

CLARENCE-ROCKLAND GIRLS HOCKEY ASSOCIATION



CONSTITUTION

MAY, 2009

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Article 1 - Name and Purpose

- 1) This association shall be known as the Clarence-Rockland Girls Hockey Association, hereinafter to be referred as CRGHA.
- 2) The purpose of the CRGHA is to organize and govern the operation of hockey for girls and women in the City of Clarence-Rockland and surrounding areas.

Article 2 - Aims and Objectives

The objective of the CRGHA is to foster and encourage girls' hockey throughout the City of Clarence-Rockland and surrounding areas.

The aims of the CRGHA are:

- 1) To provide girls and women of the City of Clarence-Rockland and surrounding areas with the opportunity to learn and play hockey.
- 2) To ensure that each player, to the extent possible, will be able to participate in a hockey program suited to that player's skill and abilities.
- 3) To establish and maintain a variety of hockey programs (developmental, house league, representative and competitive) for all age groupings.
- 4) To encourage the participation of any and all interested persons and organizations wishing to volunteer their services in the administration and support of the CRGHA's affairs.
- 5) To foster and develop sportsmanship, team discipline, self-discipline, self-confidence, respect for others, and enjoyment through participation in hockey.

Article 3 - Membership

- 1) Players registered in any of the programs or activities of the CRGHA shall be considered junior members of the CRGHA and shall not be entitled to vote at general meetings of the CRGHA if they are less than 18 years of age.
- 2) Senior members of the CRGHA, hereinafter referred to as 'members', shall be the only persons entitled to vote on matters of the CRGHA. All such members shall be 18 years of age or older and shall only include:
 - i) Directors of the CRGHA;
 - ii) Up to a maximum of three (3) team officials per team, providing such persons are at least eighteen (18) years of age and are registered with the CRGHA as team officials prior to December 31st of the hockey year;
 - iii) Each parent or legal guardian of one or more junior members of the CRGHA for either the current or ensuing year;
 - iv) Players registered with the CRGHA for the current year or ensuing hockey year that are at least eighteen (18) years of age;
 - v) Persons appointed by the Board of Directors to fulfill voluntary responsibilities on behalf of the CRGHA who would not otherwise qualify as members.
- 3) The CRGHA shall have the full right to establish conditions of membership and to refuse membership to persons failing to satisfy those conditions.
- 4) All female players in Eastern Ontario and Western Quebec may enroll in the CRGHA. Players and parents in the House League and Competitive Programs are full members. Players and parents registered with other ODWHA Member Associations are not voting members of the CRGHA and cannot stand for election.

Article 4 - Annual General Meetings

- 1) A general meeting of the CRGHA shall be held annually prior to the 31st day of May in the hockey year, at a place, date and time determined by the Board of Directors.
- 2) The business of the Annual Meeting shall include:
 - i) Presentation and adoption of the minutes of the previous Annual General Meeting and any Special General Meetings held during the hockey year;
 - ii) Presentation of awards and guests;

- iii) Reports of Directors and Committees;
 - iv) The interim financial statements for the hockey year in which the meeting is held;
 - v) The budget for the ensuing year;
 - vi) Motions to adopt, amend, revise, or repeal Articles of the Constitution for which due notice has been provided;
 - vii) Other business of interest and concern to the members;
 - viii) Election of Officers and Directors;
 - ix) Adjournment.
- 3) At all General Meetings of members, every question shall be decided by a majority of votes of the members, present in person. Votes by proxy are not accepted.
 - 4) Every question shall be decided, in the first instance, by a show of hands. A declaration by the Chair that a resolution has been carried, or not carried, and an entry to that effect in the minutes of the meeting, shall be admissible in evidence as prima facie proof of the fact, without further proof of the number or proportion of the votes accorded in favour or against the resolution.
 - 5) Any member, present, may demand that the question shall be answered by poll. The demand for poll may be withdrawn, but if not, the question shall be decided by a majority of votes given by the members, present in person, and such poll shall be taken in the manner directed by the Chair. The result of such poll shall be deemed the decision of the Association upon the matter in question.
 - 6) In the case of an equality of votes at any General Meeting, whether upon the show of hands or at poll, the Chair shall be entitled to cast the deciding vote.
 - 7) No business may be transacted at any General Meeting unless at least ten (10) members are personally present.

Article 5 - Special General Meetings

- 1) A special General Meeting of the CRGHA shall be called by the Board of Directors within six (6) weeks of the receipt, by the Secretary, of a written request for such a meeting signed by at least thirty (30) voting members of the CRGHA.
- 2) The written request shall specify the business to be transacted at this meeting, and only the specified business shall be transacted.
- 3) The Board of Directors, by resolution, shall have full authority to convene a Special General Meeting.

Article 6 - Election of Board of Directors

- 1) Nominations for President signed by a mover and seconder must be given to the Secretary at least 14 days before the Annual General Meeting is to take place. Both the mover and seconder must be voting members of the Association. If the President is not elected from those nominated, nominations for President will be accepted from the floor at the Annual General Meeting. The nominees must be present or have signified in writing their willingness to the office for which they have been nominated.
- 2) The President will be elected for a term or two (2) years.
- 3) Nominations for the Directors will be accepted from the floor at the Annual General Meetings provided the nominees are present or have signified in writing their willingness to the office for which they have been nominated.
- 4) The Board of Directors may be elected by a show of hands, or by secret ballot, if requested by the majority of those present, for a term of one (1) year.
- 5) Any member of the CRGHA may vote only in person.
- 6) Any voting member of the CRGHA may be nominated for a vacancy on the Board of Directors.

Article 7 - Composition of the Board of Directors

- 1) Subject to the Constitution of the CRGHA, the affairs of the CRGHA shall be managed by a Board of Directors who shall have full authority to conduct the business of the Association.
- 2) The Board of Directors shall consist of eleven (11) Officers and Directors.
- 3) As Officers of the CRGHA, the President, the Vice President, the Secretary, and the Treasurer shall be, ex officio, members of the Board of Directors, with duties as specified in Article 8.
- 4) Directors of the Association include the Past President, the Ice Scheduler, the Equipment and Fundraising Coordinator, the Tournament Coordinator, the Publicity Coordinator, the Development Coordinator and the

Registrar. The President and the Directors shall be elected at an Annual General Meeting and shall hold office until the adjournment of the next Annual General Meeting following the Annual General Meeting at which the Director was elected. A Director may be re-elected.

- 5) Vacancies on the Board of Directors, however caused, may be filled by resolution of the Board of Directors, so long as a quorum of fifty percent of the Board of Directors remains in office.
- 6) A person may only be appointed a Director until the adjournment of the next Annual General Meeting.
- 7) If a quorum of Directors does not remain in office, the remaining Officers and Directors shall, within thirty days, convene an Annual General Meeting or a Special General Meeting to fill sufficient vacancies to at least constitute a quorum.
- 8) Officers and Directors shall receive no remuneration from the Association for acting as such.

Article 8 - Duties of Officers and Directors of the Association

President

- 1) No person may be nominated for, acclaimed to or elected to the position of President unless that person has been a senior member of the CRGHA for at least two years and has been on the CRGHA Board of Directors for at least one year.
- 2) The President may not be nominated for, acclaimed to or elected President for a fourth consecutive term.
- 3) The duties and responsibilities of the President shall include:
 - i) Chairing meetings of the Board of Directors;
 - ii) Signing on behalf of the Association all By-Laws, documents or certificates;
 - iii) Coordinating the work of the Board of Directors;
 - iv) Representing the Association at all meetings or functions of senior hockey bodies;
 - v) Representing the Association within the community;
 - vi) Serving as an ex officio member of all committees of the Association;
 - vii) Assuming from time to time other duties as may be determined by the Board of Directors;
- 4) The President may delegate any of the foregoing duties and responsibilities to the Vice Presidents, or any Director of the CRGHA.

Vice-President

- 5) In the absence or inability of the President, the Vice-Presidents shall fulfill the duties and responsibilities of President.
- 6) If for any reason the position of President becomes permanently vacant, the Vice Presidents shall fulfill the duties and responsibilities of President until the adjournment of the next Annual General Meeting. If for any reason the Vice-Presidencies become vacant, the Board of Directors may appoint an Officer or Director to be a Vice-President of the CRGHA, who shall so serve until the adjournment of the next Annual General Meeting.

Secretary

- 7) The Secretary shall be ex officio Clerk of the Board of Directors and shall attend all meetings of the Board and ensure that all facts and minutes of the Board's proceedings are recorded in the books of the Association.
- 8) The Secretary shall be the custodian of the Seal of the Corporation, instruments of incorporation, correspondence, contracts and other documents belonging to the Association, which the Secretary shall deliver up only when authorized by a resolution of the Board of Directors and to such person or persons as may be named in the resolution.
- 9) The Secretary shall ensure that all proper notice required by the Constitution of the CRGHA is provided to all members and Directors as required
- 10) The Secretary shall fulfill other duties and responsibilities from time to time, as determined by the President or the Board of Directors.

Treasurer

- 11) The Treasurer will be responsible for maintaining full and accurate accounts of all receipts and disbursements of the CRGHA in proper books of account.
- 12) The Treasurer shall collect and deposit all monies or other valuable effects in the name and to the credit of

the CRGHA in such bank or banks as may be designated by the Board of Directors.

- 13) The Treasurer will be responsible for the disbursement of all monies, ensuring that all disbursements are supported by acceptable receipts. The disbursements are made by cheque signed by the two persons being the Treasurer and the President with the Vice-President as the alternate signee.
- 14) The Treasurer will be responsible to report all receipts and disbursements at the meetings of the Board of Directors.
- 15) The Treasurer shall prepare a pre-season budget or estimated revenues and expenses and shall issue a Financial Statement at the end of each season.

Article 9 - Duties of Directors of the Association

- 1) The Past-President, the Ice Scheduler, the Equipment and Fundraising Coordinator, the Tournament Coordinator, the Publicity Coordinator, the Development Coordinator and the Registrar shall be Directors of the Association.

Past-President

- 2) The Past-President shall serve in an advisory capacity to the Board of Directors.
- 3) The Past-President shall also perform other duties and responsibilities that may be determined by the President and the Board of directors.

Ice Scheduler

- 4) The Ice Scheduler shall allocate all CRGHA ice for tryouts, practices, league play, playoffs, tournaments and special events.
- 5) The Ice Scheduler may appropriate any previously allocated ice time as necessary.

Equipment and Fundraising Coordinator

- 6) The Equipment and Fundraising Coordinator shall be responsible for the CRGHA equipment control, storage, disbursement and collection.
- 7) The Equipment and Fundraising Coordinator shall be responsible for the purchase of any new equipment and for reporting to the Board of Directors the minimum playing equipment standards.
- 8) The Equipment and Fundraising Coordinator Shall be responsible for arranging and monitoring all fundraising activities of the CRGHA.

Tournament Coordinator

- 9) The Tournament Coordinator shall be responsible for the establishment of various sub-committees to plan and operate all CRGHA tournaments.
- 10) The Tournament Coordinator shall establish a pre-tournament budget and submit to the CRGHA Boards of Directors for their input and approval.

Publicity Coordinator

- 11) The Publicity Coordinator shall plan and implement strategies to increase the awareness of girls' hockey in the City of Clarence-Rockland and surrounding areas.
- 12) The Publicity Coordinator shall establish and maintain contacts with the local newspapers throughout the communities of Prescott-Russell to encourage the publishing of articles and interviews.
- 13) The Publicity Coordinator shall develop and coordinate the publishing of a CRGHA newsletter. The newsletter should be published twice between September 01 and March 31 of each hockey year.
- 14) The Publicity Coordinator shall establish contacts with local businesses in view of future corporate support.
- 15) The Publicity Coordinator shall oversee the CRGHA web site.

Development Coordinator

- 16) The Development Coordinator shall plan and coordinate try-outs
- 17) The Development Coordinator shall plan and coordinate sort-outs
- 18) The Development Coordinator shall be responsible for the establishment of Conditioning Camps
- 19) The Development Coordinator shall be responsible for the establishment of Clinics
- 20) The Development Coordinator shall be the Coach Mentor for the Association

Registrar

- 21) The Registrar shall process and record all registrations in the manner set forth by the CRGHA and shall maintain a record of all membership within the CRGHA.
- 22) The Registrar shall complete and submit all registration documents to the ODWHA and OWHA within the prescribed time limits.
- 23) The Registrar must supply complete team staff information to the webmaster as soon as it is available.

Webmaster

- 24) The Webmaster shall keep the CRGHA web site current
- 25) The Webmaster shall post revised schedule as soon as possible after they are made available by the Ice Scheduler
- 26) The Webmaster shall complete the team staff section of the web site as soon as it is received from the Registrar

Article 10 - Meetings of the Board of Directors

- 1) Except as otherwise required, the Board of Directors may hold its meetings at such place or places as it may, from time to time, determine.
- 2) The board may appoint a day or days in any month or months for regular meetings at a specific hour and place and for such meetings no notice need be sent.
- 3) Meetings may be formally called by the President or by the Vice President.
- 4) On the written direction of five Directors, the Secretary and Registrar must convene a meeting of the Board of Directors within forty- eight (48) hours of receiving the written direction.
- 5) Otherwise than provided in article 10 (4), the Secretary must, in writing or by telephone provide each Officer and Director with notice of meetings of the Board of Directors at least twenty four (24) hours prior to the time of the meeting. Such notice shall include the date, time and place of the proposed meeting.
- 6) The statutory declaration of the Secretary or President that notice has been given pursuant to this section shall be sufficient and conclusive evidence of the giving of such notice.
- 7) No error or omission in giving notice, pursuant to this By-Law, for a meeting of the Board of Directors shall invalidate or make void any proceedings taken or held at such meetings. Any director may at any time waive notice of any such meetings and may ratify and approve of any or all proceedings taken or held at such meetings.
- 8) Fifty percent plus one of the officers and directors shall form a quorum for the transaction of business.
- 9) Questions arising at any meeting of the Board of Directors shall be decided by a majority of votes of the officers and directors who are present.
- 10) The Chair does not have a vote except in instances where the vote is evenly divided. In the case of an equality of votes on any matter, the Chair shall cast the deciding vote.
- 11) Any votes at any meeting of the Board of Directors shall be taken by secret ballot if so demanded by any director present.
- 12) Any director may request a vote by show of hands or poll on any resolution at a meeting of the Board of Directors.
- 13) A declaration by the Chair that a resolution has been carried and an entry to that effect in the minutes shall be admissible in evidence as prima facia proof of the fact, without proof of the number or proportion of the votes recorded in favor of, or against, such resolution.
- 14) In the absence of the President, the Vice President or such other officer or director, as the Board may from time to time appoint for such purpose, shall chair the meeting.
- 15) The Board of Directors shall meet at least four (4) times during the hockey year.

Article 11 - Resignation or Impeachment

- 1) Officers and Directors are required to attend meetings of the Board. Any Officer or Director who fails to attend

two (2) consecutive board meetings without notifying the Secretary, either directly or indirectly, of inability to attend, shall be deemed to have resigned.

- 2) The members of the Association, subject to the requirements of Article 5 requiring proper notice, may, by resolution passed by at least two thirds of the votes cast by senior members at an Annual General Meeting or a Special General Meeting called for that specific purpose, remove any Officer or Director before the expiration of that person's term of office, and elect another person or persons as set out in this Constitution.

Article 12 - General Powers and Responsibilities of the Board of Directors

Subject to the Constitution of the CRGHA the Board of Directors shall:

- 1) Have all full and necessary powers and authorities to manage, order, administer and direct the affairs of the Association.
- 2) Administer and complete the registration of all CRGHA players.
- 3) Determine the number of CRGHA teams to be entered in the ODWHA prior to each season.
- 4) Determine the caliber of each CRGHA team. If two or more CRGHA teams are to be placed in the same House League Division within the ODWHA, the Board of Directors will ensure that these teams are balanced in terms of caliber.
- 5) Administer and complete the coach selection process of all CRGHA teams.
- 6) Ensure that all team staff members have the coaching levels as required by the ODWHA Constitution.
- 7) Plan and arrange for a season-end banquet for all CRGHA teams.
- 8) Administer the affairs of the CRGHA in all things and make or cause to be made for the CRGHA, in its name, any kind of contract which the CRGHA may lawfully enter into, and generally may exercise all such other powers and do all such other acts and things as the CRGHA is by its charter or otherwise authorized to exercise, upon such terms and conditions as they may deem advisable.
- 9) From time to time authorize any Officer, Director, of the CRGHA or any other person to make arrangements with reference to the monies borrowed or to be borrowed and as to the terms and conditions such loans, and as to the securities to be given thereof, with power to vary or modify such arrangements, terms and conditions and to give such additional securities for any monies to be borrowed or remaining due by the CRGHA as the Directors may authorize, and generally manage, transact and settle the borrowing of money by the CRGHA.
- 10) Set, establish, increase, decrease and determine membership and registration fees, other fees, dues and levies.
- 11) Adopt, amend, revise, revoke or repeal the Regulations of the Association.
- 12) Subject to the Corporations Act, enact, alter, amend, repeal or revoke the By-Laws of the Association, but such undertakings must be ratified by the Senior Members at the next Annual General Meeting or a Special General Meeting convened for such purpose.
- 13) Exercise the right of prior review and approval of all hockey activities, programs and undertakings in the name of the CRGHA and establish terms, conditions, standards and objectives for them.
- 14) Assess, appoint, hire and engage coaches, assistant coaches, trainers, team managers, referees, linesmen and timekeepers and other persons, all of whom shall hold their positions at the pleasure of the Board of Directors.
- 15) Establish, appoint and direct the work of various committees to advise it on general or specific issues.
- 16) Direct any other undertaking necessary to provide the CRGHA with sound and effective administration.
- 17) The Board of Directors shall have full authority to suspend any member, team, team official, game official or individual player for conduct prejudicial to the aims and objectives of the Association.

Article 13 - Books and Records

Execution of Documents

- 1) Deeds, transfers, licenses, contracts and engagements on behalf of the CRGHA shall be signed by any two of, the President, Vice-President, Treasurer, or any other persons designated by the Board of Directors. The corporate seal of the Association shall be affixed to the instruments, as required the same.
- 2) Contracts, in the ordinary course of the CRGHA operation, may be entered into on behalf of the CRGHA by any two of; the President, Vice President, Treasurer, or other person so authorized by the Board of Directors.

- 3) Any two of; the President or Vice President or other person so authorized by the Board of Directors, may transfer any and all shares, bonds or other securities from, time to time standing in the name of the CRGHA, its individual or any other capacity, or as a trustee or otherwise and may accept in the name and on behalf of the CRGHA, transfers of shares, bonds or other securities, from time to time transferred to the CRGHA, and may affix the corporate seal to any such transfers or acceptances of transfers, and may make, execute and deliver under the corporate seal any and all instruments in writing, necessary or proper for such purposes, including the appointment of any attorney or attorneys to make or accept transfers of shares, bonds or other securities on the books of any company or corporation.
- 4) All cheques, bills of exchange or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the CRGHA, shall be signed by such officer or officers, agent or agents or the CRGHA and in such manner as shall, from time to time, be determined by resolution of the Board of Directors.
- 5) Any of the aforementioned persons in article 13 (4) may, alone, endorse notes and drafts for collection on account of the CRGHA through its bankers, and endorse notes and cheques for deposit with the CRGHA's bankers for the credit of the CRGHA, or the same may be endorsed 'for collection' or for deposit¹ with the bankers of the CRGHA by using the Association's rubber stamp for that purpose.
- 6) Any one of such persons authorized by article 13 (4) may arrange, settle, balance and certify all books and accounts between the CRGHA and the CRGHA's bankers and may receive all paid cheques and vouchers and sign all the bank's forms or settlement of balances and release of verification slips.
- 7) The securities of the CRGHA shall be deposited for safekeeping with one or more bankers, trust companies or other financial institutions to be selected by the Board of Directors.
- 8) Any and all securities, so deposited, may be withdrawn, from time to time, only upon written order of the CRGHA signed by such officer, officers, agent or agents of the CRGHA, and in such manner, as shall from time to time be determined by resolution of the Board of Directors and such authority may be general or confined to specific instances. The institutions which may be so selected as custodians of the Board of Directors shall be fully protected in acting accordance with the directions of the Board of Directors and shall in no event be liable for the due application of the securities so withdrawn from deposit or the proceeds thereof.
- 9) The Board of Directors shall see that all necessary books and records of the CRGHA, required by the By-Laws of the Association or by an applicable statute of law are regularly and properly kept.

Article 14 - Financial and Hockey Year

- 1) Unless otherwise ordered by the Board of Directors, the fiscal year-end of the CRGHA shall be on the 31st day of May, in each year.
- 2) For the purposes of any Article of the Constitution or By-Laws of the CRGHA, the hockey year of the CRGHA shall be the twelve-month period between the 1st day of June and the 31st day of May, each year.

Article 15 – Amendments - CONSTITUTION

- 1) Amendments to the Constitution may be made at any properly called Annual Meeting of the membership.
- 2) An amendment in writing signed by a mover and a seconder must be given to the Secretary and Registrar at least 14 days before the Annual Meeting is to take place. Both the mover and seconder must be voting members of the Association.
- 3) An amendment must be approved by a two-thirds majority of the voting members present at the meeting.

Article 16 – Amendments - RULES AND REGULATIONS

- 1) The CRGHA Rules and Regulations Document, although separate, form part of the Constitution.
- 2) Changes to the Rules and Regulations may be made, at any time during the year, by the Executive "in-power" with an absolute 2/3 majority of the Executive eligible for voting. In order to be ratified, all changes made during the playing season must be submitted in accordance with Article 15, #2 above.
- 3) Proposed amendments to the Rules and Regulations, including any changes made during the playing season by the Executive, must be submitted in writing to the CRGHA secretary, 14 days prior

- to the AGM.
- 4) Proposed amendments to the Rules and Regulations are to be voted (see Article 3, Voting Eligibility) on, prior to the election of the new Executive Committee, in the following manner:
 - i) Changes to the Rules and Regulations made during the season that are to be ratified require a 50% + 1 majority in order to be passed.
 - ii) New proposed amendments to the Rules and Regulations require an absolute 2/3 majority in order to be passed.

Article 17 - Interpretation

- 1) In these By-Laws, and all other By-Laws of the Association hereafter passed, unless the context otherwise requires, words importing the singular number of the masculine gender shall include the plural number or the feminine gender, as the case may be, and vice versa, and reference to persons shall include firms and corporations.