**

NOBLEKING ANNUAL GENERAL MEETING MARCH 27TH, 2018

Background: Approximately 1 year ago, Schomberg Minor Hockey (SMHA) and NobleKing Minor Hockey (NKMH) entered into an innovative Partnership to create a jointly operated Minor Hockey Program that allowed them to run a competitive Rep Hockey Program together, covering all of King Township’s communities. The newly created King Township Minor Hockey Association – and the “Rebellion” Rep Teams operated at the King Township level are administered and operated on a 50-50 basis by the two original Local League organizations, SMHA and NKMH. Players from both original organizations have affiliation rights to play for Rebellion Rep Teams. While this Partnership allowed for a jointly operated Rep Program to be formed with more stable player numbers for the approximately 30-40% of players interested in playing competitive “A” level hockey, the model also allowed Schomberg Minor Hockey and NobleKing Minor Hockey to continue their community based local programs in a modified form, as Local League Centres, running fun recreational Local League Teams out of their community hometown arenas.

The Process to Date: At Special Membership Meetings one year ago, the Members of both Schomberg and NobleKing Minor Hockey overwhelmingly approved the creation of the King Township Minor Hockey Association. This included approval of the Partnership Agreement, and the Constitution and Bylaws of the newly formed Association.

This initial step was “Phase 1” of the Partnership Process, followed by a Transition Year, and then a 2 Year Trial Period. We told our Members that we would bring an additional package of reforms forward for their approval at the end of the Transition Year, as part of the ongoing process needed to amend the structure of Nobleking Minor Hockey to better fit into the newly created King Township Minor Hockey structure. The package of constitutional amendments being presented at the AGM on March 27, 2018 constitutes “Phase 2” of the Partnership Process.

Accomplishments: The Transitional Board of Directors for King Township Minor Hockey has been comprised of 6 Directors from each of both Schomberg and NobleKing Minor Hockey, as well as 3 additional Directors appointed in specialized roles. Together, the volunteers from both organizations have invested thousands of hours’ worth of volunteer time creating the structure of the new organization, drafting new policies, putting in place new financial systems and arrangements, investing in equipment and uniforms, and developing a system of working together cooperatively. This has taken a great deal of time and energy on the part of all involved. This has been in addition to the day to day operational work of selecting Coaches, running tryouts, picking teams, reviewing budgets, negotiating ice contracts, and dealing with the significant amount of work normally associated with running a Minor Hockey Club. We are pleased to report that significant progress has been made. KTMHA Finances are stable. Disciplinary issues have been manageable. Many of the newly combined Teams are “gelling” well together. There have definitely been a few bumps along the way – lessons learned, and opportunities for further improvement. Not every Team or process put in place has run perfectly. But on balance, across Schomberg, NobleKing and KTMHA, far fewer Teams this season had to be collapsed or cancelled due to unpredictable player numbers, and the vast majority of Teams report having a positive experience and season on the ice. No first-year organization is without its growing pains and challenges, but overall, the feedback has been positive, and we believe that we are still moving in the right direction. We will continue to learn improve, take suggestions from our Membership and work on resolving our outstanding issues as the KTMHA Trial Period continues to unfold.

PROPOSED AMENDMENTS / MOTIONS:

- (i) **BE IT RESOLVED** that the Membership of the Nobleking Minor Hockey Association approve the amended Corporate By-laws and Constitution applicable to Nobleking Minor Hockey (the “NKMH By-laws”), as referenced in Schedule “A” attached hereto;

- (ii) **BE IT FURTHER RESOLVED** that the approved NKMH By-law changes shall take effect immediately, and that subject to necessary approval, the Membership of Nobleking Minor Hockey shall proceed to elect a new Board of Directors during the course of the March 2018 Annual General Meeting, consistent with the revised Board structure set out in the amended NKMH By-laws;
- (iii) **BE IT STILL FURTHER RESOLVED** that the Membership of Nobleking Minor Hockey approve the amended Corporate By-laws and Constitution of the King Township Minor Hockey Association (the “KTMHA By-laws”), as referenced in Schedule “B” attached hereto; recognizing that such amendments to the KTMHA By-laws will not be considered final and effective until such time as both the elected Schomberg Minor Hockey and NobleKing Minor Hockey Delegates on the KTMHA Board have similarly approved such amendments, as well as such amendments being subject to approval by the NobleKing Minor Hockey Membership; and
- (iv) **IN THE EVENT THAT** the KTMHA By-law changes referenced above are not ultimately approved by the KTMHA Delegates or the NobleKing Minor Hockey Membership, and should either Schomberg Minor Hockey or NobleKing Minor Hockey subsequently serve notice of their intention to terminate the Agreement Regarding the Creation of King Township Minor Hockey, it is understood that the Bylaws and Constitution of Nobleking Minor Hockey shall automatically revert to the latest version previously in effect on or about December 31, 2017, and should this occur, the Nobleking Minor Hockey Board of Director shall promptly call a Special Meeting of the Membership to conduct any necessary elections required for Board vacancies and to undertake any necessary actions flowing from the termination of the King Township Minor Hockey Agreement.

RATIONALE FOR PROPOSED CHANGES:

The proposed changes set out above are consistent with the proposed structure described in the Agreement Regarding the Creation of King Township Minor Hockey (the “Agreement”). The joint management structure set out in the Agreement contemplates moving a number of “shared services” and labour intensive Board roles to the KTMHA level, where members of the King Board and certain paid staff retained by KTMHA will administer services on behalf of all 3 organizations in a more efficient way, helping to relieve some of the heavy administrative burden from volunteer Directors. Key functions to be performed at the KTMHA level include: (i) Administration and Registration, (ii) Ice Scheduler, (iii) Referee(s) in Chief, as well as the OMHA Director role, and the Risk Management Director. In addition, with all ice purchases, player registration and insurance related matters now being centrally managed through the KTMHA Board, the central KTMHA Treasurer takes on a more significant financial role on most major financial purchasing issues. As a result of this shift in responsibilities, the heavy administrative burden previously on the local level Treasurer function will be eased significantly, allowing the local role to be merged into a single Secretary-Treasurer.

These changes allow the local Schomberg and NobleKing Boards to be slightly smaller, recognizing that SMHA and NKMH will be largely administering community specific Local League teams. While the original Agreement between the Parties contemplated small Local Board with only 6 Directors each, we have decided to modify this slightly due to lessons learned over the 1 year Transition Period, to allow for 8 Directors from both SMHA and NKMH to be elected locally, responsible for running their own respective Local League affairs, with such elected Directors also holding representation rights to sit on the KTMHA Board. Additional Director, Convenor and Officer roles at the local level remain possible, to assist with Local League specific functions. The slightly larger Local League Board size will allow more volunteers to become involved and engaged in Local League minor hockey affairs. The primary changes proposed to the NKMH and KTMHA Bylaws in the Schedule “A” and Schedule “B” documents being presented to the Membership for approval primarily involve the structure of the Board of Directors, the number of elected positions, their responsibilities and Board committees.