

# Constitution and Bylaws of NobleKing Minor Hockey

*Dated: March 25<sup>th</sup>, 2014*

Amended March 27th, 2018



# **NOBLEKING MINOR HOCKEY**

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# **NOBLEKING MINOR HOCKEY**

## **CONSTITUTION BY-LAWS**

### **1. ARTICLE 1: NAME, OFFICE and SEAL**

- 1.01.1 This organization shall be known as "NOBLEKING MINOR HOCKEY" (NKMH), and through its affiliation with King Township Minor Hockey (KTMHA) an accredited member of the Ontario Minor Hockey Association.
- 1.02 A Charter has been issued in Letters Patent dated September 1<sup>st</sup>, 2009, Ontario Corporation Number 1806220, under the name of Nobleking Minor Hockey, hereinafter called the 'Corporation'.
- 1.03 The office of the Corporation shall be at 2355 Skymark Avenue, Suite 300, City of Mississauga, Province of Ontario, at such place as the Corporation Directors may from time to time determine.
- 1.04 The seal, an impression of which is in the margin herein, shall be the Corporate seal of the Corporation.

### **2. ARTICLE 2: PURPOSE and OBJECTIVES**

- 2.01 The objective of the Corporation is to foster and encourage the sport of hockey within the Towns of Nobleton and King City and any other territory of which they may be given control by the Ontario Minor Hockey Association or such other hockey organizations as they may become affiliated with;
- 2.02 To organize and conduct hockey competition from time to time;
- 2.03 To establish and grant prizes, awards and distinctions;
- 2.04 To foster among its members, supporters and players a community spirit;
- 2.05 To have and to exercise supervision and direction over all players participating under it; and such other complementary purpose not inconsistent with these objects.

### **3. ARTICLE 3: SPECIAL PROVISIONS**

- 3.01 The Corporation shall be carried on without the purpose of gain for its members, and any profits or other accretions to the Corporation shall be used in promoting its objects.
- 3.02 The borrowing power of the Corporation pursuant to any by-law passed and confirmed in accordance with section 59 of the Corporations Act shall be limited to borrowing money for current operating expenses, provided that the borrowing power of the

Corporation shall not be so limited if it borrows upon the security of real or personal property.

- 3.03 To exercise in connection with these objects the power from time to time afforded to it by the Corporation at or by any other statute law.
- 3.04 For the further attainment of the above objects, to accumulate a part of the funds of the Corporation and/or the income there from and to invest the same in such manner as may from time to time be determined, in investments authorized by law for trustees.
- 3.05 For the further attainment of the above object, to demand, receive, sue for, recover and require the payment of all sums of money that may become due and payable to the Corporation, and generally to sue and be sued.

**4. ARTICLE 4: STRUCTURE**

- 4.01 The Corporation shall encompass all of the hockey teams and administrators who operate under the jurisdiction of the Corporation, and who comply with the Corporation Constitution, By-Laws, and Regulations; and shall comprise, but not be limited to: the the NobleKing Local League Team Division and all Affiliated League or Leagues, including representative hockey operated by KTMHA, through the partnership with Schomberg Minor Hockey (SMHA).

**5. ARTICLE 5: AFFILIATION**

- 5.01 The Corporation may become affiliated with any hockey league or leagues, or any other organization whose purposes and objectives are similar, as determined by the Corporation Directors.

**6. ARTICLE 6: AREA OF JURISDICTION**

- 6.01 The Corporation shall operate within the territorial and political boundaries of the Corporation, of the Township of King. This shall be referred to as the community area of King Township, and may also include any other areas as accepted and approved by the Ontario Minor Hockey Association (OMHA).

**7. ARTICLE 7: MEMBERSHIPS**

- 7.01 ACTIVE MEMBER  
Shall include all team staff (coaches, managers and trainers), all Members of the Board of Directors (elected or appointed), all elected or appointed league conveners and volunteers, and generally, all those persons authorized by the Corporation Directors to be directly involved with the administration of the Corporation. Membership shall commence immediately on being elected or appointed to office, and remain in effect for the term of office.
- 7.02 ASSOCIATE MEMBER

Shall include any parent or legal guardian of a player currently registered in the Corporation.

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.

7.03 PARTICIPATING MEMBER

Shall include all players currently registered in the Corporation.

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 Corporation meetings, or Notices of Motions, or other Corporation business.

7.04 LIFE MEMBER

Shall include any member or individual awarded a Life Membership by the Corporation Directors, for distinguished services to the Corporation. 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 team official or other volunteer of the Corporation who has demonstrated outstanding service to the Corporation over an extended period of time.

**8. ARTICLE 8: MEMBER RESPONSIBILITIES**

8.01 ACTIVE, ASSOCIATE and LIFE MEMBERS

It is the responsibility of all Active, Associate and Life Members to:

Respect and comply with all Corporation policies, ideals, and rules and regulations of the game as determined by the Corporation, the Ontario Minor Hockey Association (OMHA) and the Ontario Hockey Federation (OHF). Assist the Corporation programs in the promotion of sportsmanship and positive attitudes. Recognize the authority of all league and arena officials, and to assist them in exercising that authority. Ensure that participants have safe and approved equipment for all games and practices. Comply with coaching staff regulations and ensure that participants arrive at the arena when requested. Support and encourage all participants on the ice, and to refrain from negative comments to game officials, or any of the participants.

Refrain from the use of alcoholic beverages, or any illegal drugs, use of profanity, or unacceptable social conduct in or around arena facilities or while attending team related activities. Failure to comply with these responsibilities may result in action by the Directors to suspended membership privileges, and/or expulsion from arena properties.

8.02 PARTICIPATING MEMBERS

It shall be the responsibility of the Participating Members to:

Respect and comply with all Corporation policies, ideals, and rules and regulations of the game as determined by the Corporation, the Ontario Minor Hockey Association (OMHA) and the Ontario Hockey Federation (OHF).

Attend all games, practices and team events, as scheduled by their coaching staff.

Ensure that all personal protective equipment is safe and approved for use.

Exhibit due respect for their coaching staff, all game officials, Corporation officers and volunteers of the Corporation.

Respect and properly maintain all equipment of the Corporation.

Refrain from the use of any alcoholic beverages or any illegal drugs, while attending team activities.

Refrain from the use of profanity or unacceptable social conduct while attending team activities.

Respect the facilities where they are privileged to play, either home or away.

Conduct themselves appropriately while on arena property, and to obey all non-smoking and all other arena regulations.

Display a high degree of sportsmanship, teamwork and positive attitudes at all times, on behalf of their teams and the league.

Failure to comply with these responsibilities may result in action by the coaching staff and/or the Directors to suspend membership privileges, or dismissal from the team.

## **9. ARTICLE 9: TERMINATION OF MEMBERSHIP**

9.01 Any member may resign from the Corporation, upon acceptance by the Board of Directors, by mailing written notice of resignation to the Secretary, accompanied by all monies owing to the Corporation.

9.02 Members may be censured, suspended or expelled for breach of the Constitution or Bylaws of the Corporation, or for any act, omission or conduct which the Board of Directors deems to be prejudicial to the welfare of the Corporation. All such suspensions and expulsions shall be in compliance with prevailing Ontario laws, and regulations of the Corporation Letters Patent.

9.03 All matters respecting censure, suspension and expulsion of members, and any termination of membership shall be within the exclusive control of the Board of Directors.

9.04 Termination of membership, whether by resignation, expulsion or otherwise, shall forthwith terminate all rights of membership of the member concerned. Such termination shall not be deemed to discharge any financial obligation of the member accrued to the Corporation prior to the date of such termination, and not then fulfilled.

## **10. ARTICLE 10: MANAGEMENT OF THE CORPORATION**

### **10.01 DIRECTORS OF THE CORPORATION**

The affairs of the Corporation shall be managed by a Board of up to nine (9) Directors, who, upon election or appointment, and throughout their term of office shall be an 'Active Member' of the Corporation.

The Corporation 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, and regulations of the Corporation Letters Patent. A Director shall not hold more than one (1) elected position on the Board.

10.02 BOARD POSITIONS

The Directors shall hold office after election as follows:

- a) President Elected - two (2) year term
- b) 1<sup>ST</sup> Vice President / Director of Rep Hockey Elected - two (2) year term
- c) 2<sup>ND</sup> Vice President / Director of Local League Hockey Elected - two (2) year term
- d) Secretary / Treasurer Appointed - two (2) year term
- e) Fundraising / Special Events Director Elected - two (2) year term
- f) Equipment Director Elected - two (2) year term
- g) Tournament Director Elected - two (2) year term
- h) Head Coach Elected - two (2) year term
- i) Technical/Development Director Elected – two (2) year term
- j) Past President (Immediate / Ongoing)

10.03 TERM OF OFFICE

- (a) The Directors shall be eligible to be elected or appointed for terms of two (2) consecutive years each (unless resignation is submitted after 1 year).
- (b) The elected Directors shall hold Office starting May 1<sup>st</sup> following their election at the AGM and the term shall expire after approximately two (2) years, ending April 30<sup>th</sup>.
- (c) In order to establish a rotation of Directors on the Board, the election of Directors next following the implementation or amendment of this By-law shall provide for the election of four (4) Directors, "Slate A", for a term of two (2) years each. And the election of five (5) Directors, "Slate B", for a term of one (1) year each. Thereafter, a number of Directors equal to the number of Directors whose term is ending shall be elected for two (2) year terms each.
- (d) If an Executive position is vacated after one (1) year of the two (2) year term the position shall be filled at the following Annual Meeting for the remaining one (1) year of the term.

<b>Slate "A" (Elected in Even Years)</b>	<b>Slate "B" (Elected in Odd Years)</b>
First VP / Director of NK Representative Hockey Operations	President
Second VP / Director of Local League Hockey Operations	Secretary-Treasurer
Tournament Director	Head Coach
Fundraising / Special Events Director	Equipment Director
	Technical/Development Director

- (e) Immediate Past President (Unelected Ex-Officio Member of the Board)

## **11. ARTICLE 11: BOARD RESPONSIBILITIES**

### **11.01 BOARD RESPONSIBILITIES**

It is the responsibility of the Board to:

- (a) Control all of the affairs of the Corporation.
- (b) Fill any vacancies that may occur on the Board, (such appointments shall complete the term of office for the vacancy created).
- (c) Appoint competent Directors, or others, to fulfill the duties of Ice Convenor, Chief Timekeeper, Referee in Chief, and any other appointments necessary to carry on the business of the Corporation.
- (d) Appoint any Life Memberships.
- (e) Appoint such team officials and other league officials and convenors as may be required to carry out the duties of operating the teams of the Corporation.
- (f) Establish working policies and practices, which promote and foster an environment that allows the members to enjoy the game to the fullest, in a safe and organized manner.
- (g) Ensure that procedures are in place to implement the rules and regulations of our governing bodies, the OMHA, the OHF, and the regulations of the Corporation.
- (h) Communicate any rule or policy changes to all members of the Corporation, and to keep members informed of the affairs of the Corporation.
- (i) Assign Directors and other competent members to all operating committees, and ensure the committees fulfill their duties.
- (j) Comply with all the Township of King regulations regarding use of rental facilities, and comply with all by-laws and regulations of the Township of King.
- (k) Ensure all coaching staff trainers and managers are in compliance with current OMHA and OHF certificate program requirements, and to provide access to the training programs required .
- (l) Establish programs and procedures to assist in teaching of skills and player development
- (m) Establish procedures for the assignment of coaching staffs for all teams.
- (n) Establish screening procedures for all volunteers in contact with participants, as well as all Directors of the Corporation.
- (o) Safeguard the monies and assets of the Corporation, and adequately document by the use of appropriate audit procedures.
- (p) assist in the transition of duties to incoming directors in their respective positions.

### **11.02 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 the Corporation 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 Corporation Secretary (or designate) either by prior notice in the distribution of minutes, by telephone call, or by fax 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 the Corporation.

The Directors may conduct or transact any business of the Corporation at any meeting of the Board.

11.03 VOTING OF BOARD OF DIRECTORS

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. The meeting Chair shall not have a first vote, but shall have a tie-breaking vote at any Board meeting.

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.

11.04 POWERS

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

11.05 REMUNERATION OF DIRECTORS

The Directors of the Corporation shall serve without remuneration. No Director may directly or indirectly receive any profit from his position as a Director. A Director may be reimbursed reasonable expenses incurred in the performance of his/her duties, and remuneration for his/her services to the Corporation in any other capacity.

Any Director of the Corporation who is directly or indirectly involved in a material interest in a proposed contract or matter before the Board, shall declare that interest at a meeting of the Board.

Such disclosure shall be made when the question of entering into a contract or agreement is first made by the Board, or in any case, at the first opportunity afterwards.

11.06 INDEMNITIES TO DIRECTORS

Every Director or officer of the Corporation, and his/her heirs, executors and administrators and estates and effects, respectfully, shall at all times be indemnified and saved harmless, out of the funds of the Corporation, from and against all costs, charges and expenses whatsoever which the Director sustains or incurs in or about any action suit or proceeding, which is brought, commenced or prosecuted against him/her for, or in respect of any act, deed, or matter of thing whatsoever made, done, or permitted by him/her in or about the execution of the duties of his/her office; and all other costs charges and expenses whatsoever which the Director sustains or incurs in or about, or in relation to the affairs thereof, except the costs, charges or expenses occasioned by his/her willful neglect or default.

11.07 CONFIDENTIALITY

Each Director and Officer of the Corporation shall respect the confidentiality of all matters brought before the Board for consideration.

## **12. ARTICLE 12: DUTIES OF THE DIRECTORS**

### **12.01 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 Chair the Nominating Committee.
- (c) Shall assist any Board members in the completion of their functions.
- (d) Shall carry out any other duties assigned by the President of the Board.

### **12.02 PRESIDENT**

The nominee for the President shall have served on the present Board of Directors, and shall be elected at the AGM to serve a two-year term and no more than two (2) terms.

- a) The President shall be the Chief Executive Officer of the Corporation.
- b) Shall, if present, preside at all meetings of the Corporation 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 the Corporation, 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.
- (h) represent the Association on the King Township Minor Hockey Board of Directors, holding such additional roles and responsibilities on the KTMHA Board as may be required pursuant to the KTMHA By-laws insofar as operation of the King Township Representative Hockey Program may be concerned
- i) provide managerial direction and instruction to staff of KTMHA providing services to NKMHA including the Administrator/Registrar, Ice Scheduler and Referees in Chief, so as to ensure that the operational needs of NKMHA Local League Teams are being met;

### **12.03 1<sup>st</sup> VICE-PRESIDENT/DIRECTOR OF REP HOCKEY OPERATIONS**

The nominee for the Vice-President shall be elected at the AGM to serve a two-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.
- c) Represent the Association on the King Township Minor Hockey Board of Directors, holding such additional roles and responsibilities on the KTMHA Board as may be required pursuant to the KTMHA By-laws insofar as operation of the King Township Representative (Rep) Hockey Program may be concerned.

- d) Represent the interests of Nobleking resident players and Coaches as part of the jointly operated KTMHA Rep Hockey program, ensuring that Nobleking resident participants are receiving fair and appropriate opportunity to participate in KTMHA teams and events.
- e) The Rep Team Director shall be the Corporation's alternate point of communication with the offices of the Ontario Minor Hockey Association (OMHA), and if required shall represent the Corporation at Regional meetings with other associations in the OMHA.
- f) Shall be responsible for authorizing player movement to other centres.
- g) Shall ensure that the rules and regulations of the OMHA are enforced.
- h) Shall distribute all OMHA tournament lists to teams.
- i) Shall be responsible for all age divisions of representative hockey through the KTMHA Board, including all competitive 'AE', and 'A', teams. Related duties include the participation in the selection of rep team coaches, as the liaison with the KTMHA Board, monthly reporting to the NK Board regarding KTMHA rep team operations.
- j) Shall Chair the Local League and Rep Team Committee.
- k) Shall perform such other duties as from time to time may be prescribed by the Board.

#### 12.04 SECRETARY/TREASURER

The Treasurer shall be competent in accounting principles, and have a demonstrated ability to maintain the financial records and transactions required for the Corporation. Prior to the Corporation 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 Secretary/Treasurer shall be a Director of the Corporation, attend all meetings, with full debating and voting privileges.
- b) Shall present and second any motions to the Board.
- c) Shall keep full and accurate books of account, in which shall be recorded all receipts and disbursements of the Corporation, and, under the direction of the Board shall control the deposit of money, the safekeeping of securities and the disbursement of funds of the Corporation.
- d) Shall render to the Board at the meeting thereof, or whenever required of him/her an account of all his/her transactions as Secretary/Treasurer, and advise the financial position of the Corporation.
- e) Shall serve on the Finance Committee of the Corporation as Chair.
- f) Shall pay all accounts by cheque, signed by himself/herself and one other person authorized by the Board.
- g) Shall cause to have the financial books and records audited annually by an independent public accounting firm.
- h) The Secretary/Treasurer shall give, or cause to be given, all notices required to be given to the Board, officers, and members of the Committees of the Board.
- i) Shall enter or cause to be entered in the minute books, all proceedings at such meetings.
- j) Shall distribute, or cause to be distributed the minutes of any Board of Directors meetings to the Directors within fourteen (14) days of said meeting.

- k) Shall be the custodian of all books, papers, documents and all other instruments belonging to the Corporation, except as those specifically assigned to others, such as the Treasurer's books.
- l) represent the Association on the King Township Minor Hockey Board of Directors, holding such additional roles and responsibilities on the KTMHA Board as may be required pursuant to the KTMHA By-laws insofar as operation of the King Township Representative Hockey Program may be concerned;
- m) Coordinate with the Treasurer of KTMHA to ensure that all Local League related revenues and expenses are being allocated appropriately between the affiliated Associations.
- n) Shall perform such other duties as from time to time may be prescribed by the Board.

12.05 2nd Vice President/Directory of Local League Hockey Operations

The nominee for the Sr. Local League Director shall be elected at the AGM to serve a two-year term.

- a) The Senior Local League Director shall be the Corporation's singular point of communication with the offices of the Simcoe Region Local League (SRL), and shall represent the Corporation at Regional meetings with other associations in the SRL.
- b) Shall be responsible for the operation of all Local League teams, including submission of the team player rosters and OMHA cards to KTMHA and SRL within the time guidelines as prescribed by KTMHA and SRL.
- c) Shall coordinate with the KTMHA Ice Scheduler, all regular season and playoff games for all Local League teams and be responsible for cancellation of regular season and playoff games within required time guidelines.
- d) Shall ensure that all rules, regulations and policies of our governing bodies are enforced, and provide all Local League teams with copies of relevant operating policies and rule books.
- e) Shall be responsible for ensuring that all teams are balanced according to the policies of the SRL and our own Association. In this role, impartial convenors shall be appointed for all age divisions as appropriate to assist with the evaluation of players and balancing of teams.
- f) Shall be responsible for the Initiation Program (IP) level of hockey programming. It is expected that an IP convenor would be appointed by the Board to assist in the successful administration of the IP programming.
- g) Shall work with the KTMHA Ice Scheduler to ensure that all Local League game cancellations and re-scheduling are done according to league policies.
- h) Shall act as the Board's liaison with the Local League teams. This shall also include the managing of information between the Local League teams and the Simcoe Region Local League contact person, and the Board.
- i) Represent the Association on the King Township Minor Hockey Board of Directors, holding such additional roles and responsibilities on the KTMHA Board as may be required pursuant to the KTMHA By-laws insofar as operation of the King Township Representative (Rep) Hockey Program may be concerned.
- j) Represent the interests of Nobleking's Local League Program as part of the jointly operated KTMHA Board, ensuring that Nobleking resident Local League players and

participants are receiving fair and appropriate ice time in their home arena, and development opportunities, and that the interests of the Local League program are being maintained.

- k) Shall perform such other duties as from time to time may be prescribed by the Board.

12.06 HEAD COACH DIRECTOR

The nominee for the Head Coach Director shall be elected at the AGM to serve a two-year term.

- a) Shall serve as Chair of the Coach Selection and Evaluation Committee, and in that role shall be primarily responsible for the solicitation and selection of Local League coaches. The ongoing mentoring of new coaches is considered an integral component of the Head Coach Role, along with the pursuit of development clinics and end of season coach evaluations
- b) Shall serve as Chair of Coaching Mentor and Development Committee.
- c) Shall advise coaches, and assistant coaches, in conjunction with the OMHA
- d) Director, of training courses being presented by OMHA.
- e) Represent the Association on the King Township Minor Hockey Board of Directors, holding such additional roles and responsibilities on the KTMHA Board as may be required pursuant to the KTMHA By-laws insofar as operation of the King Township Representative Hockey Program may be concerned.
- f) Shall also perform such duties as may from time to time be assigned by the Board.

12.07 EQUIPMENT DIRECTOR

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

- a) Shall be responsible for the collection and distribution of hockey shirts, socks, Sponsor Name Bars, Player Name Bars, and equipment for Local League teams.
- b) Shall be responsible for the safekeeping and storage of all Corporation hockey equipment and for recommending the timely replacement of said equipment as required.
- c) Shall undertake any and all repairs to the equipment to maintain them in safe and presentable condition.
- d) represent the Association on the King Township Minor Hockey Board of Directors, holding such additional roles and responsibilities on the KTMHA Board as may be required pursuant to the KTMHA By-laws insofar as operation of the King Township Representative Hockey Program may be concerned
- e) Shall also perform such duties as may from time to time be assigned by the Board.

12.08 TOURNAMENT DIRECTOR

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

- a) Shall be responsible to organize or cause to be organized all Local League tournaments being hosted by the Corporation.
- b) Shall be responsible to notify the OMHA Contact for procurement of tournament permits, through KTMHA

- c) Shall submit, or cause to be submitted a financial statement of the tournament funds as per OMHA regulations.
- d) Represent the Association on the King Township Minor Hockey Board of Directors, holding such additional roles and responsibilities on the KTMHA Board as may be required pursuant to the KTMHA By-laws insofar as operation of the King Township Representative Hockey Program may be concerned – including providing assistance in the organization of a KTMHA Rep Tournament.
- e) Shall also perform such duties as may from time to time be assigned by the Board.

a) Fundraising and Special Events Director;

The Fundraising and Special Events Director shall:

- a) Chair and supervise all association approved fund-raising projects and special events.
- b) Represent the Association on the King Township Minor Hockey Board of Directors, holding such additional roles and responsibilities on the KTMHA Board as may be required pursuant to the KTMHA By-laws insofar as operation of the King Township Representative Hockey Program may be concerned.
- c) Present a financial statement within fourteen (14) days after completion of fundraising projects.
- d) Actively pursue fundraising projects on behalf of the Association.
- e) Organize the team pictures.
- f) Solicit team sponsors & co-ordinate with the Equipment Director.
- g) Provide financial statements at monthly Board Meetings, as required.
- h) Prepare and report to the Board on the finances and status of all fundraising projects at the monthly meetings.
- i) Maintain records on contacts, costs etc. to be given to incoming Fundraising Director.
- j) Carry out other duties as assigned by the Board, Executive Committee, or the President.

12.09 DEVELOPMENT DIRECTOR

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

- a) Shall be responsible for organizing all Local League Player and Coach development, in conjunction with the Head Coach Director.
- b) Shall demonstrate the proper technical aspects required to conduct an a productive team practice to all Local League Coaches..
- c) Shall ensure that all coaches in the Corporation are following the proper formula to running a productive team practice.
- d) Shall also perform such duties as may from time to time be assigned by the Board.

- 12.10 With the exception of the Technical/Development Director, which shall be a position unique to the Nobleking Board, the 8 remaining elected Directors of Nobleking Minor Hockey as described above, and as elected or appointed by their respective Members shall be automatically appointed to sit as Directors and Delegates representing the interests of Nobleking Minor Hockey Association Members on the Board of the King Township Minor Hockey Association for the duration of their elected term, subject to the terms of the King Township Minor Hockey Association Constitution and By-Laws.

### **13. ARTICLE 13: OFFICERS AND EMPLOYEES OF THE CORPORATION**

In accordance with the terms of the Agreement Regarding the Creation of King Township Minor Hockey, both SMHA and NKMH have agreed to administer certain shared services out of the jointly operated King Township Minor Hockey Association for the combined benefit of both the SMHA and NKMH Local League organizations. Pursuant to this arrangement, various roles and services previously administered by SMHA and NKMH directly at the local Board level will now be performed by various Directors, Officers and Employees of KTMHA on behalf of the combined KTMHA Rep Program, as well as the SMHA and NKMH Local League organizations.

Directors of KTMHA authorized to provide services to NKMH and its Members include:

- (a) The KTMHA OMHA Representative

The KTMHA OMHA Representative shall:

- (i) be the primary contact for the OMHA and delegate for the YSMHL, attending all meetings possible and communicating any necessary information back to the Association and its Members;
- (ii) be the liaison between the YSMHL, the Representative Teams and the Board;
- (iii) be responsible for coordinating and processing the OMHA rosters, and for conducting any necessary confirmations regarding player residency and eligibility; coaching qualification and credentials, etc.
- (iv) be responsible for managing and administering all requests for player movement and tryouts, including NRP Passports, Permission to Skate, Releases, Waivers, AP Requests, etc.
- (v) be the primary advisor to the Association on all OMHA and Hockey Canada regulation and policy related issues;
- (vi) schedule OMHA and League playdowns working with the Representative Teams & applicable Vice Presidents;
- (vii) obtain and distribute to all teams a copy of the Official Rule Book of HC and the OMHA Manual of Operations;
- (viii) prepare and report to the Board on the operations of the YSMHL at the monthly meetings; and,
- (ix) carry out other duties as assigned by the Board, Executive Committee, or the President.

(b) KTMHA Risk Management Director / Head Trainer

The KTMHA Risk Management Director / Head Trainer shall:

- (i) act as Chair for the Association's Discipline and Ethics Committee, providing risk management and Code of Conduct enforcement and support to both the Association and its Members at the Representative Team and Local League levels;
- (ii) uphold and promote the goals and purposes of the Hockey Safety Program and the policies and procedures of HC, the OHF, the Hockey Development Centre of Ontario (HDCO) and the OMHA;
- (iii) provide leadership in promoting and maintaining the Hockey Trainer's Certification Program (HTCP) regarding all safety and risk management aspects of the Association's activities;
- (iv) ensure that the Board and hockey program participants are kept informed of current and emerging hockey safety and risk management information, programs and activities;
- (v) annually provide the Board with an assessment of the risks that may be faced by the Association and its members in the upcoming season and recommend strategies to eliminate, minimize or mitigate those risks;
- (vi) provide leadership for volunteer Trainers with the Association by promoting excellence in the delivery of the safety and risk management principles;
- (vii) collect, monitor and ensure proper disposition of reporting forms relating to on and off-ice incidents resulting in injury to a player, volunteer, team official, on-ice official or other participant or stakeholder;
- (viii) assist the Association in dispute resolution regarding hockey safety, disciplinary and risk management issues;
- (ix) establish and maintain procedures with respect to clearance of all volunteers required to complete a volunteer police screening report, and ensure that all volunteers have adequate background checks and Respect in Sport certifications in place;
- (x) report to the Board about risk management or disciplinary issues on a monthly basis;
- (xi) as Chair of the Discipline and Ethics Committee, undertake any necessary investigations with respect to complaints received, or breaches of the Association, OMHA or HC Codes of Conduct, and supporting Policies and Regulations, and where warranted, impose any necessary corrective or disciplinary action required to remedy such a breach; and
- (xii) carry out other duties as assigned by the Board, Executive Committee, or the President.



The KTMHA Risk Management Director and the KTMHA OMHA Representative shall be appointed as Officers of the NKMh Board, and eligible to attend NKMh Board Meetings at the request of the President, to advise and instruct on issues within their respective areas of responsibility, and shall have all necessary authorization pursuant to applicable KTMHA, NKMh, and OMHA policies and regulations to administer policies and make decisions relative to NKMh and its Members. While advising or instructing on NKMh specific Local League issues, the KTMHA Risk Management Director and KTMHA OMHA Representative will function under the direction of the NKMh Board.

Staff of KTMHA authorized to provide services to NKMh and its Members include:

- (a) KTMHA Administrator / Registrar
- (b) KTMHA Ice Scheduler
- (c) KTMHA Referee(s) in Chief

The foregoing staff of KTMHA shall be appointed as Officers of the NKMh Board, and eligible to attend NKMh Board Meetings at the request of the President, to advise and instruct on issues within their respective areas of responsibility, and shall have all necessary authorization pursuant to applicable KTMHA, NKMh, and OMHA policies and regulations to administer policies and make decisions relative to NKMh and its Members. While advising or instructing on NKMh specific Local League issues, staff of KTMHA providing services will function under the direction of the NKMh Board.

#### **14. ARTICLE 14: ANNUAL GENERAL MEETING**

##### **14.01 LOCATION AND DATE**

The AGM of the Corporation 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 June 15, and the Directors and officers shall present to the members present a summary of the Corporation activities since the last AGM, as well as a financial statement detailing revenues and expenses since the last AGM. Any member of the Corporation in good standing may attend and speak at the AGM.

##### **14.02 NOTICE OF ANNUAL GENERAL MEETING AND QUORUM**

Notice of the AGM shall be given by the Secretary by publicizing in the local newspaper, website notice, and/or Newsletter or Bulletin Boards in the Arena(s) at least forty-five (45) days prior to the meeting date.

Twenty five (25) members in good standing on the books of the Corporation shall constitute a quorum at any AGM of the Corporation.

##### **14.03 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.

14.04 VOTING AT ANNUAL GENERAL MEETING

14.05

All Active, Associate, Participating and Life Members of the Corporation 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 the Corporation 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 the votes.

14.06 RULES OF CONDUCT FOR ANNUAL GENERAL MEETING

If there is no quorum within 15 minutes of the time fixed for the meeting to begin, a short recess may be declared to take measures to obtain a quorum. Otherwise, the senior officer present may declare the meeting postponed.

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 the Corporation'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 the Corporation.

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.

14.07 ORDER OF BUSINESS AT ANNUAL GENERAL MEETING

The order of business at all AGMs, where applicable, shall be as follows:

- i. Report from the Secretary/Treasurer.
- ii. Status report from the President or Appointed Delegate.
- iii. Reports of Standing Committees.

- iv. Reports of Special Committees.
- v. Amendments to the Constitution or Bylaws.
- vi. Notices of Motion.
- vii. Election of Directors.

The order of business may be altered at any meeting by a two-thirds vote of the members present.

14.08 ELECTION OF THE DIRECTORS CHAIR

The election of The Directors shall be conducted at the AGM by a competent party who is not currently a Director of the Corporation, and who is not a candidate for any Director position in the Corporation. He/she shall be appointed by the President, and shall assume the Chair of the meeting until the conclusion of all elections.

**15. ARTICLE 15: NOMINATING COMMITTEE and MEMBER NOMINATIONS**

- 15.01 A Nominating Committee shall be established to submit candidates for Directors for the following season. The committee Chair shall be the Immediate Past President, and two (2) Executives selected by the President.
- 15.02 The Nominating Committee shall endeavor to submit one candidate for each Director position to be filled by election at the Annual General Meeting. The nominee must be a member of the Corporation in good standing.
- 15.03 When the AGM is convened, the persons submitted for each position by the Nominations Committee shall be deemed to be duly nominated and consent given to stand for that office, whether present at the meeting or not.
- 15.04 Nominations for any Director position on the Board may be made by any member of the Corporation in good standing, provided the nomination is submitted in writing to the Corporation Secretary a minimum of thirty (30) days prior to the AGM. The nomination must be signed by the nominator and the nominee, and seconded by one (1) other members of the Corporation in good standing. Participating members under the age of 18 are not eligible as nominator, nominee or seconder. Nominees shall have an established involvement with the Association.

**16. ARTICLE 16: AMENDMENTS TO THE CONSTITUTION AND BYLAWS**

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

**17. ARTICLE 17: BANKING ARRANGEMENTS AND CONTRACTS**

17.01 BANKING ARRANGEMENTS

The banking business of the Corporation, or any part thereof, shall be transacted with such bank or trust company as the Board of Directors may designate, approve or authorize from time to time, by resolution. All banking business, or any part thereof, shall be transacted on the Corporation's behalf by one or more officers and/or other persons as the Board may delegate, approve or authorize from time to time by resolution. The delegate(s) shall be authorized to undertake the operation of the Corporation's accounts, the making, signing, drawing, accepting, endorsing, lodging, depositing or transferring of any cheques, promissory notes, drafts, acceptances, bills of exchange and orders relating to any property of the Corporation. The delegate(s) may execute any required agreements relating to any such banking business, and may authorize an officer of such bank to act on the Corporation's behalf to facilitate such banking business.

**18. ARTICLE 18: FISCAL YEAR**

18.01 Unless otherwise ordered by the Board of Directors, the fiscal year of the Corporation shall end on the 30th day of April in each year.

**19. ARTICLE 19: CORPORATION STANDING COMMITTEES**

19.01 EXECUTIVE COMMITTEE

The Executive Committee shall be comprised of the five (5) Directors including the President, , the Secretary/Treasurer, the 1st Vice President, the 2nd Vice President, and the Head Coach Director.

The Executive Committee shall be responsible to recommend candidates for all other Standing Committees of the Corporation. All Standing Committee members shall be approved by the Board at the first regular meeting of the Board after the AGM. The Committee shall also be responsible for any other duties as the Board may from time to time determine. The Committee shall be responsible for liaison of the matters of the Corporation with other similar organizations, and with Municipal authorities.

19.02 FINANCE COMMITTEE

The Finance Committee shall consist of a Chair and at least two (2) other delegates. The Secretary/Treasurer (Chair) and 1<sup>st</sup> Vice President of the Corporation shall automatically be members of the Committee. The Committee shall recommend to the Board of Directors ways and means of raising, collecting, disbursing and controlling of all funds of the Corporation. The Committee shall be responsible for the administration of all financial matters as directed by the Board.

19.03 LOCAL LEAGUE and REP TEAM COMMITTEE

The Local League and Rep Team Committee shall consist of a Chair and at least four (4) other delegates. The 1st Vice President (Chair), 2nd Vice President, and the Head

Coach Director shall automatically be a member of the Committee. The committee shall be responsible for the forming and balancing of all Local League teams and the selection and operation of all Rep Team activities in the Corporation, in conjunction with the directives from KTMHA.

19.04 COACH SELECTION and EVALUATION COMMITTEE

The Coach Selection and Evaluation Committee shall consist of a Chair and four (4) other delegates. The Head Coach Director (Chair), 1st Vice President, and 2nd Vice President shall automatically be members of the Committee. They shall conduct interviews of all Head Coach candidates, and if required the coaching staff. The Committee shall report their recommendations to be voted on by the Executive Committee.

19.05 ICE SCHEDULE COMMITTEE

The Ice Schedule Committee shall consist of a Chair and two (2) other delegates. The KTMHA Ice Convenor (Chair) shall automatically be a member of the Committee. They shall attend any King Township the scheduled meetings and represent the interests of the Corporation as regards to all matters before the Council. The Committee shall report Council proceedings to at the meetings of the Board of Directors.

19.06 TOURNAMENT COMMITTEE

The Tournament Committee shall consist of a Chair, and at least two (2) other delegates. The Tournament Director (Chair) shall automatically be a member of the Committee. The Committee shall be responsible to direct the activities of any major tournaments hosted by the Corporation. The Committee shall also be responsible to manage and direct the activities for any OMHA playoff championship tournaments which may be hosted by the Corporation. The Committee may utilize the resources of any additional members of the Corporation in the execution of these duties.

19.07 COACHING MENTOR and DEVELOPMENT COMMITTEE

The Coaching Mentor and Development Committee shall consist of a Chair and at least two (2) other delegates. The Head Coach Director (Chair) shall automatically be a member of the Committee, as shall the Development Director. The Committee shall be responsible for programs which will foster the development of hockey skills within the Local League system of the Corporation. The committee shall recommend the hiring of any instructors, mentor coaches or the purchase of any materials to assist in the development program. The Committee shall submit their recommendations to the Board with a proposed budget of expenditures prior to the commencement of the season.

**20. ARTICLE 20: BYLAWS**

20.01 The Corporation, through its partnership with Schomberg Minor Hockey creating the jointly owned representative hockey organization King Township Minor Hockey, will endeavor to enter Rep Teams for competition in the OMHA leagues and playoffs.

- 20.02 Each team in the Corporation shall have, as a minimum, a coach, manager and trainer registered with the Corporation, or as otherwise required by the OMHA. All team officials shall have, as a minimum, the certification requirements prescribed by the OMHA.
- 20.03 All House League, Local League, Select League and Rep Team rules and regulations are recognized as rules and regulations of the Corporation. Said rules and regulations may be altered or amended at regular meetings of the Board of Directors.
- 20.04 All teams applying for participation in tournaments or exhibition games out of the Province of Ontario must have approval of the Board of Directors.
- 20.05 Team and individual trophies and awards shall be presented annually by the Board of Directors, as chosen and directed by the Executive Committees of the Corporation.
- 20.06 Sponsors for the Corporation shall be solicited and awarded by the Executive Committee. No persons other than the Board of Directors shall have the right to deal directly with a Corporation sponsor.
- 20.07 Players cannot participate in hockey activities until they have been duly registered for that season. Proof of age and residency must be presented at time of registration. Players may not participate in any league games until the fees have been paid to the Corporation, or satisfactory payment arrangements have been made
- 20.08 All Corporation team jackets must be the official design(s) as approved by the Board of Directors and must be procured from a supplier authorized by the Board. Approval must be obtained from the Board for any team(s) of the Corporation to procure other team apparel to be worn or used by the team staff and/or players. Such apparel shall include, but not be limited to, track suits, summer jackets, purchased caps, toques, or hats, equipment bags, etc. All such approved apparel must also be from an approved supplier and display the official approved logo of the Corporation. Failure to comply shall result in suspension of the team staff.
- 20.09 The Board of Directors shall be the official voice for the Corporation for all hockey matters and business. Any person acting on behalf of the Corporation without approval of the Board of Directors shall be suspended indefinitely.
- 20.10 Signing officers for the Corporation shall be the President, 1<sup>st</sup> Vice-President, and Secretary/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.
- 20.11 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.

- 20.12 All Corporation teams and players shall comply with the registration requirements of the OMHA, by completing CHA/OHF player registration certificates, or approved equivalent. Coaches must submit completed certificates and team rosters and have OMHA approvals returned prior to participation in any league, exhibition, or tournament game.
- 20.13 Any parent/guardian who interferes in any manner with the on-ice officials, the team officials, the players or with the playing of the game, may be ejected from the arena facility for the balance of that game and for an extended period by both the Corporation and the Township of King Parks and Recreation Department.
- 20.14 All members of the Corporation shall have the right to protest or appeal any suspension or any decision of the Board or any Board Committee. All protests or appeals shall be in writing and submitted to the Secretary of the Corporation within 48 hours of the notification of the suspension or decision under protest or appeal.  
Any protest or appeal resulting from suspensions or decisions directly from the Ontario Minor Hockey Association must be submitted to the OMHA in accordance with the OMHA regulations.  
Any such protest or appeal within the Local League Division shall be directed to the Simcoe Region Local League, the appeal must be submitted to SRTL in accordance with the SRTL regulations. These cases shall be handled by the Corporation SRTL Contact person, who is the 2nd Vice President, along with KTMHA Risk Management committee.
- 20.15 All suspensions assessed to any player, team official or administrator by any member of the association shall be honoured by the Corporation.
- 20.16 All members of the Corporation shall conduct themselves in a manner which is respectful of the Corporation 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.

**21. BYLAW 21: REPEAL OF PRIOR CONSTITUTION AND BYLAWS**

- 21.01 REPEAL  
All prior ‘Constitution’ and ‘Bylaws’ of the NobleKing Minor Hockey are hereby repealed.
- 21.02 PROVISIO  
The repeal of the prior Constitution and Bylaws of the Association shall not impair in any way the validity of any act or thing done pursuant to any such repealed Constitution or Bylaw.

**22. BYLAW 22: EFFECTIVE DATE**

22.01 This Constitution and Bylaws shall come into force without further formality after approval by the Members of the Corporation as hereinafter set out.  
The foregoing Constitution and Bylaws are hereby ratified, sanctioned confirmed and approved by the affirmative vote of the Members of the Corporation at the AGM of the Members of the Corporation duly called and held at the Nobleton Arena Auditorium, in the Town of Nobleton, Township of King, Ontario, and at which meeting a quorum was present, on the 27<sup>th</sup> day of March, 2018.

\_\_\_\_\_  
Mike Baldesarra, President

\_\_\_\_\_  
Jacques Panneton, Vice-President

\_\_\_\_\_  
Jeanine Harrison, Treasurer

\_\_\_\_\_  
William Germinario, Rep Team Director

\_\_\_\_\_  
Remo DiGiovanni, Head Coach Director

\_\_\_\_\_  
Micheal Miceli, Sr. LL Director