

CONSTITUTION OF THE PETERBOROUGH MINOR HOCKEY COUNCIL



Contents

EXECUTIVE FLOWCHART.....	4
1. DEFINITIONS.....	5
2. MISSION OF THE PMHC.....	5
3. AFFILIATIONS.....	6
4. CLASSES OF MEMBERSHIP.....	6
5. TERMS OF MEMBERSHIP AND ELIGIBILITY.....	6
6. MEETINGS OF THE MEMBERSHIP.....	8
7. BOARD OF DIRECTORS.....	10
8. PROCEDURE FOR ELECTION OF DIRECTORS.....	11
9. BOARD RESPONSIBILITIES.....	12
10. EXECUTIVE OFFICERS & RESPONSIBILITIES OF OFFICERS.....	15
11. COMMITTEES OF THE BOARD.....	19
12. PMHC ADMINISTRATION.....	24
13. EXECUTION OF DOCUMENTS.....	26
14. FINANCIAL YEAR.....	26

15. BANKING ARRANGEMENTS..... 26

16. NOTICE..... 27

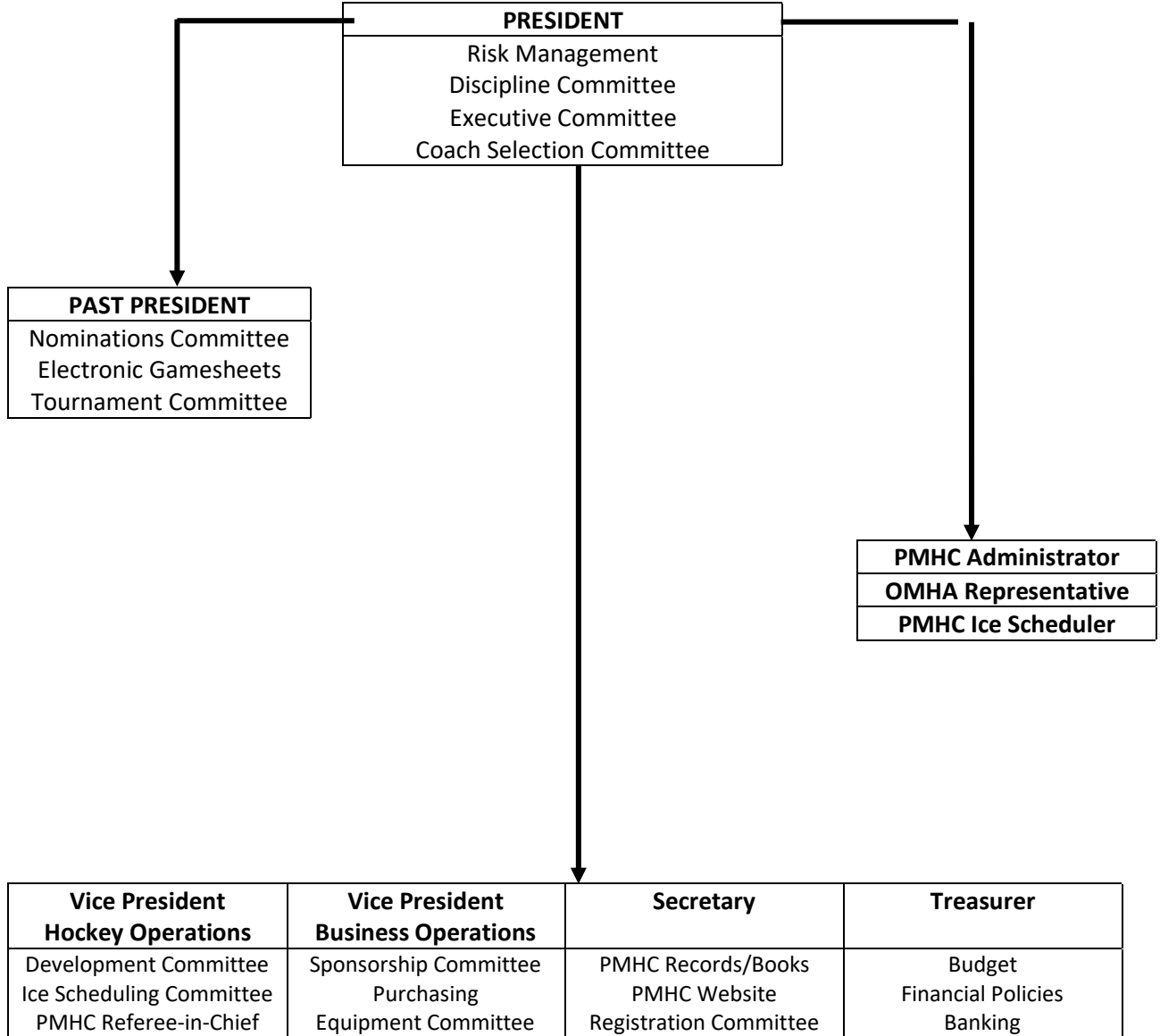
17. PASSING AND AMENDING THE CONSTITUTION, POLICIES AND
RULES OF OPERATION..... 28

18. REPEAL OF PRIOR BY-LAWS..... 28

19. RULES OF PROCEDURE..... 29

20. EFFECTIVE DATE..... 29

EXECUTIVE FLOWCHART



A Constitution relating generally to the conduct of the affairs of the Peterborough Minor Hockey Council.

BE IT ENACTED as a by-law of Peterborough Minor Hockey Council as follows:

1. DEFINITIONS

- 1.1 In this By-law and all other By-laws and Resolutions of the Council, unless the context otherwise requires:
- (a) " Council" means Peterborough Minor Hockey Council (or such other name as the Council may in the future legally adopt);
 - (b) "Board" means the Board of Directors of the Council;
 - (c) "CHA" means the Canadian Hockey Association (or such other name as the CHA may in the future legally adopt);
 - (d) "Director" means an individual who has been elected to the Board of Directors of the Council;
 - (e) "Officers" mean the individuals who hold the offices enumerated in Article 11;
 - (f) "OHF" means the Ontario Hockey Federation (or such other name as the OHF may in the future legally adopt);
 - (g) "OMHA" means Ontario Minor Hockey Association (or such other name as the OMHA may in the future legally adopt);
 - (h) "Policies" means written statements governing issues affecting the affairs of the Council, which have been considered and approved by the Board of Directors of the Council.
 - (i) "Members" means all classes of membership in the Council as provided for in section 5.

2. MISSION OF THE PMHC

- 2.1 The purpose of the PMHC is to organize, develop and promote minor ice hockey for the youth of the City and County of Peterborough including:
- a) the development of and participation in AAA representative ice hockey and provide the opportunity to participate at the highest competitive level;
 - b) to instil in all players, coaches, managers and members associated with the OHF and OMHA good sportsmanship, correct and proper behaviour on and off the ice, respect for authority and team play;
 - c) the PMHC shall be operated without the purpose of pecuniary gain to any of the Members and any surplus or accretions of the PMHC shall be used solely for the purposes of the PMHC and for the promotion of its objects.

3. AFFILIATIONS

- 3.1 The PMHC shall have the following affiliations:
- (a) The PMHC shall be a member of Hockey Canada, the Ontario Hockey Federation ("OHF"), the OMHA and the ETA, and,
 - (b) The PMHC shall operate in cooperation with the Recreation and Parks Department of the City of Peterborough.

4. CLASSES OF MEMBERSHIP

4.1 Membership in the Corporation shall be available to those people who meet the eligibility requirements as set out in section 5 of this By-law. Subject to the articles, there shall be one class of members in the Corporation. Each member shall be entitled to receive notice of, attend and vote at all of meetings of the members of the corporation.

5. TERMS OF MEMBERSHIP AND ELIGIBILITY

5.1 Terms and Eligibility a person shall be eligible to be a member if they meet one of the following conditions

- (a) Active Participant:
Active Members shall include all elected or appointed Board members or officials, and all convenors, coaches, managers and trainers appointed for the current season, and all registered players who are at least 18 years of age.
- (b) Parent/Guardian:
Parent/Guardian members shall include all parents and or legal guardians of registered players in good standing where the registered player is under the age of eighteen (18) years. .

Each custodial couple or single parent shall have one vote per player registered
- (c) Past Player Parent/Guardian and/or Past Director:
 - i) Past Player/Parent Guardian Members are parents or legal guardians of players whose son or daughter previously played for a PMHC team, and who, while their child was playing, was previously elected or appointed to the board of the PMHC.
 - ii) Past Director Members are persons who, despite the fact that they were neither parents or guardians to former PMHC players, nonetheless sat on the Board in any capacity.
- (d) Honorary Lifetime Membership:
Honorary Lifetime Membership may be granted to an individual who has rendered extraordinary and distinguished service to the PMHC. Individuals may be nominated to be Honorary Lifetime Members by any Member of the PMHC and the granting of Honorary Lifetime Membership must be confirmed by a majority vote of the Board of Directors.

5.2 Membership List:

Subject to Section 6.7 herein, the Secretary of the Board shall prepare and maintain a list of current Active Members, This list shall be kept at the head office and updated as necessary and made available to all Directors. Such list of Members shall be used to determine eligibility to attend and vote at any Meeting of the Membership.

5.3 Membership Year:

Unless otherwise determined by the Board, every Member, other than Honorary Lifetime Members shall commence on or after May 1st in each year, and shall lapse and terminate on April 30th next following the date on which such Membership commenced.

5.4 Termination

- a) Membership in the PMHC shall not be transferable and shall terminate upon a Member's resignation or death.
- b) Members may resign from the PMHC by submitting a resignation in writing addressed to the President or the Secretary who in turn notifies the appropriate Board members.
- c) Members in good standing shall be those admitted to Membership and who have paid all required membership fees to the PMHC. Members whose Membership fees are in arrears for a period of three (3) months shall be suspended from Membership and not permitted to vote, make nominations or hold office in the PMHC. The Secretary shall inform those concerned of this suspension in writing.
- d) The Board on 15 days written notice to a member, may pass a resolution authorizing disciplinary action or the termination of membership for violating any provision of the stated Code of Conduct, the Constitution or contrary to the purposes of the PMHC A copy of this motion shall be communicated to the Members concerned that person may make a written response 5 days before the end of the 15 day period. If a response is made, it shall be circulated with the notice of motion. Approval of such a motion shall require a two-thirds (2/3) majority in a ballot conducted at the meeting. The Members concerned shall be invited to attend the meeting and to explain their positions before the vote is taken.

5.5 Membership Fees:

Registration fees shall be established annually by the Budget Committee and resolved by the Board, and must be paid by Members before they are eligible to vote at Annual General Meeting or Special Meeting. The payment of a player's registration fees shall be deemed to have been payment for membership fees for Parent/Guardian Members. Fees for any unexpired term of membership are normally not refundable, but the Board of Directors may, in its sole discretion, grant a request for such a refund in extenuating circumstances. No formal membership fees shall be payable by members who qualify for membership as Active Members, Past Player Parent/Guardian Members or Lifetime Members.

5.6 Right to Vote:

All Members, shall be entitled to notice of all Meetings of Members of the PMHC.

5.7 Record Date

Individuals, who are Members of the PMHC at least 35 days in advance of any General Meeting of

the Members of the PMHC, are entitled to notice of and to vote at such General Meeting of Members. Any individual who is not a Member at least 35 days in advance of a General Meeting is not entitled to notice of or to vote at such General Meeting for which the record date has been established.

6. MEETINGS OF THE MEMBERSHIP

6.1 Annual General Meeting of Members:

The Annual General Meeting shall be held each within 15 months of the previous Annual Meeting, at a time, either virtually or in a place, and day determined by the Board, for the transaction of at least the following business, to be set out in the agenda of such Annual General Meeting;

- a) approval of the agenda;
- b) approval of the minutes of the previous Meeting of the Membership;
- c) receiving reports of the activities of the PMHC during the preceding year;
- d) receiving information regarding the planned activities of the PMHC for the current year;
- e) receiving and approving the report of the Auditor of the PMHC from the previous year and a projected financial position for the current year;
- f) appointment of the Auditor for the ensuing year;
- g) consideration of any proposed amendments to the Constitution and/or By-laws of the PMHC;
- h) transaction of any business which relates to the business of the Meeting referred to above, and notice and particulars of which are received by the Secretary in writing on or before 60 days immediately preceding the Annual General Meeting;
- i) election of the new Board.

6.2 Special General Meetings of Members:

. The Directors may call a special meeting of the Members. The Board shall convene a special meeting on written requisition of not less than one-tenth of the Members for any purpose connected with the PMHC that does not fall within the exceptions listed in the Corporations Act or any successor legislation or is otherwise inconsistent with the Act, within 21 days from the date of the deposit of the requisition. The business to be transacted at a General Meeting shall be limited to that specified in the notice calling the General Meeting

6.3 Notice

- a) Annual General Meeting:
Notice of the Annual General Meeting,

shall set out the agenda, including particulars of any other business to come before the Meeting. The date, time and location of the Meeting shall be announced at the Annual Awards Banquet and shall be posted on the PMHC website, Not less than 10 and not more than 50 days before the meeting.

b) Additional General Meetings of the Membership:

Notice of any Additional General Meetings of the Membership shall be set out the agenda, including particulars of any other business to come before the Meeting with sufficient information to permit the members to form a reasoned judgment on the decision to be taken. Notice of each meeting must remind the Member of the right to vote by Proxy. The date, time and location of the Meeting shall be posted on the PMHC website, no later than fifteen (15) days prior to commencement of the Meeting. T

c) Error or Omission in Notice;

No inadvertent error or omission in giving notice of any Annual General Meeting or Additional General Meeting of Membership or any adjourned Meeting, whether Annual or General, shall invalidate such a Meeting or make void any proceedings taken at such Meeting and any Member may at any time waive notice of any such Meeting and may ratify, approve and confirm any or all actions or proceedings taken at any such Meeting.

6.4 Quorum:

A quorum for an Annual General Meeting or General Meeting shall be a minimum of 20 Members eligible to vote and present in person. No business shall be transacted in the absence of a quorum except to take measures to obtain a quorum, to establish the time to which to adjourn, or to take a recess.

6.5 Voting Procedures:

- a) A majority of votes cast by Members entitled to vote, unless otherwise required by the By-laws of the PMHC, shall decide every question proposed for consideration at Meetings of the Membership;
- b) The Chair presiding at a Meeting of the Membership shall have a vote only in the event of a tie vote;
- c) At the Meetings of the Membership, every question shall be decided by a show of hands, unless a specific count or unless a secret ballot is required by the Chair or requested by any Member entitled to vote. Whenever a vote by show of hands has been taken upon a question, unless a specific count or secret ballot is requested or required, a declaration by the Chair that a resolution has been carried or lost by a particular majority and an entry to that effect in the minutes of the Meeting is conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

6.6

A proxy shall be in writing, and it must be signed by the Member or someone authorized by him, under power of attorney, to sign the proxy on behalf of the Member.

No Member entitled to vote shall hold more than two (2) proxies at any given time.

6.7 Adjournments:

Any Meeting of the Members of the PMHC may be adjourned at any time and from time to time and such business may be transacted at such adjourned Meeting(s) as might have been transacted at the original Meeting(s) from which such adjournment took place. No notice shall be required of any such adjourned Meeting other than to those Members present in person at the adjourned Meeting. Such adjournment may be made notwithstanding that no quorum is present.

6.8 Chair:

- (a) The President, and in his or her absence, the Vice President of Business Operations or in his or her absence the Vice President of Hockey Operations, shall chair any meeting of the membership.
- (b) In the absence of the President, or either Vice President, the Members entitled to vote and present at any Meeting of the Membership shall choose another Director as Chair and, if no Director is present or if all the Directors present decline to act as Chair, the Members present shall choose any Member present to be Chair.

7. BOARD OF DIRECTORS

7.1 Composition

(a) Eligibility

A Director:

- i) shall be eighteen (18) or more years of age;
- ii) shall not be an undischarged bankrupt or of unsound mind;
- iii) shall be a Member of the PMHC at the time of his or her election or appointment;
- iv) shall remain a Member of the PMHC throughout his or her term of office, subject to Section 9.5 herein;

b) Number of Directors:

The affairs of the PMHC shall be managed by a Board, which consists of up to 12 elected Directors and up to two (2) appointed Directors, and by an elected Executive Committee as described and defined at Section 8(2) herein.

c) Term of Office:

- i) No person shall hold the position of President for more than three (3) consecutive 2-year terms.
- ii) The term of all incumbent Directors at the date of adoption of this Bylaw shall expire and terminate by special resolution of the Board following the Annual General Meeting prior to June 30th that follows said meeting.

d) Change in Number of Directors:

The PMHC may by special resolution of the Board increase or decrease the number of its Directors.

8. PROCEDURE FOR ELECTION OF DIRECTORS

8.1 Nominations:

- a) The election of Directors shall take place at the Annual General Meeting of the Membership. No election or appointment of a Board Member is effective without consent given in writing prior to the election or appointment. Nomination Forms for the Board shall be available each year from the Secretary by January 31st. A Nomination Form must be completed by all nominees and two (2) nominators who are Members of the PMHC. Such completed form must be delivered to the Secretary prior to the election.
- b) A nominee need not be in attendance at the Annual General Meeting to be put forth for election to the Board, provided he or she has complied with and submitted the required nomination form seven (7) days prior to the meeting.

8.2 Board Positions:

The Board shall consist of the following;

- a) President - Elected - two (2) year term
- b) Vice President Business Operations - Elected - one (1) year term
- c) Vice President Hockey Operations - Elected - one (1) year term
- d) Treasurer - Elected - one (1) year term
- e) Secretary - Elected - one (1) year term
- f) Up to 12 elected directors - one (1) year term.

The Board may also include a Past President (Immediate, 2 year term).

8.3 Election Procedures:

The Chair of the Nominations and Elections Committee shall post on the PMHC website a listing of all individuals who have been nominated for election to the Board on or before the fifteenth (15th) day of May in each year. Such listing shall identify the position to which each nominee is seeking election. Nominations to the Board of Directors may also be taken from the floor during the Annual General Meeting.

8.4 Vacancies:

Any vacancy occurring on the Board shall be filled by a quorum of Directors and may be filled only for the remainder of the current year of the vacated term. The Board shall fill any vacancy within thirty (30) days after the Board position was vacated.

If there is not a quorum of Directors or there has been a failure to elect the minimum number of directors as set out in the articles. The Directors in office shall call a special meeting of the members to fill the vacancy.

8.5 Termination:

(a) Removal of Director by Membership:

Provided that notice specifying the intention to pass such resolution has been given with the notice of meeting, eligible voting Members of the PMHC, by a resolution passed by at least 2/3 of the votes cast at an Annual General Meeting or Special Meeting of Members, may remove any Director before the expiration of his or her term of office, and, by a majority of the votes cast at that Meeting, may elect any person in his or her stead for the remainder of his or her term.

(b) Absenteeism:

Unless otherwise determined by the Board, the absence of a Director from three (3) consecutive Board Meetings or the absence of a Director from four (4) out of any eight (8) consecutive Board Meetings shall be deemed to be a resignation of the said Director from the Board, in the absence of extenuating circumstance that to a majority of the Board justify the absenteeism.

(c) Resignation:

A Director of the Board may resign his or her Directorship by submitting a letter of resignation to the President or the Secretary of the PMHC.

9. BOARD RESPONSIBILITIES

9.1 Governance:

The Board of Directors shall govern the PMHC in compliance with the objects, powers, by-laws and Policies of the PMHC, Rules of Operation and all applicable laws and regulations.

9.2 Board Meetings

(a) Regular Board Meetings:

Except as otherwise required by law, the Board may hold Meetings at such place or virtually as the President or, in his or her absence, a Vice-President, may from time to time determine. The Board shall meet not less than eight (8) times per year.

(b) Special Board Meetings:

Special Board Meetings may be called by the President or a Vice-President in the absence of the President or on petition in writing to the Secretary signed by any three Directors. Business transacted at a Special Board Meeting shall be limited to that specified in the notice calling the Meeting.

9.3 Notice of Board Meetings:

(a) Notice shall be communicated to all Directors at least seven (7) days in advance of the Meeting, unless all Directors agree to the calling of a Meeting on shorter notice or the Board Meeting is held on a regular day or date each month or immediately following a Meeting of the Members of the PMHC;

(b) Notice shall include a tentative agenda in the case of a regular Board Meeting and shall specify the business to be conducted in the case of a Special Board Meeting.

- (c) No formal notice of any Board Meeting shall be necessary if all the Directors are present or if those absent signify their consent to the Meeting being held in their absence.

9.4 Error in Notice

No error or omission in giving notice for a Board Meeting shall invalidate such Meeting or invalidate or make void any proceedings taken 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.

9.5 Adjournment of Board Meetings:

Any Board Meeting may be adjourned at any time and from time to time and such business may be transacted at such adjourned Meetings as might have been transacted at the original Meeting from which such adjournment took place. No notice shall be required of any such adjournment.

9.6 Quorum:

A quorum for a Board Meeting shall be a majority of Directors. No business of the Board shall be transacted in the absence of a quorum.

9.7 Voting Rights"

Each Director, present at a Board Meeting, including the Chair, who shall be the President, or in his or her absence, a Vice-President, shall be entitled to one vote. The Chair shall have a second vote in the event of a tie vote.

9.8 Voting Procedures:

A majority of votes of the Directors present at a Board Meeting shall decide every question. Every question shall be decided in the first instance by a show of hands and, unless a secret ballot is demanded by a Director present, a declaration by the Chair that the motion has been carried or not carried and an entry to that effect in the minutes of the Meeting shall be sufficient evidence of the fact, without proof of the number or proportion of the votes recorded in favour or against such motion.

9.9 Remuneration:

Board members shall serve without remuneration and no Board Member shall indirectly or directly receive any remuneration, salary or profit from the position of Director or for any service rendered to the PMHC. The Board of Directors may establish Policies relating to the reimbursement of Directors for reasonable expenses incurred in the performance of their duties as members of the Board of the PMHC and may issue honorariums as approved by the Board.

9.10 Conflict of Interest:

- (a) Every Director who directly or indirectly has an interest in a proposed or existing contract or transaction or other matter relating to the PMHC shall make a full and fair declaration of the nature and extent of the interest at a Board Meeting. No Director shall attend any part of a meeting of Directors or vote on any resolution to approve any such contract or transaction
- (b) The declaration of a conflict of interest shall be made at the Board Meeting at which the question of entering into the contract or transaction or other matter is first taken into consideration or, if the Director is not at the date of that Board Meeting interested in the proposed contract or transaction or other matter, at the next Board Meeting held after the Director assumes the office.

- (c) If a Director has made a declaration of an interest in a contract or transaction or other matter in compliance with this Section, the Director is not accountable to the PMHC for any profit realized from the contract or transaction or other matter.
- (d) If a Director fails to make a declaration of interest in a contract or transaction or other matter in compliance with this Section, the Director shall account to and reimburse the PMHC for all profits realized, directly or indirectly, from such contract or transaction or other matter.

9.11 Indemnification of Directors:

Every Director of the PMHC and his or her heirs, executors, administrators and estate and effects respectively shall from time to time be indemnified and saved harmless by the PMHC from and against:

- (a) all costs, charges and expenses whatsoever that he or she sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him or her for and in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him or her in or about the execution of the duties of his or her office; and
- (b) all other costs, charges and expenses that he or she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his or her own wilful neglect or default; provided that, no Director of the PMHC shall be indemnified by the PMHC in respect of any liability, costs, charges or expenses that he or she sustains or incurs in or about any action, suit or other proceeding as a result of which he or she is adjudged to be in breach of statute unless, in an action brought against him or her in his or her capacity as a Director, he or she has achieved complete or substantial success as a defendant.
- (c) the PMHC shall maintain such insurance for the benefit of its Directors as the Board may from time to time determine.

9.12 Confidentiality:

Every Director and Officer of the PMHC shall respect the confidentiality of matters brought before the Board for consideration in camera, and shall not disclose to anyone outside of the Board membership the subject matter of debate and discussion, voting position, or results of any vote. Unless members of the Board are confident that their positions can be advanced fully and freely Board meetings, the business of the PMHC cannot be properly debated and advanced. The Board may pass rules and regulations requiring its members to sign confidentiality undertakings as a prerequisite to being elected to the Board.

9.13 Rules of Operation:

Notwithstanding any other provision contained in this Constitution, the Board shall have the power to pass or amend without any confirmation or ratification by the Members of the PMHC all necessary rules and regulations as they deem expedient related in any way to the operations of the PMHC, including, without limitation, the conduct of members, including players, head coaches and assistant coaches, trainers, any other bench staff, managers, parents, member teams and guests, provided such rules and regulations are not otherwise inconsistent with the Constitution.

10. EXECUTIVE OFFICERS & RESPONSIBILITIES OF OFFICERS

10.1 Elected Executive Officers and Appointed Directors:

- a) The Elected Executive Officers shall be the President, Vice-President Business Operations, Vice-President Hockey Operations, Treasurer, and Secretary. An Elected Executive Officer shall not hold more than one office.
- b) The Appointed Directors shall be the Development Director and Coach Mentor and shall be appointed following the Annual General Meeting. The appointed directors shall be appointed by the President;
- c) An Elected Officer shall not hold more than one Office, nor hold the same Office for more than four (4) consecutive years, except the President;

10.2 Eligibility for Office:

- a) The President and Vice Presidents must have served on the Board for at least one (1) year immediately prior to election to either of these positions;
- b) The PMHC shall endeavour to nominate as Treasurer a Director who has employment experience and skills in accounting procedures;

10.3 Term of Office:

Except for the President, the elected Executive Officers shall hold Office until the Annual General Meeting held no more than one (1) year after the Officers are elected.

10.4 Termination of Officers

(a) Removal for Cause:

The Board, by resolution approved by two-thirds (2/3) of the Directors present, may remove any Executive Officer for cause before the expiration of his or her term of Office.

(b) Resignation:

An Executive Officer of the PMHC may resign his or her Office by submitting a letter of resignation to the President of the PMHC.

10.5 Vacancies in Executive Office:

If a vacancy occurs in any Office, or if for any reason an Executive Officer is unable or unwilling to act in that capacity, a Board Meeting shall be held within thirty (30) days for the purpose of selecting a replacement Executive Officer from among the current Board of Directors.

- (a) The Board shall fill vacancies in other Offices for the balance of the unexpired terms from among those eligible to serve.

10.6 Responsibilities of Executive Officers

- a) President;

The President shall:

- i) represent the PMHC in the Community;
- ii) act as Chair of the Board, the Executive Committee, and at all Meetings of the Membership;
- iii) exercise general supervision of the PMHC in accordance with Policies determined by the Board;
- iv) be a non-voting Member of all committees and sub-committees of the PMHC;
- v) report regularly to the Board on matters of interest;
- vi) delegate tasks as necessary;
- vii) Appoint directors to all committees and subcommittee of the PMHC;
- viii) provide oversight and when required, mediate disputes involving members and or volunteers, officials and anyone who should have cause to dispute the activities of the Council or actions of a Volunteer;
- ix) chair the Coach Selection, Risk Management/Disciplinary Committees

b) Vice President Business Operations:

Vice-President Business Operations shall:

- i) assume the duties of the President in the absence for any reason of the President;
- ii) monitor adherence by the Board to all existing Policies and inform the Board with respect to any inconsistencies between existing Policies and a proposed policy;
- iii) be available to assist any Director requiring assistance in the completion of his or her functions;
- iv) chair the Purchasing and Equipment Committee
- v) chair the Sponsorship Committee
- vi) liaise with the Treasurer
- vii) liaise with the Secretary
- viii) liaise with the Tournament Committee

c) Vice-President Hockey Operations:

Vice-President Hockey Operations shall:

- i) assume the duties of the President in the absence for any reason of the President and Vice-President Business Operations;
- ii) monitor adherence by the Board to all existing Policies and inform the Board with respect to any inconsistencies between existing Policies and a proposed policy;
- iii) be available to assist any Director requiring assistance in the completion of his or her functions;
- iv) be the primary contact for the OMHA, subject to appointment of Board member an OMHA representative by the Board;
- v) ensure that each team and it's Convenor receives a copy of the Referees rule book and OMHA Manual of Operations.
- vi) carry out duties as assigned by the Board, the Executive Committee or the President;
- vii) liaise with the Ice Scheduling Committee
- viii) liaise with the Referee in Chief

- ix) liaise with the Development Director
- x) liaise with the Coach Mentor
- xi) liaise with the Team Convenors

d) Treasurer:

The Treasurer shall:

- i) ensure adherence to and implementation of any financial Policies in the financial administration of the PMHC;
- ii) ensure the submission of the books of account to the Auditor of the PMHC at the end of the financial year;
- iii) present a Report of the Auditor from the previous year and a projected financial position for the current year to the Membership at the Annual General Meeting;
- iv) evaluate, review and recommend financial policy to the Executive Committee and to the Board;
- v) chair the Budget Committee;
- vi) ensure that all necessary and appropriate insurance has been purchased;
- vii) carry out duties assigned by the Board, the Executive Committee or the President.

e) Secretary:

The Secretary shall:

- i) record or delegate the recording of the minutes of General Meetings of the Membership, Board Meetings and Executive Committee Meetings and work with the PMHC Administrator to ensure that PMHC records are regularly and properly kept and all business is conducted in accordance with any applicable By-laws and the Policies and Procedures established by the Board or by the Membership;
- ii) work with the PMHC Administrator to ensure the proper custody of the PMHC's minutes and resolutions and other records and documents;
- iii) work with the PMHC Administrator to ensure that all correspondence received is distributed;
- iv) recommend policy to the Board regarding internal and external communications of the PMHC;
- v) chair the registration committee
- vi) work with the PMHC Administrator to maintain the membership list referred to in section 5.2;
- vii) book all meeting rooms, including the Evinrude Board Room, as required by the Board and its members;
- viii) maintain the PMHC website
- ix) carry out duties as assigned by the Board, the Executive Committee or the President;

f) Past President:

- i) chair the Nominations and Elections Committee;
- ii) chair the Tournament Committee
- iii) liaise with Gamesheet Inc. and work with all team managers, coaches and timekeepers to ensure the proper use and training of electronic game sheets

iv) carry out other duties as assigned by the Board, Executive Committee, or the President.

g) Referee In Chief:

The PMHC Referee in Chief shall be appointed by the Board on an annual basis, and shall be provided with an honourarium in the amount determined by the Board.

The PMHC Referee In Chief shall not hold a position on the Board, and need not be a voting member of the PMHC.

The Referee In Chief shall:

- i) liaise with the Ice Scheduler and Tournament Committee Chairperson to ensure that there are enough referees in place to officiate all games;
- ii) liaise with the Vice President Hockey Operations to ensure refereeing complaints are addressed and solved in a timely manner;
- iii) monitor and evaluate performances of referees;
- iv) monitor and evaluate performances of referees;
- v) schedule referees maintaining accurate records for payment
- vi) carry out other duties as assigned by the Board, Executive Committee, or the President

h) Coach Mentor:

Coach Mentor shall:

- i) liaise with the PMHC Vice President Hockey Operations, OMHA, OHF and Hockey Canada concerning developmental and coach mentor programs;
- ii) attend at practices and games of teams from time to time, to observe coaching conduct, practice drills and games, with a view to evaluation of head coaches and assistant coaches;
- iii) Provide guidance and make recommendations to head coaches and assistant coaches throughout the season to improve coaching substance, approach and technique, taking into consideration the age of the players;
- iv) set up and host coaching meetings and provide communication between coaches and the Board;
- v) sit as a member of the Coach Selection Committee;
- vi) assist in selecting annual coaching awards for presentation at the Annual Awards Banquet;
- vii) ensure compliance of PMHC objectives by all coaches and bench staff;

(i) Development Director:

The Development Director shall;

- i) for purposes of establishing, implementing and evaluating on ice and off-ice technical development programs to improve the skill of the players and coaches, liaise with all coaches and third party providers to establish developmental goals and procedures;
- ii) recruit high quality and reputable third party providers and train volunteers to perform the functions required for technical development;

- iii) liaise with the PMHC Vice President Hockey Operations, OMHA, OHF and Hockey Canada concerning developmental programs;
- iv) attend at practices and games of teams from time to time, to observe coaching conduct, practice drills and games, with a view to evaluation of head coaches and assistant coaches;
- v) provide guidance and make recommendations to head coaches and assistant coaches throughout the season to improve coaching substance, approach and technique, taking into consideration the age of the players;
- vi) sit as a member of the Coach Selection Committee;
- vii) liaise with the Coach Mentor and set up and host coaching meetings and provide communication between coaches and the Board;

11. COMMITTEES OF THE BOARD

11.1 Standing Committees:

The following committees shall be Standing Committees of the Board:

- a) Executive Committee;
- b) Budget Committee;
- c) Nominations and Elections Committee;
- d) Ice Scheduling Committee;
- e) Purchasing and Equipment Committee;
- f) Registration Committee;
- g) Sponsorship Committee;
- h) Discipline Committee;
- i) Coach Selection Committee.

11.2 Any further Committee of the Board may be established as deemed necessary for the execution of the Board's responsibilities. The Board shall determine the composition and terms of reference for any such committee. The Board may dissolve any committee by resolution at any time.

11.3 Executive Committee:

- a) The Executive Committee shall be chaired by the President, and shall consist of the Vice-President Business Operations, Vice President Hockey Operations, the Secretary, the Treasurer, the Past President and the Risk Management Director and shall be responsible for the day to day management of the affairs of the PMHC, including monitoring of all Committees to ensure all Policies of the PMHC are being complied with.
- b) The Executive Committee shall:
 - i) during the intervals between the Board Meetings, take action in relation to any matter of any nature within the power and the authority of the Board, which requires immediate attention before the date of the next Board Meeting. Such action shall not involve any change of policy or the authorization of unbudgeted expenditures, and any action taken shall be submitted to the Board for ratification at the next Board Meeting;
 - ii) review recommendations and proposals prior to such recommendations or proposals being

- submitted to the Board for Resolution;
- iii) present a report regarding the activities of the Executive Committee to the Board;
- iv) submit to the Budget Committee an estimate of revenues and expenditures of the Executive Committee for the next fiscal year of the PMHC;
- v) recommend policy to the Board regarding management and administrative issues related to the PMHC;
- vi) deal with any other matters assigned to it by the Board or by the President.

11.4 Budget Committee:

- a) The Budget Committee shall be chaired by the Treasurer.
- b) The Budget Committee shall:
 - i) prepare a budget for the PMHC for the next fiscal year for submission to the Board for approval;
 - ii) liaise with all Committees of the Board to receive estimates of revenues and expenditures for the next fiscal year of the PMHC for purposes of preparing the Budget;
 - iii) finalize schedule of budget submissions from all committees on an annual basis;
 - iv) recommend policy to the Board regarding financial budgeting and planning.

11.5 Nominations and Elections Committee:

- a) The Nominations and Elections Committee shall be chaired by the Past President or his or her designates;
- b) The Nominations and Elections Committee shall:
 - i) solicit nominations for each Board position, which is to become vacant including nominations for each Annual General Meeting;
 - ii) be responsible for conducting the annual election of Directors in accordance with the provisions contained in this By-Law;
 - iii) submit to the Budget Committee each year an estimate of revenues and expenditures of the Nominations and Elections Committee for the next fiscal year of the PMHC;
 - iv) present a report regarding Nominations and Elections to the Board;
 - v) recommend policy to the Board regarding Nominations and Elections.

11.6 Ice Scheduling Committee:

- a) The Ice Scheduling Committee shall liaise with the PMHC Ice Scheduler as required to ensure the procurement of the PMHC's Ice requirements from time to time;
- b) The Ice Scheduling Committee shall:
 - i) assess the ice requirements for the PMHC and shall authorize the PMHC Ice Scheduler to enter negotiation with the City and County to meet these needs;
 - ii) assist the PMHC Ice Scheduler in distributing ice and times in a fair and equitable manner, having regard to the age of the players and teams;

- iii) work with the Budget Committee Chair to determine the ice budget;
- iv) recommend policy to the Board regarding Ice Scheduling.

11.7 Purchasing and Equipment Committee:

- a) The Purchasing and Equipment Committee shall be chaired by the Vice President Business Operations.
- b) The Purchasing and Equipment Committee shall:
 - i) recruit and train volunteers to perform the functions required for purchasing and equipment;
 - ii) maintain an inventory of all equipment owned by the PMHC;
 - iii) collect rental fees and security deposits for all PMHC equipment;
 - iv) solicit bids and purchase hockey equipment, as required;
 - v) maintain and repair all equipment owned by the PMHC;
 - vi) solicit bids and arrange the purchase of awards;
 - vii) act as the Purchasing Agent for the PMHC with respect to all PMHC purchases;
 - viii) submit to the Budget Committee in each year an estimate of revenues and expenditures of the Purchasing and Equipment Committee for the next fiscal year of the PMHC;
 - ix) present a report regarding purchasing and equipment to the Board;
 - x) recommend policy to the Board regarding purchasing and equipment.

11.8 Registration Committee:

- a) The Registration Committee shall be chaired by the Secretary.
- b) The Registration Committee shall liaise with and provide support to the PMHC Registrar regarding all aspects of player registration; including:
 - i) training volunteers to perform the functions required for registration;
 - ii) establish registration forms and procedures for use by the PMHC Administrator;
 - iii) assist the PMHC Registrar in conducting registration for all applicants eligible to participate in PMHC Ice Hockey Programs;
 - iv) assist the PMHC Registrar in maintaining a register of receipts regarding all registration fees received by the PMHC and forward all monies promptly to the Treasurer for deposit to the credit of the PMHC;
 - v) maintain a current registration list of all players including mailing email addresses, addresses, telephone numbers and Parent/Guardian name(s);
 - vi) supply to the Board current registration information in a timely fashion;
 - vii) assist the PMHC Registrar in registering all players with the OMHA;
 - viii) communicate any changes in registration immediately to the PMHC Registrar and the Directors or other individuals who are affected by such change;
 - ix) submit to the Budget Committee in each year an estimate of revenues and expenditures of the Registration Committee for the next fiscal year of the PMHC;
 - x) present a report regarding Registration Operations to the Board;
 - xi) recommend policy to the Board regarding registration.

11.9 Sponsorship Committee:

- a) The Sponsorship Committee shall be chaired by the Vice President of Business Operations.
- b) The Sponsorship Committee shall:
 - i) recruit and train volunteers to perform the functions required for sponsorship for the PMHC;
 - ii) set up an accurate recording system covering income and disbursements relating to sponsorship for delivery to the Treasurer;
 - iii) actively pursue and solicit new sponsors and new sponsorship projects;
 - iv) manage and supervise current sponsorship endeavours;
 - v) submit to the Budget Committee in each year an estimate of revenues and expenditures of
 - vi) the Sponsorship Committee for the next fiscal year of the PMHC;
 - vii) present a report regarding sponsorship to the Board; from time to time;
 - viii) prepare recommendations to the Board as to sponsorship quantum and what sponsors may receive in exchange for their sponsorship;
 - ix) recommend policy to the Board regarding sponsorship.

11.10 Discipline Committee:

- a) The Discipline Committee and its chair shall be appointed by the President, and shall be composed of four directors.
- b) The Discipline Committee shall:
 - i) enforce the harassment and abuse policies of OMHA and Hockey Canada, as may be amended from time to time;
 - ii) review all investigation reports submitted to it by the President;
 - iii) determine, based on its review of a report in which an investigator has recommended that a hearing be held, whether a disciplinary hearing is required, and where it determines a hearing is required, organize a disciplinary committee hearing within 10 days of receiving a President's report;
 - iv) preside over all disciplinary hearings;
 - v) following disciplinary hearings, make decisions regarding whether or not to impose a sanction or penalty, and communicate that sanction immediately and in no event more than 7 says after the hearing, in writing, to the offending party;
 - vi) make a written report back to the President within 7 days of the decision, which report shall include a copy of the letter sent by the disciplinary committee to the offending party;
 - vii) recommend policy to the Board regarding harassment, abuse, and all other matters that, in its view, offend the PMHC's Code of Conduct.

11.11 Coach Selection Committee:

- a) The Coach Selection Committee shall be composed of the President, Vice-President of Business Operations, Vice President of Hockey Operations, Development Director, Coach Mentor, and up to 3 persons at large, appointed by the President.
- b) The Coach Selection Committee shall:

PMHC teams are participating.

- vii) liaise with the media.
 - viii) be responsible for all PMHC equipment, for the repairing of all equipment, ensure that all equipment borrowed from PMHC is signed out, properly recorded and returned, ensure surplus equipment is disposed of with the approval of the Purchasing and Equipment Committee.
 - ix) be responsible for creating and maintaining a complete and detailed Inventory list which will include the details of equipment allocation.
 - x) report regularly to the Board on matters of Interest
 - xi) carry out duties as assigned by the President or the Board.
- 12.2 PMHC Ice Scheduler:

The PMHC Ice Scheduler shall be appointed by the Board on an annual basis, and shall be provided with an honorarium in an amount to be determined by the Board from time to time. The PMHC Administrator shall not hold a position on the Board, and need not be a voting member of the PMHC and shall liaise with the Ice Scheduling Committee as required to ensure the procurement of Ice requirements.

Responsibilities of the PMHC Ice Scheduler:

- i) schedule all activities that the PMHC provides on behalf of the PMHC hockey teams, which require but is not limited to determining and scheduling all requirements for home games and practices, off-ice requirements for development sessions, off-ice activities, and coaching seminars.
- ii) liaise with the City representative, Community arenas within the Peterborough Zone, responsible for Ice allocation.
- iii) provide the required Information, e.g. PMHC schedules to the City, Zone Arenas within their required time frames.
- iv) liaise with third party service providers of on-ice and off-ice development sessions and other providers, as determined and advised by the Board.
- v) develop schedules for each team, including tryouts, practices, home games, development sessions, playoffs, play downs, off ice activities and other activities as determined by the Board
- vi) provide schedules in a timely manner to all head coaches and managers.
- vii) meet all schedule/registration deadlines, to the PMHC, ETA, OMHA, and any other organization that Board may advise, in all months of the year, including summer months.
- viii) analyze and explain variances to the planned budget.
- ix) liaise with other ETA member schedulers to assist with scheduling variances.
- x) liaise with team managers and coaches to assist in game scheduling process.
- xi) liaise with the Referee In Chief
- xii) provide necessary training sessions for team manager/coaches
- xiii) plan and organize regular coaching seminars, as directed by the Board that may provide revenue or streamline processes for the PMHC.
- xiv) review, adjust and take corrective actions as necessary to reduce the amount of unused ice.
- xv) attend all meetings as required.
- xvi) carry out duties as assigned by the President or the Board.

12.3 OMHA Representative:

The OMHA Representative shall be appointed by the Board on an annual basis, and shall be provided with an honorarium in an amount to be determined by the Board from time to time. The OMHA Representative

shall not hold a position on the Board, and need not be a voting member of the PMHC and OMHA Representative shall perform, with the assistance of the Registration Committee, all registration to the PMHC and OMHA.

Responsibilities of OMHA Representative:

- i) receive and certify all electronic registrations submitted on behalf of the players, team officials and on-ice officials.
- ii) applying for registration In the OMHA.
- iii) be the legal holder of the trophies for the OMHA.
- iv) conduct such activities as necessary for the welfare of the PMHC
- v) train volunteers to perform the functions required for registration vi)use forms and procedures as provided by the Registration Committee
- vi) conduct registration for all applicants eligible to participate In PMHC Ice Hockey Programs
- vii) maintain a current registration list of all players including mailing addresses, telephone numbers and Parent/Guardian name(s)
- viii) supply to the Board current registration Information in a timely fashion
- ix) register all players with the OMHA
- x) liaise with the Board and Registration Committee regarding any changes in registration
- xi) assist the submit to the Budget Committee each year In estimating registration revenues and expenditures to the Registration Committee for the next fiscal year of the PMHC
- xii) present a report regarding Registration Operations to the Board
- xiii) recommend policy to the Board regarding registration
- xiv) determine registration and Ice costs for all teams

13. EXECUTION OF DOCUMENTS

13.1 Execution of Documents:

The Board may from time to time appoint by simple majority of vote any Officer or Officers or any person or persons on behalf of the PMHC, either to sign documents generally or to sign specific documents for or behalf of the PMHC.

13.2 Books and Records:

The Board shall ensure that all necessary books and records of the PMHC required by the By-laws of the PMHC are regularly and properly maintained and any contracts or agreements are filed for safekeeping.

14. FINANCIAL YEAR

14.1 The financial year of the PMHC shall terminate on the 30th day of April in each year.

15. BANKING ARRANGEMENTS

15.1 Banking Resolution:

The Board shall designate, by resolution, the officers and other persons authorized to transact the

banking business of the PMHC, or any part thereof, with the bank, trust company, or other corporation carrying on a banking business that the Board has designated as the banker of the PMHC, to have the authority to set out in the resolution, including, unless otherwise restricted, the power to:

- (a) operate the accounts of the PMHC with a bank or a trust company;
- (b) make, sign, draw, accept, endorse, negotiate, lodge, deposit or transfer any of the cheques, promissory notes, drafts, acceptances, bills of exchange and orders for the payment of money;
- (c) issue receipts for and orders relating to any property of the PMHC;
- (d) authorize any officer of the bank or trust company to do any act or thing on behalf of the PMHC to facilitate the business of the PMHC.

15.2 Any cheque, or other payment made by or on behalf of the PMHC shall be counter signed by both the President and Treasurer of the PMHC;

15.3 Deposit of Securities:

The securities of the PMHC shall be deposited for safekeeping with one or more banks, trust companies or other place or places of safekeeping to be selected by the Board. Any and all securities so deposited may be withdrawn, from time to time, only upon the written order of the PMHC signed by the President and in such manner as shall be determined from time to time by resolution of the Board, and such authority may be general or confined to specific instances. The institutions which may be so selected as custodians of the Board shall be fully protected in acting in accordance with the directions of the Board and shall in no event be liable for the due application of the securities so withdrawn from deposit or the proceeds thereof.

16. NOTICE

16.1 Computation of Time:

In computing the date when notice must be given under any provision of this By-law requiring a specified number of days' notice of any Meeting or other event, the date of giving the notice is included, unless otherwise provided.

16.2 Omissions and Errors:

The accidental omission to give notice of any Meeting of the Board or Members or the non-receipt of any notice by any Director or Member or by the auditor of the PMHC or any error in any notice not affecting its substance does not invalidate any resolution passed or any proceedings taken at the Meeting. Any Director, Member or the Auditor of the PMHC may at any time waive notice of any Meeting and may ratify and approve any or all proceedings taken thereat.

16.3 Method of Giving Notice:

Whenever under the provisions of this By-law of the PMHC, notice is required to be given, such notice may be given either personally or by telephone, electronically, or by depositing same in a post office or a public letter box, in a postage paid sealed envelope addressed to the Director, Officer or Member at his or her address as the same appears in the records of the PMHC. Any notice or other documents so sent by registered letter mail shall be deemed to be sent at the time when the same was deposited in a post office or public letter box as aforesaid. For the purposes of

sending any notice, the address of any Member, Director or Officer shall be his or her last address In the records of the PHMC.

17. PASSING AND AMENDING THE CONSTITUTION, POLICIES AND RULES OF OPERATION

- 17.1 The Board may, by majority vote, amend the Rules of Operation of the PMHC from time to time, to the Membership, provided that notice of such intention shall be sent by the Secretary to each Director not less than ten (10) days before a meeting to discuss such amendment(s).
- 17.2 If the Board intends to discuss amendment of the Constitution of the PMHC, written notice of such intention shall be sent by the Secretary to each Director not less than ten (10) days before such Meeting. Where such notice is not provided, any recommendation to amend the Constitution may nevertheless be moved at the Meeting , but discussion and voting thereon must be adjourned to the next Meeting for which written notice of intention to pass or amend the Constitution shall be given.
- 17.3
- (a) A Constitutional amendment recommended by the Board shall be presented for adoption at the next Annual General Meeting of the Members of the PMHC. The notice of such Annual General Meeting shall refer to, describe and explain the proposed constitutional amendment that is presented at the Meeting of the Members.
 - (b) A motion to amend the Constitution of the PMHC recommended by the Board at a General Meeting of Members called for that purpose must be approved by a two-thirds vote of the Members present at such General Meeting.
 - (c) The Members at the General Meeting of Members may confirm the proposed Constitutional amendment as presented, or amend or reject the proposed amendment or amendments.
 - (d) All members in good standing shall have access to any proposed amendments to the Constitution seven (7) days prior to the Annual General Meeting at a place as stated in the original meeting notice.

18. REPEAL OF PRIOR BY-LAWS

18.1 Repeal:

All prior Constitutions, Policies, By-Laws, and/or Regulations, of the PMHC, including the document entitled the "Constitution" of the PMHC are hereby repealed.

18.2 Proviso:

The repeal of all prior Constitutions, Policies, and Rules of Operation of the PMHC shall not impair in any way the validity of any act or thing done pursuant to any such repealed by-law.

19. RULES OF PROCEDURE

- 19.1 The Rules contained in the most current edition of "Procedures for Meetings and Organizations" by M.K. Kerr and Hubert W. King shall govern the rules and procedures to be used in conducting the Meetings and affairs of the PMHC in all cases to which they are applicable, and in which they are not inconsistent with the By-laws or other governing documents or laws affecting the PMHC.

20. EFFECTIVE DATE

- 20.1 This Constitution shall come into force without further formality upon its enactment after approval by the Members of the PMHC as hereinbefore set out.

The foregoing Constitutions, Policies, and Rules of Operation of the PMHC is hereby enacted, ratified, sanctioned, confirmed and approved without variation by the affirmative vote of the Members of the PMHC at a General Meeting of the Members of the PMHC duly called and held virtually, in the City of Peterborough, in the County of Peterborough, Province of Ontario, at which a quorum was present on the 7th day of December, 2020.



CHAIR

Liana Brown Digitally signed by Liana Brown
Date: 2021.11.03 20:07:17
-04'00'

SECRETARY

