

**Caledonia and District Minor Hockey
Association
“CDMHA”**



Constitution

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President's Message

May, 2010

I would like to take this opportunity to thank those of you who have offered me support and congratulations in my new role as President. It is reassuring to know that I have your confidence in leading our fine executive to make our children's hockey experience a truly enjoyable and memorable one.

I also want to thank our Past President, Scott Brownell, for his leadership over the past three years. Stepping up to the plate to chair the Koocher Tournament was just one of Scott's many accomplishments. Thankfully, Scott has agreed to continue to sit on the Board as Immediate Past President to assist me in the transition of my duties.

Don Cherry once said that "A coach is only as good as his team." I consider myself lucky to be the leader of a team that is full of dedicated volunteers who sit on the board, and carry out the day to day functions of our organization. Without these volunteers, quite simply, there would be no organized hockey for our kids. So please take the time to talk to them, and thank them for their dedication to our children and the sport.

During my term I have some ambitious goals for our organization. These include supporting the continuing education of our fine coaching staffs, pursuing fair allocation of ice time to continue to improve our ice scheduling, and working with you, the membership, to improve the environment that our children participate in. We can achieve this by remembering that, as adults, we are role models for the next generation. When people speak about our organization I want them to say that not only are our kids great hockey players, but that the fans are respectful and classy people too.

In closing I would like to thank you, the membership, for entrusting me with the privilege of guiding your children's hockey experience. It is an honour that I will not take lightly. I will endeavour to do my best.

Respectfully yours,

Wray Uimonen
President

CONSTITUTION 2008/2009

By-Law No. 1

A By-law relating generally to the transaction of the affairs of
CALEDONIA AND DISTRICT MINOR HOCKEY ASSOCIATION

Be it enacted as a By-Law of
CALEDONIA AND DISTRICT MINOR HOCKEY ASSOCIATION
as follows:

1. HEAD OFFICE

The Head Office of the Association shall be in Haldimand County, in the Province of Ontario, and at such place therein as the directors may time to time determine.

2. SEAL

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

3. MISSION AND STRUCTURE

The objects of the Association are set out in the Letters Patent hereof. However, in order to expand on the same, the following objectives, and aims of the Association of hereby declared:

The objectives and aims of the Association are in general to promote, govern and improve organized minor hockey in Caledonia and District and in particular:

- a) The Caledonia & District Minor Hockey Association (C.D.M.H.A.) will strive to provide a safe, healthy and positive environment for our players. Within that framework, we will focus on developing the skills of our players at all levels by teaching the fundamentals of the game of hockey with an emphasis on healthy competition, good sportsmanship and team play. The mandate of our program will also include an emphasis on developing winning teams.
- b) To recognize there are two distinct levels of hockey provided by the Association as summarized below:
 - i) **Recreational Hockey - House League/Local Level (HL):**
The HL will provide the grass roots development base for Minor Hockey in Caledonia. This level will provide an opportunity for fun and physical exercise in a team environment. Emphasis will be on improving skills, learning rules of the game and fair play. All players will abide by the rules and regulations of the Association and its governing bodies.
 - ii) **Representative and AE Hockey (Rep/AE):**
Rep/AE teams will be comprised of players who desire a higher level of competition and the players and their parents are willing to make a commitment in additional time and finances to the operation of the team. All players will abide by the rules and regulations of the Association and its governing bodies.

c) To state the objectives and philosophies of the two levels of hockey:

i) House League Objective and Philosophy:

The objective of the CDMHA is based on a recreational hockey theme. The Association will endeavour to provide recreational hockey with an emphasis on skill development and fair play. To that end, the Association will provide programs in which each participant may maximize their potential as an athlete and a human being. The development of highly skilled players is not the priority or goal of the recreational base program. It is hoped that through various programs offered, players will develop, who by choice can progress to the more competitive levels.

ii) Representative Teams and AE Team Objective and Philosophy:

Representative and AE Teams are comprised of players, coaches and parents who desire a high level of competition and are willing to make the commitment in terms of time and finances. Coaches will strive to combine team progress with individual player development. Competition and winning are integral parts of Representative and AE hockey. Player ice time during the game is earned. Coaches may/will take into consideration the player skill, performance, attitude, commitment and practice attendance in determining the ice time that a player has earned.

4. DUTIES OF ICE SCHEDULER

The designated individual or committee appointed for ice scheduling shall in consultation with the executive:

- a) To book all ice time before the start of the season, for the year at the HCCC and other designated arenas.
- b) To advise the Rep/VP/AE and VP/HL convenor, as to the ice time that is available for the forthcoming year.
- c) In consultation with the Rep/VP/AE and VP/HL convenor, divide ice time between age groups and competition levels taking into consideration the ice allocation policy and guidelines of Haldimand County and other issues.
- d) Give consideration to holidays, tournaments and other user groups when scheduling.
- e) Give consideration to allocating ice time that minimizes conflicts between HL and Rep/AE times during playdowns and Southern County play-offs
- f) Present the Rep/AE and HL times to the House League and Rep/AE convenors.
- g) To receive all conflicts in ice scheduling and to resolve these conflicts by conciliation with the effected user group.

The Ice Scheduler position is to be a paid, non-voting position, reporting to the Vice President, House League and Vice President, Rep. Remuneration to be determined by the Board of Directors on an annual basis.

5. BOARD OF DIRECTORS

- a) The affairs of the Association shall be managed by a Board of Twenty (20) Directors, consisting of a President, Vice Presidents of Business, House League and Rep/AE Operations, a Secretary, a Treasurer, and (14) other Directors.
- b) The President and three Vice Presidents of Caledonia Minor Hockey will be elected for two year terms. The President and Vice President of Rep/AE Operations are to be elected on even numbered years and the Vice President of Business Operations and Vice President of House League Operations are to be elected on odd numbered years. Each Director shall be elected to hold office for the fiscal year for which he is elected and namely from May 1 until April 30 of the following year or until his successor have been duly elected and qualified.
- c) The election shall be by secret ballot.
- d) The members of the Association may, by resolution passed by at least two-thirds of the votes cast, at a general meeting of which notice specifying the intention to pass such resolution has been given, remove any Director before the expiration of his/her term of office, and may, by a majority of the votes cast at that meeting, elect any person instead for the remainder of his/her term.
- e) A candidate for Director must be at least eighteen years of age, and each Director shall be expected to perform a function that enhances minor hockey during his/her term office, such as chairing an event or program held by the Association.
- f) Before being eligible to run for President of any of the Vice President positions, a member must have served a minimum of one year on the Board of Directors of Caledonia & District Minor Hockey Association.
- g) At the Annual Meeting of the Association or meetings dealing with the election of Directors and Officers, the Nomination Committee shall propose a slate of Directors and Officers following which nomination for Directors and Officers will be accepted from the floor provided that each such nomination is duly made and seconded. Notwithstanding this section and section 33, nomination for the Executive positions of President, Vice President of House League, Vice President of Rep / AE, Vice President of Business, Secretary and Treasurer must be received on or before March 1, prior to the A.G.M. Nomination for these positions closes March 1. Any person wishing to become a Director of the Association who cannot attend the meeting dealing with the election of Directors shall indicate, in writing to the President that if nominated, he/she will let his/her name stand and if elected, the positions he/she will let his/her name stand for, and such person must be duly nominated and seconded by a member present at the meeting dealing with such election.
- h) The election for Directors shall proceed first by an election for President, followed by the elections for Vice President of Business Operations, Vice President of House League, Vice President of Rep / AE, Secretary and Treasurer respectively followed by the elections of fourteen other Directors elected individually from one slate.
- i) Any Director who misses more than three regular Directors meetings in any one term without valid cause may be removed from Office in accordance with the procedures set out above.

- j) Each Director elected to hold office, namely President, Vice President of Business, House League or Rep/AE Operations, a Secretary, Treasurer and fourteen (14) other Directors must reside within the boundaries of Caledonia Minor Hockey Association as defined in section 18 and 18.1 of the OMHA Manual of Operations or their son/daughter is registered in Caledonia Minor Hockey. Residence shall be defined as the structure (not the property) in which the Director is a permanent resident.
- k) Therefore be it resolved that the most recent past president be an automatic member of the executive committee. This position is for leadership only and does not carry any responsibility for voting procedures.

5.1. PROTECTION OF DIRECTORS

The Association hereby consents that each and every Director of the Association shall be deemed to have assumed office on the express understanding and condition that he/she, his/her heirs, executors, administrators, estate and effects respectively shall from time to time, and at all times, be indemnified and saved harmless out of the funds of the Association from and against all cost, charges, and expenses whatsoever which such Director sustains or incurs in or about any action, against him for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him/her in or about the execution of the duties of his/her office and also from and against all other costs, charges, and expenses which he/she sustains or incurs in, about, or in relation to the affairs thereof; provided however that he shall not be entitled to the indemnified and save harmless out of the funds of the Association from and against any cost, charges and expenses as are occasioned by his/her own wilful neglect or default.

No Director, other Officer of the Association or person carrying out duties for or on behalf of the Association shall be liable for the acts, receipts, neglect or defaults of any other Director or Officer, employee, or person carrying out duties for or on behalf of the Association.

5.2. VACANCIES, BOARD OF DIRECTORS

Vacancies on the Board of Directors, however caused, may, so long as quorum of Directors remains in office be filled by the Director from among qualified members of the Association, if they shall see fit to do so, otherwise such vacancy shall be filled at the next annual meeting of the members at which the Directors for the ensuing year are elected, but if there is not a quorum of Directors, the remaining directors shall forthwith call a meeting of the members to fill the vacancy.

5.3. QUORUM AND MEETINGS, BOARD OF DIRECTORS

A majority of the Directors shall form a quorum for the transaction of business. Except as otherwise required by law, the Board of Directors shall hold its meetings at the H.C.C.C. or at such other place or places as it may from time to time determine. No formal notice of any such meeting shall be necessary if all the Directors are present, or if those absent have signified their consent to the meeting being held in their absence. Directors' meetings may be formally called by the President, or the Vice President of Business Operations and the Secretary shall call such meeting on direction of the President, or the Vice President of Business Operations or on direction in writing of two Directors. Notice of such meetings shall be delivered, telephoned, e-mailed or telegraphed to each Director two days, exclusive of the date upon which the notice is delivered, mailed, e-mailed or telephoned but inclusive of the day the meeting is to take place, prior to the meeting. The Statutory Declaration of the Secretary or President that notice has been given pursuant to this by-law shall be sufficient and conclusive evidence of the giving of

such notice. The board may appoint a day or days in any month or months for regular meetings at an hour to be named and of such regular meeting, no notice need be sent. A Directors' meeting may also be held, without notice, immediately following the annual meeting of the Association. Any Director missing three or more regular meetings in one season without valid cause, will be asked to resign as Director. The decision of "valid cause" shall be in the sole discretion of the Board of Directors. Directors unable to attend meetings, shall notify the Secretary in advance.

5.4. ERRORS IN NOTICE, BOARD OF DIRECTORS

No error or omission in giving such notice of a meeting of Directors shall invalidate such meeting or invalidate or make void any proceedings taken or had at such meeting and any Director may at any time waive notice of any such meeting and may ratify and approve of any or all proceedings taken or had thereat.

5.5. VOTING, BOARD OF DIRECTORS

Questions arising at any meeting of Directors shall be decided by a majority of votes. The Chairman shall not have an original vote, but in the case of an equality of votes, the Chairman shall have a tie breaking vote. All votes at such meeting shall be taken by ballot if so demanded by any Director present, but if no demand is made, the vote shall be taken in the usual way by assent or dissent. A Declaration by the Chairman that a resolution has been carried and an entry to that effect in the minutes shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution. In absence of the President, his/her duties may be performed by the Vice President of Business Operations or such other Director as the Board may from time to time appoint for the purpose.

5.6. POWERS

The Directors of the Association may administer the affairs of the Association in all things and make or cause to be made for the Association, in its name, any kind of contract which the Association may lawfully enter into and, save as hereinafter provided, generally, may exercise all such other powers and do all such other acts and things as the Association is by its charter or otherwise authorized to exercise and do. Without in any way derogating from the foregoing, the Directors are expressly empowered, from time to time, to purchase, lease or otherwise acquire, alienate, sell, exchange or otherwise dispose of shares, stocks, rights, warrants, options and other securities, lands, buildings and other property, movable or immovable, real or personal, or any right of interest therein owned by the Association, for such consideration and upon such terms and conditions as they may deem advisable.

5.7. REMUNERATION OF DIRECTORS

The directors shall receive no remuneration for acting as such.

6. OFFICERS OF THE CORPORATION

There shall be a President, a Vice President of Business, House League or Rep/AE Operations, a Secretary and a Treasurer, all of whom shall be elected by the members as hereinbefore provided and who shall hold office as hereinbefore provided. The Presidential candidate, Vice President of House League Operations, Vice President of Rep/AE Operations and Vice President of Business Operations must have served at least one year as a Director Current or Co-current, before being eligible for election. There shall be such other officers as the Board of Directors may determine bylaw from time to time including Representative Team Convenor, House League Convenor, Referee-In-Chief, Gate Convenor, Purple Thistle Tournament Convenor, Registrar, Christmas Tournament Convenor, Banquet Convenor, Publicity Director, and Equipment Manager. Such other officers need not be members of the Board of Directors and in the absence of written agreement to the contrary, the employment of all such officers shall be settled from time to time by the President and the Vice President of Business Operations, Vice President of House League Operations and Vice President of Rep/AE Operations. To this end, the Vice Presidents of Business, House League and Rep/AE Operations with input from the President, shall assign Directors to either the Business Operations side of the Executive or the Hockey Operations side of the Executive. Due consideration shall be given to the assignment request of the individual Directors.

6.1. DUTIES OF PRESIDENT & VICE PRESIDENTS

President:

The President shall, when present, preside at all meetings of the members of the Association and of the Board of Directors. The President shall also be charged with a general management and supervision of the affairs and operations of the Association. The President shall have veto powers of all committee's for the purpose of taking back to the directors for resolve. The President with the Secretary or other officer appointed by the Board for the purpose shall sign all by-laws, and membership certificated. He/She shall be an ex officio member of all standing and special committees. He/She shall arrange and co-sign all waivers or releases with approval of the Board of Directors.

Vice President of Business Operations:

During the absence or inability of the President, his duties and powers may be exercised by the Vice President Business Operations, and if the Vice President Business Operations exercises any such duty or power, the absence or inability of the President shall be presumed with reference thereto. The Vice President of Business Operations shall coordinate the business operations of Caledonia and District Minor Hockey Association. The Vice President of Business Operations shall be responsible for Bingo, Tournaments, Registration, Sponsorship, Banquets and/or any other business relating to the revenue generating aspects of Caledonia Minor Hockey.

Vice Presidents of House League & Rep/AE Operations:

During the absence or inability of the President and the Vice President of Business Operations, the President's duties and powers may be exercised by the Vice Presidents of House League & Rep/AE Operations. If the Vice Presidents of House League & Rep/AE Operations exercises any such duty or power, the absence or inability of the President and Vice President of Business Operations shall be presumed with reference thereto. The Vice Presidents of House League & Rep/AE shall coordinate the hockey operations of Caledonia and District Minor Hockey. The Vice Presidents of House League & Rep/AE shall coordinate development and assign League Convenors.

6.2. DUTIES OF SECRETARY

The Secretary shall be ex officio clerk of the Board of Directors. He/She shall attend all meetings of the Board of Directors and of the members and record all facts and minutes of all proceedings in the books kept for that purpose. He/She shall give all notices required to be given to members and to Directors. He/She shall be the custodian of the seal of the Association and of all the books, papers, records, correspondence, contracts and other documents belonging to the Association which he/she shall deliver up only when authorized by a resolution of the Board of Directors to do so and to such person or persons as may be named in the resolution, and he/she shall perform such other duties as may from time to time be determined by the Board of Directors, including attendance to all correspondence and co-signing all waivers and releases with the approval of the Board.

6.3. DUTIES OF THE TREASURER

The Treasurer, or person performing the usual duties of the Treasurer, shall keep full and accurate accounts of all receipts and disbursements of the Association in proper books of account and shall deposit all monies or other valuable effects in the name and to the credit of the Association in such bank or banks as may from time to time be designated by the Board of Directors. He/She shall disburse the funds of the Association under the direction of the Board of Directors, taking proper vouchers therefore and shall render to the Board of Directors at the regular meetings thereof or whenever required of him/her, an account of all his transactions as Treasurer, and of the financial position of the Association. He/She shall prepare or cause to be prepared, annual Financial Statements and shall report therein to the Annual Meeting. He/She shall also perform such other duties as may from time to time be determined by the Board of Directors. In particular, he/she shall collect and receive all registration fees and assessments. He/She shall, with such other signing Officers as may be designated by the Board of directors, sign all proper cheques, drafts and other orders for the payment of monies on behalf of the Association, collect admission money from the arena at least once a week, advise the Board of Directors of all overdue accounts, shall assume responsibility for the collection of any N.S.F. cheques received by the Association and shall make accessible to all members of the Association at reasonable times upon reasonable notice, the last available Financial Statements of the Association.

6.4. DUTIES OF THE REPRESENTATIVE & AE TEAM CONVENORS

The Representative or AE Team Convenors shall be responsible for all the Representative Team schedules, games, coaches, managers, players, score sheets, and team standings. He/She shall be responsible to see that all discipline measures are carried out and record all major penalties. He/She shall arrange playoffs, exhibition games, cancel or reschedule games and approve tournaments. He/She shall be the contact person for the Southern Counties Minor Hockey Association and the Ontario Minor Hockey Association. He/She shall attend the Southern Counties Minor Hockey Association or a representative of this Association. He/She shall be responsible for cancelling and scheduling practice and representative and AE team tryouts. He/She shall maintain a running account of all ice time utilized by representative and AE teams. He/she will report to the President, Vice President of Rep/AE Operations, all coaches who are operating in a fashion detrimental to the objectives and aims of the Association.

6.5. DUTIES OF THE HOUSE LEAGUE CONVENORS

The House League Convenor shall oversee the operation of his/her division, appoint league administrators, co-ordinate team selection, set and maintain schedules for games and practices, approve exhibition and tournament games and generally have the authority to enforce the rules, guidelines, and regulations established by the C.D.M.H. and the O.M.H.A.. The Initiation Program Curriculum shall be mandatory in the Tyke Division. The league Convenor shall be responsible for this program.

6.6. DUTIES OF THE REFEREE IN CHIEF

He/She shall be responsible for recruiting, training and scheduling all referees and timekeepers in the Association. He/She shall report protests and suspensions to the President of the Association. He/She will be responsible for enforcing Association rules and make arrangements to send referees to referee clinics. When a House League Referee-In-Chief is appointed he/she will be responsible for scheduling and training of House League referees. He/She, and the House League Referee-In-Chief, (if the latter is appointed) shall be responsible for the Caledonia Referees Association.

6.7. DUTIES OF THE GATE CONVENOR

He/She shall be responsible for scheduling persons to collect admissions. He/She shall be responsible for depositing excess monies from admission and leaving a proper float (\$50.00) in the cash box.

6.8. DUTIES OF THE PURPLE THISTLE TOURNAMENT CONVENOR

He/She shall be responsible for arranging tournament sponsors, inviting teams, selecting teams, arranging the playing schedule, ensuring engraving on trophies is up to date, arranging lunch for players, arranging awards, arranging referees, arranging goal judges, arranging gate keepers, arranging crests for all players, arranging dressing room attendants, arranging for time keepers, checking all players' cards, following all OMHA tournament rules and regulations, and for publishing game results. He/She shall supply each team with a copy of the rules and regulations concerning the tournament.

6.9. DUTIES OF THE REGISTRAR

He/She shall conduct registration and record all players' cards and supply each representative and House League Convenor with a list of players registered in each age group. He/She will be responsible for unpaid and unregistered players. He/She will arrange for registration forms and announcements in schools and on the news media.

6.10. DUTIES OF BANQUET CONVENOR

He/She shall be responsible for arranging a hall, crests, trophies engraved up to date, guests and guest speakers. If necessary, to be responsible for arranging meals, refreshments tickets and Masters of Ceremonies.

6.11. DUTIES OF PUBLICITY DIRECTOR

He/She shall have all representative, AE and House League scores published in the newspaper and be responsible for newspaper and news media advertising. He/She will be responsible for the administration and content of the website, ensuring the information contained within is current and updated as appropriate.

6.12. DUTIES OF EQUIPMENT MANAGER

He/She shall keep inventory of all pieces of equipment and report any shortages to the President. He/She shall be responsible for ordering new equipment and for repairing old equipment, all with the approval of the Board of Directors.

He/She will be responsible for arranging the cleaning of sweaters at the end of each season, and submit to the Association a report on new equipment and sweaters needed for the following year.

6.13. DUTIES OF THE DISCIPLINE COMMITTEE

At the beginning of each season, a Discipline Committee will be established. The Discipline Committee will include the President, or the V.P. of Operations or the V.P. of Rep along with three other Board members. All matters of discipline referred to the Executive relating to the conduct of players, on and off the ice, coaches, parents or fans will be referred to the Discipline Committee and they will determine a course of action based on the specific circumstances. The course of action may include additional suspensions, enforcement of the Haldimand County "For Sake of Sport" Policy and or removal/suspension of C.D.M.H.A. member privileges. All discussions involving the Discipline Committee and the Minutes of Discipline Committee meetings will be kept confidential.

6.14. NOMINATION COMMITTEES AND DUTIES THEREOF

- a) There shall be a Nomination Committee consisting of three general members, all of whom shall not be candidates for election and shall be chosen by the Board of Directors. The Nomination Committee shall propose a slate of Directors and Officers for each annual meeting and shall obtain the signatures of each nominee consenting to stand for the Office for which that person is nominated. The said Committee shall also prepare a ballot, appoint the Scrutineers, and otherwise conduct the election.
- b) Nominations must be submitted in writing by 6:00 PM, to the Minor Hockey Office, on March 1.
- c) Nominations will be collected by the Chair of the Nominating Committee, or his appointed delegate.
- d) Nomination forms must be completed in full by all parties, including the individual making the nomination. Nomination forms will be made available February 1st., from the Minor Hockey Board located at the H.C.C.C. Nominations not received in this format will be redirected for proper completion prior to the Nomination Committee meeting.
- e) Nominations will be opened by the Nominating Committee within five days of closing, and a report prepared in writing, for the next scheduled meeting of Caledonia Minor Hockey. The Report will detail committee members present at opening, acclamations, positions remaining vacant and positions whereby nominations will be accepted for the Annual General Meeting.
- f) The Scrutineers will be chosen from the membership body, in attendance at the A.G.M., with the Chair of the Nominating Committee ensuring a conflict of interest will not occur with such selection\volunteer for the positions.

6.15. COACHING SELECTION

The Coaching Selection Committee will review applications and resumes, then conduct interviews for open positions. The Coaching Selection Committee will make recommendations on suitable candidates, prior to the Board of Directors voting by ballot that is moderated by the President and the Secretary. The decisions made by the Board of Directors are final. In the event of a stalemate by the Board of Directors, the President will cast the deciding vote. Directors with conflicts of interest must state their conflict and are precluded from voting.

No member of the Board of Directors shall be allowed to serve as the Head Coach with any of our Rep or AE teams. Any current member of the Board of Directors that has applied for a Rep or AE coaching position must resign their position on the board and may continue to serve in an unofficial capacity (non-voting – not privy to in-camera discussion) to the end of their term. A current member of the Board of Directors wishing to act in an official capacity, (Assistant Coaches, Managers & Trainers) with any of our Representative Teams or AE Teams will be subject to review by the Board of Directors and will have to be approved by a 2/3 majority vote.

7. EXECUTION OF DOCUMENTS

Deeds, transfers, licenses, contracts and engagements on behalf of the Association shall be signed by either the President or a Vice President of Business Operations, House League Operations or Rep/AE Operations and by the Secretary, and the Secretary shall affix the seal of the Association to such instruments as require the same.

Contracts in the ordinary course of the Association's operations may be entered into on behalf of the Association by the President, or a Vice President of Business Operations, House League Operations or Rep/AE Operations, the Treasurer or by any person authorized by the Board. Notwithstanding any provisions to the contrary contained in the by-laws of the Association, the Board of Directors may at any time by resolution direct the manner, in which, and the person or persons by whom, any particular instrument, contract or obligation of the Association may or all be executed.

8. BOOKS AND RECORDS

- a) The Directors shall see that all necessary books and records of the Association required by the by-laws of the Association or by any applicable statute or law are regularly and properly kept.
- b) This documentation will remain within the Minor Hockey Office, located at the H.C.C.C., unless otherwise approved by the Board.
- c) All documentation remains the property of Caledonia and District Minor Hockey and shall be returned at the end of the Board members term, whether by resignation or change of membership.

9. MEMBERSHIP

The membership shall consist of:

- The parents, custodians or guardians of all minors registered to play hockey with the Association.
- Any individual accepted as a member by the Board of Directors, and
- All elected and appointed Directors and Officials of the Association.

A person becomes a member of the Association:

- a) In the case where he/she is a parent, guardian or custodian of a minor registered to play hockey with the Association upon registration of the minor and such membership shall run from the time of registration until the date set by the Board of Directors for registration for minors for the next ensuing year.
- b) In the case of an individual who applies in written format to the Board for admission to membership, upon his/her acceptance as a member by the Board of Directors, and such membership shall run from the time of acceptance until the end of the fiscal year in which he/she is accepted.
- c) In the case of an elected or appointed Director or Official, upon his/her election or appointment and such membership shall run from the time of such election or appointment until the end of the fiscal for which the election is held or the appointment is made.

The individual who applies to the Board of Directors for membership shall be promptly informed by the Secretary of his/her admission as a member.

Membership shall also cease upon a member resigning and a member may resign by resignation in writing which shall be effective upon acceptance thereof by the Board of Directors. In the case of resignation, or termination of membership by lapse of time, a member, (or former member), shall remain liable for payment of any assessment or other sum levied or which became payable by him/her to the Association prior to acceptance of his/her resignation or prior to termination of his membership by lapse of time.

Each member in good standing shall be entitled to one vote on each question arising at any special or general meeting of the members.

10. DUES

There shall be no dues or fees payable by members except such, if any, as shall from time to time be fixed by unanimous vote of the Board of Directors, which vote shall become effective only when confirmed by a vote of the members at an annual or other general meeting.

The Secretary shall notify the members of the dues or fees at any time payable by them and, if any are not paid within 30 days of the date of such notice, the members in default shall thereupon automatically cease to be members of the Association, but any such members may on payment of all unpaid dues or fees be reinstated by unanimous vote of the Board of Directors.

11. ANNUAL AND OTHER MEETINGS OF MEMBERS

The annual meeting of the members of the Association shall be held on the 1st Monday in May each year at a place determined by the Board of Directors of the Association. Any other general meeting of the members shall be held at such place and at such time in Haldimand County as the Board of Directors may determine. All constitutional amendments or changes being made at our upcoming A.G.M. must be publicized on the minor hockey trophy case no later than March 1 of the year the proposal will be offered for acceptance. The posting also must state who made and who seconded the motion.

At every annual meeting, in addition to any other business that may be transacted, the report of the Directors, the report of the Treasurer including the Financial Statements and the report of the Auditor, shall be presented and a Board of Directors including the President, the Vice President of Business Operations, the Vice President of House League Operations, the Vice President of Rep/AE Operations, the Secretary and Treasurer elected and Auditors appointed for the ensuing year and the remuneration of the Auditors shall be fixed. All nominations of executive positions shall close by March 1. The members may consider and transact any general business without any notice thereof at any meeting of the members, considered and transacted, notice thereof shall be given to all the members as in the manner hereinafter set forth. The Board of Directors or the President or the Vice President of Business Operations or Vice President of House League Operations or the Vice President of Rep/AE Operations shall have power to call at any time a general meeting of the members of the Association. No public notice nor advertisement of members' meeting, annual or general, shall be required, but notice of the time and place of every such meeting together with notice of any special business (specifying the general nature of such business) to be transacted at such meeting shall be given to each member by sending the notice by prepaid mail, or by giving same in accordance with the other methods set out in paragraph 41, one days or more before the time fixed for the holding of such meeting; provided however that monthly meetings of the Board of Directors of the Association shall be held on the first Monday of each month from September through to April inclusive and with respect to such general meetings, no notice thereof need be sent to each member but a notice of the time and place of such meeting together with notice of any special business to be considered and transacted thereat shall be posted on CDMHA's website or the CDMHA trophy case in the H.C.C.C. at least ten (10) days prior to the day of such meeting.

Nominations for any vacant position within the Executive (President, V.P. Business, V.P. House League or Rep/AE Operations, Secretary and Treasurer) will be accepted from the floor during the initial nomination period at the A.G.M. Pending a sole vacancy, any individual who is eligible for the position, nominated for the position, seconded for the position and accepts the position will therefore be acclaimed to the position.

12. ERROR OR OMISSION IN NOTICE

No error or omission in giving notice of any annual or general meeting or any adjourned meeting, whether annual or general, of the members of the Association shall invalidate such meeting or make void any proceedings taken thereat and any member may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat. For the purpose of sending notice to any member, Director or Officer for any meeting or otherwise, the address of any member, Director or Officer shall be his last address recorded on the books of the Association.

13. ADJOURNMENTS

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

14. QUORUM OF MEMBERS

A quorum for the transaction of business at any meeting of members shall consist of not less than eight Directors.

15. VOTING OF MEMBERS

Subject to the provisions, if any, contained in the Letters Patent of the Association, each member of the Association shall at all meetings of members be entitled to one vote and there shall be no votes by proxy allowed. Provided however that the Chairman of any such meeting shall not have an original vote, shall only have a tie breaking vote to be exercised in the case of an equality of votes. No member shall be entitled to vote unless he/she has paid all dues or fees, if any, then payable by him/her and no member shall be entitled to vote unless he/she has attained the age of eighteen years.

At all meetings of members every question shall be decided by a majority of the votes of the members present unless otherwise required by the by-laws of the Association, or by a show of hands unless a poll be demanded by any member. Upon a show of hands, every member having voting rights shall have one vote, and unless a poll be demanded a Declaration by the Chairman that a resolution has been carried or not carried and an entry to that effect in the minutes of the Association shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution. The demand for a poll may be withdrawn, but if a poll be demanded and not withdrawn the question shall be decided by a majority of votes given by the members present, and such poll shall be taken in manner as the Chairman shall direct and the result of such poll shall be deemed the decision of the Association in general meeting upon the matter in question. In the case of an equality of votes at any general or special meeting, whether upon a show of hands or at a poll, the Chairman shall be entitled to exercise a tie breaking vote. Any motion that requires legal advice or additional information may be tabled without a vote being taken on the substance of the motion.

16. FINANCIAL YEAR

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

17. CHEQUES, ETC.

All cheques, bills of exchange or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Association, shall be signed by such Officer or Officers, Agent or Agents of the Association and in such manner as shall from time to time be determined by resolution of the Board of Directors and any one of such Officers or Agents may alone endorse notes and drafts for collection on account of the Association through its Bankers, and endorse notes and cheques for deposit with the Association's Bankers for the credit of the Association, or the same may be endorsed "for collection" or "for deposit" with the bankers of the Association by using the Association's rubber stamp "if any" for the purpose. Any one of such Officers or Agents so appointed may arrange, settle, balance and certify all books and accounts between the Association and the Association's Bankers and may receive all paid cheques and vouchers and sign all the Bank's forms or settlement of balances and release or verification slips. In the absence of a resolution of the Board of Directors as herein before contemplated, all cheques, bills of exchange or other orders for payment of money, notes or other evidences of indebtedness issued in the name of the Association shall be signed by the Treasurer and either the President or a Vice President of Business, House League or Rep/AE Operations. No person shall spend any funds in excess of one hundred Dollars of the Association without prior approval of the Board of Directors. Any unauthorized expenditures will be the responsibility of the individual and the Association will accept no liability therein.

Provided, the Treasurer shall have the authority to pay the ordinary operational expenses without the prior approval of the Board. The Treasurer shall maintain a contingency fund in a Bank Account. Authorization to spend monies from this account requires the consent of two-thirds of the Board of Directors.

18. NOTICE

Any notice (which term includes any communication or document) to be given, sent, delivered or served pursuant to the Statute, the Letters Patent, the by-laws or otherwise to a member, Director, Officers or Auditor shall be sufficiently given if delivered personally to the person to whom it is to be given or if delivered to his recorded address or if mailed to him at his recorded address by prepaid ordinary mail, or if sent to him at his recorded address by means of prepaid transmitted or recorded communication. A notice so delivered shall be deemed to have been given when it is delivered personally or at the recorded address as aforesaid; a notice so mailed shall be deemed to have been given when deposited in a post office or public letter box; and a notice sent by any means of transmitted or recorded communication shall be deemed to have been given when dispatched or delivered to the appropriate communication company or agency or its representative for dispatch. The Secretary may change or cause to be changed the recorded address of any member, Director, Officers or Auditor in accordance with any information believed by him to be reliable.

19. PROCEDURE AT MEETINGS

In the case of any dispute with respect to the procedure at a meeting of the Board of Directors or of the members, resort shall be had to the rules governing meeting as set down in Roberts Rules of Order.

All members, both executive and Directors, shall be given a copy of Robert's Rules of Order for reference purposes.

20. AMENDMENTS

a) By Members:

Any article of the by-laws may be repealed, amended, re-enacted or suspended for any length of time by the consent of two-thirds of the members Present at a meeting of the members specially called for that purpose or at the Annual General Meeting, and provided that the proposal for such repeal, amendment, re-enactment or suspension is specified in the notice calling such meeting. Provided however, that this latter provision shall not apply to an amendment of the proposed amendment when the proposed amendment is being acted upon by the meeting. And provided there is a quorum of members present at the said meeting.

b) By Directors:

The Board of directors may, by a vote of two-thirds of those present at a regular or special meeting of the Board, specially called for the purpose, repeal, amend, re-enact or suspend for any length of time any article or section of these by-laws, but any such change, unless in the meantime confirmed by a majority vote of those present at a General Meeting of the members duly called for that purpose and properly constituted, in the case of the re-enactment of new articles or sections, or by a vote of two-thirds of those present at such a meeting duly called for that purpose and properly constituted, in the case of repeal, amendment or suspension of any article or section, is effective only until the next annual meeting of the members unless confirmed thereat and, in default of confirmation thereat, ceases to have effect at and from that time, and in that case no new by-law or by-law repealing amending re-enacting or suspending any provision of this by-law which is of the same or like substance, has any effect until confirmed at a General Meeting of the members.

c) With respect to amendments proposed at the A.G.M., such amendments must be posted and publicized in writing on the Minor Hockey Association's trophy case no later than March 1st the year of the proposals, and the notice shall state a mover and a seconder for the amendment.

21. INTERPRETATION

a) All constitutional amendments or changes being made at the AGM must be in writing and given to the President of the Association before March 1st at 6:00 p.m. of the year the proposal will be offered for acceptance. All proposed Constitutional changes or amendments will then be posted as of 6:01 p.m. March 1st outside the Minor Hockey Office. The posting also must state who made and seconded the motion.

b) In these by-laws and in all other by-laws of the Association hereafter passed unless the context otherwise requires, words importing the singular number or the masculine gender shall include the plural number or the feminine gender, as the case may be, and vice versa.

Passed by the Board of Directors and sealed with the Corporate Seal this 7th day of May, 2008.

President

Secretary

CONFIRMED by the Members this 7th day of May, 2008.

Website: www.caledoniathunder.ca