

# WARMAN MINOR HOCKEY ASSOCIATION



2020-21

BYLAWS

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# BYLAW

## THE NON-PROFIT CORPORATIONS ACT

### WARMAN MINOR HOCKEY ASSOCIATION INC

The Constitution and Bylaw relating generally to the conduct of the affairs of the Warman Minor Hockey Association Inc.

**IT IS HEREBY ENACTED** as a Bylaw of "Warman Minor Hockey Association Inc."

#### **BYLAW 1: NAME**

This organization shall be known as the "Warman Minor Hockey Association Inc." (called the "Corporation").

#### **BYLAW 2: DEFINITIONS**

In this Bylaw and all other Bylaws of the Corporation, unless specifically defined herein or the context otherwise specifies or requires, all terms which are defined in the Act should have the meaning given to such term in the Act, and in particular:

- (a) "Act" means The Non-Profit Corporations Act 1995, S.S. 1995 c. N-4.2, as from time to time amended, and every statute that may be substituted therefore and, in the case of such amendment or substitution, any reference in the Bylaws shall be read as referring to the amended or substituted provisions thereof;
- (b) "Articles" means the articles of the Corporation from time to time in force and effect;
- (c) "Board" means the board of directors for the Corporation. The board of directors for the Corporation is made up of members of the Executive Committee;
- (d) "Bylaws" means all Bylaws of the Corporation from time to time in force and effect;
- (e) "Officers" means those persons from time to time appointed by the Board as officers of the Corporation; and
- (f) "SHA" means the Saskatchewan Hockey Association

#### **BYLAW 3: OBJECTIVES**

The objectives of the Corporation shall be:

- (a) To foster, improve and perpetuate the game of hockey for the Corporation's members;
- (b) To maintain and increase interest in the game of hockey;
- (c) To have and exercise general care, supervision and direction over the playing and development interest of players, coaches, officials, and teams to promote fair and equitable competition;
- (d) To operate the Corporation according to the guidelines of the Saskatchewan Hockey Association and Hockey Canada; and
- (e) To foster player skill development at all levels of hockey within the Corporation.



## **BYLAW 4: MEMBERSHIP**

### PART 1 – CLASSES OF MEMBERSHIP

The membership in the Corporation will consist of the following four classes:

#### 1. Hockey Players and their Legal Guardians

Each Hockey Player shall be entitled to one (1) vote at all meetings of Members. If the Hockey Player is under the age of eighteen (18) years, that Hockey Player's vote shall be exercised by the Hockey Player's legal guardian(s), who shall be in good standing.

Hockey Players do not have the right to be elected as Directors of the Corporation.

#### 2. Team Officials

Team Officials are appointed by the Executive Committee and each Team Official is entitled to one (1) vote at all meetings of the Members.

#### 3. Executive Committee

Each Executive Committee Member of the Corporation is entitled to one (1) vote at all meetings of Members.

#### 4. Honorary Members

Honorary Members are appointed by the Executive Committee. Honorary Membership lasts for the lifetime of the Member unless the Member's behavior is determined by the Executive Committee to be detrimental to the Corporation. Honorary Members do not have voting privileges.

### PART 2 – TERM OF MEMBERSHIP

Membership in the corporation begins September 1 of each year with paid in full membership fees and expires April 30 of the following year. The exception to this, is that membership in the Executive Committee continues until the Executive Committee member's term in office as outlined in Bylaw 7.

### PART 3 – TERMINATION OF MEMBERSHIP

A person shall also cease to be a member of the Corporation

- (a) by delivering his or her resignation in writing to the President of the Corporation, or
- (b) on his or her death, or
- (c) a member may, at the discretion of the Executive Committee, cease to be a member of the Corporation upon notification from the Executive Committee for conduct deemed to be improper, unbecoming or likely to endanger the interest or reputation of the Corporation, or who willfully commits a breach of the Constitution or By-Laws of the Corporation.



## **BYLAW 5: REGISTERED OFFICE**

The corporation may from time to time by resolution of the Board change the location of the registered office of the Corporation.

## **BYLAW 6: EXECUTION OF CONTRACTS**

Contracts, documents or instruments in writing requiring execution by the Corporation shall be signed by any two of the Senior Executive Committee as outlined in Bylaw 10.1.8. Subject to such limitation, the Board is authorized to appoint from time to time, by unanimous resolution, any officer or officers or any other person or persons on behalf of the Corporation either to sign contracts, documents or instruments in writing generally or to sign specific contracts, documents or instruments in writing. All contracts, documents or instruments in writing so signed shall be binding upon the Corporation without any further authorization or formalities.

## **BYLAW 7: EXECUTIVE DIRECTORS COMMITTEE MEMBERSHIP**

### PART 1 – COMPOSITION OF THE EXECUTIVE COMMITTEE

The governance of the business affairs of the Corporation shall be carried out by the Executive Committee. The Executive Committee may be elected at the Annual General Meeting of the Corporation or appointed by the existing Executive Committee to fill a vacated or unfilled position. The Executive Committee shall consist of a maximum of nineteen (19) Directors of the Corporation as follows:

- (1) President
- (2) Vice President
- (3) Secretary
- (4) Treasurer
- (5) Senior Administrator
- (6) Midget Administrator
- (7) Bantam Administrator
- (8) Peewee Administrator
- (9) Atom Administrator
- (10) Novice Administrator
- (11) Initiation Administrator
- (12) AA Administrator
- (13) AAA Administrator (s)
- (14) Female Administrator
- (15) Ice Scheduler
- (16) Referee Assignor
- (17) Referee-in-Chief
- (18) Registrar
- (19) Events & Promotions Coordinator
- (20) Coach Mentor/ Player Development Coordinator
- (21) Equipment Administrator
- (22) Past President



One Director may simultaneously hold two Administrative positions (e.g. Bantam and Midget) as deemed necessary by the current Executive Committee.

## PART 2 – POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

The Executive Committee shall have the power to administer all the affairs of the Corporation, to conduct its business and to authorize all expenditures and without limiting the generality of the foregoing shall have the powers:

- (a) to fill any vacancies that may happen;
- (b) to appoint the coaches, and all team officials for every team within the Corporation;
- (c) to conduct skills camps and evaluation competitions as it sees fit;
- (d) to register all teams and players;
- (e) to hear and rule on appeals;
- (f) to suspend any team, player, team official or game official for violation of any of the provisions in the Rules and Regulations or Special Rules and the lifting of any such suspension to any team, player, team official or game official;
- (g) to determine all questions arising from situations which are not otherwise specifically provided for;
- (h) to appoint committees as may be required to carry on the business of the Corporation;
- (i) to prescribe, consistent with these Bylaws the powers and duties of all persons set forth in Bylaw 7;
- (j) to pass all Rules and Regulations as required for the administration of the Corporation; and
- (k) to have the right to by a three-quarter (75%) vote of the Executive Committee, remove forthwith from office any member of the Executive Committee who has been remiss or neglectful of duty, or displayed conduct that impairs his or her usefulness as a member of the Executive Committee. In addition, any member of the Executive Committee who has missed three (3) consecutive meetings without just explanation to the President may also be subject to removal from his or her position under this point.

### PART 2.1 – OFFICERS

#### President

The President shall, subject to the authority of the Board, have general supervision of the business of the Corporation and shall have such other powers and duties as the Board may specify.

Additionally, the President shall:

- (a) Preside over all meetings of the Corporation;
- (b) Sit on all committees as an ex-officio voting member;
- (c) Notify the Executive Committee of the time and location of all meetings, and also ensure that the dates and times of the Annual and General Meetings are adequately advertised for the benefit of the public.
- (d) Act as a mediator in disputes regarding parties within the Corporation;
- (e) Sign documentation and notify suspended teams, players, officials, and anyone else involved with a Corporation team;
- (f) Act in concert with the Executive Committee and on behalf of the association when dealing with outside agencies, the Saskatchewan Hockey Association, other leagues, and the news media;
- (g) Have joint signing authority on the association financial documents;



- (h) Have the authority to exercise the power of the Executive Committee in the case of an emergency;
- (i) Provide a written report to all meetings of the general membership;
- (j) Appoint all Committees unless specifically stated and form any special committees to assist in the operating of the Corporation; and
- (k) The President shall have the power to suspend any team, player, team official, member, or referee for unbecoming conduct on or off the ice, abusive language to any of the officials, or for failure to comply with the Corporation Constitution, By-Laws, and Regulations pending review of the incident by the Discipline Committee.

The President shall not make or second motions unless the Executive Committee are deadlocked on a decision regarding a legal motion on the table. Nor shall the President vote unless the vote is tied, in which case the President can choose to vote or abstain.

### Vice President

The Vice President shall:

- (a) Assume the duties of the President in his or her absence;
- (b) Have joint signing authority on the Corporation financial documents;
- (c) Be responsible for all publicity, interaction with the media, and advertising events;
- (d) Be responsible for management and maintaining the non-profit entity;
- (e) Oversee the development of technology and the website for the Corporation.
- (f) Organize the year-end awards banquet; and
- (g) Provide a written report to all meetings of the general membership.
- (h) Oversee the management of the financial affairs of the organization.
- (i) In consultation with the Finance Committee prepare for the consideration and approval of the Board an operating budget for the current fiscal year by June 1 of each year.
- (j) Have prior experience in management of business financials including budgeting, risk management, forecasting cash flow positions and financial controls.
- (k) Oversee any employees of the organization if applicable. This includes interviewing and hiring process, supervision, processing employee vacation and leave requests, managing employee relations, evaluations, wage reviews and other topics related to organization staff.

### Secretary

The Secretary, if appointed, shall attend and be the Secretary of all meetings of the Board and committees of the Board and shall enter or cause to be entered in records kept for that purpose minutes of all proceedings thereat. The Secretary shall give or cause to be given, as and when instructed, all notices to members, directors, officers, auditors and members of committees of the Board. The Secretary shall be the custodian of the corporate seal of the Corporation and of all books, papers, records, documents and instruments belonging to the Corporation, except when some other officer or agent has been appointed for that purpose; and shall have such other powers and duties as the Board may specify.

Additionally, the Secretary shall:

- (a) Keep accurate written record of the proceedings of the Corporation and present the minutes for all Executive Committee and general meetings as requested and required;
- (b) Be responsible for the collection and distribution of all mail and correspondence to the Corporation; and



- (c) Perform other administrative duties as may be required by the President; and
- (d) Be responsible for the management of the WMHA website.

### Treasurer

The Treasurer, if appointed, shall keep proper accounting records in compliance with the Act and shall be responsible for the deposit of money, the safekeeping of securities and the disbursement of the funds of the Corporation. The Treasurer shall render to Board whenever required an account of all transactions and of the financial position of the Corporation. The Treasurer shall have such other powers and duties as the Board may specify. The Treasurer may be required to be bonded for the faithful performance of his or her duties as the Board in its uncontrolled discretion may require. No director, however, shall be liable for the failure of any bond, nor for the insufficiency of any bond or for any loss by reason of the failure of the Corporation to receive any indemnity thereby provided.

Additionally, the Treasurer shall:

- (a) Act as Chairman of the Finance Committee to attempt to ensure that the day-to-day and long-term financial operation of the WMHA is maintained on a viable basis and budgetary matters are adequately addressed. Should this position be held by the Executive Administrator as a paid position, this duty will then become the responsibility of the Vice President;
- (b) Receive all monies payable to the WMHA and deposit same with WMHA's bank as determined by the Board (unless directed to the role of a bookkeeper or paid administrator as decided by the Executive);
- (d) Keep an accurate record of all monies received and disbursed;
- (e) Keep proper books of accounts and make them available to the Board on request;
- (f) Submit a year-end financial report at the Annual General Meeting and prepare the information for the auditor and act as the liaison to the auditor;
- (h) Provide a monthly account of the current financial position of the Company in relation to its budget at each Board meeting;
- (i) Arrange, with Board approval, for the investment and safekeeping of WMHA funds;
- (j) Shall have such other powers and duties as the Board may specify.

### Senior Administrator

The Senior Administrator shall:

- (a) Train and mentor new administrator positions regarding responsibilities and processes.
- (b) Oversee and coordinate the 3 on 3 program with the Events and Promotions Coordinator;
- (c) Oversee the administrator positions and coordinate as required:
  - a. Overall management of registrations and team planning
  - b. Team Naming Convention
  - c. Pre-Season Skates & Evaluations Coordination and Process Management
  - d. AA Tryout and Team Formation Process Management in conjunction with AA Administrator
  - e. Coach and Manager Meeting Coordination
  - f. Affiliated Player Program and Process Management
  - g. Coach and Player Feedback Process Management
- (d) Oversee the Provincial Teams and manage process as required;
- (e) Be the tournament co-coordinator liaison and be responsible for the purchase of trophies and awards for tournaments;



- (f) Provide a written report to all meetings of the general membership.

#### PART 2.2 – POWERS AND DUTIES OF OTHER OFFICERS

##### Midget Administrator

The Midget Administrator shall:

- (a) Be in charge of all teams older than the Bantam age group that are registered with the Corporation but excluding AA teams;
- (b) Supervise the registration of the teams in his or her division with the Saskatchewan Hockey Association;
- (c) Conduct pre-season meetings with all the team managers and coaches in conjunction with the Bantam, Peewee, Atom, Novice, and Initiation Administrators;
- (d) Ensure that all team managers and coaches conduct pre-season meetings with the parents of their players;
- (e) Enforce the rules, regulations, and policies of the Corporation;
- (f) Lead Coach Selection Committee through selection process to appoint head coaches and assist if required in determining assistant coaches and managers for the teams in the Midget division, and have the right to dismiss those deemed unsuitable with prior notification and approval of the majority of the Executive Committee;
- (g) Assist, with the help of Executive Committee members, the division of teams in age groups with more than one (1) team in the manner determined by the majority of the Executive Committee;
- (h) Coordinate with the Ice Scheduler of the ice time requirements for the teams within the Midget division;
- (i) Coordinate with the Referee-in-Chief of the requirements pertaining to referees for the games within the Midget division;
- (j) Attend Executive Committee meetings with prepared interim reports;
- (k) Submit a report at all meetings of the general membership; and
- (l) Provide support to tournament coordinators. and coaches in regard to team selection, applications and general support. Ensure compliance with WMHA tournament programs if applicable.
- (m) Provide support for additional initiatives as required.

##### Bantam Administrator

The Bantam Administrator shall:

- (a) Be in charge of all teams in the Bantam age group that are registered with the Corporation but excluding AA teams;
- (b) Supervise the registration of the teams in his or her division with the Saskatchewan Hockey Association;
- (c) Conduct pre-season meetings with all the team managers and coaches in conjunction with the Midget, Peewee, Atom, Novice, and Initiation Administrators;
- (d) Ensure that all team managers and coaches conduct pre-season meetings with the parents of their players;
- (e) enforce the rules, regulations, and policies of the Corporation;
- (f) Lead Coach Selection Committee through selection process to appoint head coaches and assist if required in determining assistant coaches and managers for the teams in the Bantam division, and have the right to dismiss those deemed unsuitable with prior notification and approval of the majority of the Executive Committee;

- (g) Assist, with the help of Executive Committee members, the division of teams in age groups with more than one (1) team in the manner determined by the majority of the Executive Committee;
- (h) Coordinate with the Ice Scheduler of the ice time requirements for the teams within the Bantam division;
- (i) Coordinate with the Referee-in-Chief of the requirements pertaining to referees for the games within the Bantam division;
- (j) Attend Executive Committee meetings with prepared interim reports;
- (k) Submit a report at all meetings of the general membership; and
- (l) Provide support to tournament coordinators and coaches in regard to team selection, applications and general support. Ensure compliance with WMHA tournament programs if applicable.
- (m) Provide support for additional initiatives as required.

### Peewee Administrator

The Peewee Administrator shall:

- (a) Be in charge of all teams in the Peewee age group that are registered with the Corporation but excluding AA teams;
- (b) Supervise the registration of the teams in his or her division with the Saskatchewan Hockey Association;
- (c) Conduct pre-season meetings with all the team managers and coaches in conjunction with the Midget, Bantam, Atom, Novice, and Initiation Administrators;
- (d) Ensure that all team managers and coaches conduct pre-season meetings with the parents of their players;
- (e) Enforce the rules, regulations, and policies of the Corporation;
- (f) Lead Coach Selection Committee through selection process to appoint head coaches and assist if required in determining assistant coaches and managers for the teams in the Peewee division, and have the right to dismiss those deemed unsuitable with prior notification and approval of the majority of the Executive Committee;
- (g) Assist, with the help of Executive Committee members, the division of teams in age groups with more than one (1) team in the manner determined by the majority of the Executive Committee;
- (h) Coordinate with the Ice Scheduler of the ice time requirements for the teams within the Peewee division;
- (i) Coordinate with the Referee-in-Chief of the requirements pertaining to referees for the games within the Peewee division;
- (j) Attend Executive Committee meetings with prepared interim reports;
- (k) Submit a report at all meetings of the general membership; and
- (l) Provide support to tournament coordinators and coaches in regard to team selection, applications and general support. Ensure compliance with WMHA tournament programs if applicable.
- (m) Provide support for additional initiatives as required.

### Atom Administrator

The Atom Administrator shall:

- (a) Be in charge of all teams in the Atom age group that are registered with the Corporation;

- (b) Supervise the registration of the teams in his or her division with the Saskatchewan Hockey Association;
- (c) Conduct pre-season meetings with all the team managers and coaches in conjunction with the Midget, Bantam, Peewee, Novice, and Initiation Administrators;
- (d) Ensure that all team managers and coaches conduct pre-season meetings with the parents of their players;
- (e) Enforce the rules, regulations, and policies of the Corporation;
- (f) Lead Coach Selection Committee through selection process to appoint head coaches and assist if required in determining assistant coaches and managers for the teams in the Atom division, and have the right to dismiss those deemed unsuitable with prior notification and approval of the majority of the Executive Committee;
- (g) Assist, with the help of Executive Committee members, the division of teams in age groups with more than one (1) team in the manner determined by the majority of the Executive Committee;
- (h) Coordinate with the Ice Scheduler of the ice time requirements for the teams within the Atom division;
- (i) Coordinate with the Referee-in-Chief of the requirements pertaining to referees for the games within the Atom division;
- (j) Attend Executive Committee meetings with prepared interim reports;
- (k) Submit a report at all meetings of the general membership; and
- (l) Provide support to tournament coordinators and coaches in regard to team selection, applications and general support. Ensure compliance with WMHA tournament programs if applicable.
- (m) Provide support for additional initiatives as required.

#### Novice Administrator

The Novice Administrator shall:

- (a) Be in charge of all teams in the Novice age group that are registered with the Corporation;
- (b) Supervise the registration of the teams in his or her division with the Saskatchewan Hockey Association;
- (c) Conduct pre-season meetings with all the team managers and coaches in conjunction with the Midget, Bantam, Peewee, Atom, and Initiation Administrators;
- (d) Ensure that all team managers and coaches conduct pre-season meetings with the parents of their players;
- (e) Enforce the rules, regulations, and policies of the Corporation;
- (f) Lead Coach Selection Committee through selection process to appoint head coaches and assist if required in determining assistant coaches and managers for the teams in the Novice division, and have the right to dismiss those deemed unsuitable with prior notification and approval of the majority of the Executive Committee;
- (g) Assist, with the help of Executive Committee members, the division of teams in age groups with more than one (1) team in the manner determined by the majority of the Executive Committee;
- (h) Coordinate with the Ice Scheduler of the ice time requirements for the teams within the Novice division;
- (i) Coordinate with the Referee-in-Chief of the requirements pertaining to referees for the games within the Novice division;
- (j) Attend Executive Committee meetings with prepared interim reports;
- (k) Submit a report at all meetings of the general membership; and
- (l) Provide support to tournament coordinators and coaches in regard to team selection, applications and general support. Ensure compliance with WMHA tournament programs if applicable.

(m) Provide support for additional initiatives as required.

### Initiation Administrator

The Initiation Administrator shall:

- (a) Be in charge of all teams in the Initiation age group that are registered with the Corporation;
- (b) Supervise the registration of the teams in his or her division with the Saskatchewan Hockey Association;
- (c) Conduct pre-season meetings with all the team managers and coaches in conjunction with the Midget, Bantam, Pee wee, Atom, and Novice Administrators;
- (d) Ensure that all team managers and coaches conduct pre-season meetings with the parents of their players;
- (e) Enforce the rules, regulations, and policies of the Corporation;
- (f) Lead Coach Selection Committee through selection process to appoint head coaches and assist if required in determining assistant coaches and managers for the teams in the Initiation division, and have the right to dismiss those deemed unsuitable with prior notification and approval of the majority of the Executive Committee;
- (g) Assist, with the help of Executive Committee members, the division of teams in age groups with more than one (1) team in the manner determined by the majority of the Executive Committee;
- (h) Coordinate with the Ice Scheduler of the ice time requirements for the teams within the Initiation division;
- (i) Coordinate with the Referee-in-Chief of the requirements pertaining to referees for the games within the Initiation division.
- (j) Attend Executive Committee meetings with prepared interim reports;
- (k) Submit a report at all meetings of the general membership; and
- (l) Provide support to tournament coordinators and coaches in regard to team selection, applications and general support. Ensure compliance with WMHA tournament programs if applicable.
- (m) Provide support for additional initiatives as required.

### AAA Administrator

The AAA Administrator shall:

- (a) Be in charge of all AAA level teams that are registered with the Corporation;
- (b) Supervise the registration of AAA level teams with the Saskatchewan Hockey Association;
- (c) Conduct pre-season meetings with all the team managers and coaches of AAA level teams;
- (d) Ensure that all team managers and coaches conduct pre-season meetings with the parents of their players;
- (e) Enforce the rules, regulations, and policies of the Corporation;
- (f) Lead Coach Selection Committee through selection process to appoint head coaches and assist if required in determining assistant coaches and managers for AAA level teams, and have the right to dismiss those deemed unsuitable with prior notification and approval of the majority of the Executive Committee;
- (g) Assist, with the help of Executive Committee members, the division of teams in age groups with more than one (1) team in the manner determined by the majority of the Executive Committee;
- (h) Coordinate with the Ice Scheduler of the ice time requirements for the AAA level teams;
- (i) Coordinate with the Referee-in-Chief of the requirements pertaining to referees for the AAA level teams;

- (j) Attend Executive Committee meetings with prepared interim reports;
- (k) This position can be filled by one or two individuals as determined by the executive; and
- (l) Submit a report at all meetings of the general membership.

#### AA Administrator

The AA Administrator shall:

- (a) Be in charge of all AA level teams that are registered with the Corporation;
- (b) Supervise the registration of AA level teams with the Saskatchewan Hockey Association;
- (c) Conduct pre-season meetings with all the team managers and coaches of AA level teams;
- (d) Ensure that all team managers and coaches conduct pre-season meetings with the parents of their players;
- (e) Enforce the rules, regulations, and policies of the Corporation;
- (f) Lead Coach Selection Committee through selection process to appoint head coaches and assist if required in determining assistant coaches and managers for AA level teams, and have the right to dismiss those deemed unsuitable with prior notification and approval of the majority of the Executive Committee;
- (g) Assist, with the help of Executive Committee members, the division of teams in age groups with more than one (1) team in the manner determined by the majority of the Executive Committee;
- (h) Coordinate with the Ice Scheduler of the ice time requirements for the AA level teams;
- (i) Coordinate with the Referee-in-Chief of the requirements pertaining to referees for the AA level teams;
- (j) Attend Executive Committee meetings with prepared interim reports;
- (k) Submit a report at all meetings of the general membership; and
- (l) Provide support to tournament coordinators and coaches in regard to team selection, applications and general support. Ensure compliance with WMHA tournament programs if applicable.
- (m) Provide support for additional initiatives as required.

#### Female Administrator

The Female Administrator shall:

- (a) Be in charge of all Female level teams that are registered with the Corporation;
- (b) Supervise the registration of Female teams with the Saskatchewan Female Hockey Association;
- (c) Conduct pre-season meetings with all the team managers and coaches of Female teams;
- (d) Ensure that all team managers and coaches conduct pre-season meetings with the parents of their players;
- (e) Enforce the rules, regulations, and policies of the Corporation;
- (f) Lead Coach Selection Committee through selection process to appoint head coaches and assist if required in determining assistant coaches and managers for Female teams, and have the right to dismiss those deemed unsuitable with prior notification and approval of the majority of the Executive Committee;
- (g) Assist, with the help of Executive Committee members, the division of teams in age groups with more than one (1) team in the manner determined by the majority of the Executive Committee;
- (h) Coordinate with the Ice Scheduler of the ice time requirements for the Female teams;
- (i) Coordinate with the Referee-in-Chief of the requirements pertaining to referees for the Female teams;

- (j) Attend Executive Committee meetings with prepared interim reports;
- (k) Submit a report at all meetings of the general membership; and
- (l) Provide support to tournament coordinators and coaches in regard to team selection, applications and general support. Ensure compliance with WMHA tournament programs if applicable.
- (m) Provide support for additional initiatives as required.

#### Ice Scheduler

The Ice Scheduler, if appointed, shall:

- (a) Be responsible for liaising with the City of Warman and obtaining all of the Corporation's required ice time.
- (b) Be totally responsible for all scheduling and re-scheduling of the allotted ice time;
- (c) Keep detailed records of the amount of ice time used by all teams registered with the Corporation;
- (d) Facilitate acquiring out of town ice times for teams that are required to use out of town ice times;
- (e) Coordinate with SMHA as required;
- (f) Clearly display the schedule at the arena as well as on the Corporation's website;
- (f) Provide a monthly report to executive outlining ice usage per team and a report outlining ice usage at all meetings of the general membership and;
- (g) Shall work to ensure scheduled ice times are posted as efficiently and timely as reasonably practicable.
- (h) Strive to ensure minimum un-used ice allocations and in the event of an un-used ice slot, liaise with Player Development to host a specialized skill session or as directed;
- (i) Coordinate, schedule and liaise with all third-party providers for coach mentorship, goaltender development, pre-season skates and evaluations as required by President and/or Vice President.

#### Referee-in-Chief

The Referee-in-Chief:

- (a) Shall be a SHA carded official, or in the absence of such a person shall have experience in refereeing. Should the person not be carded, he/she must educate themselves in the current rules as outlined in a SHA sanctioned referee clinic;
- (d) Shall ensure that all local officials obtain required SHA certification;
- (e) Shall provide input in matters of discipline and suspensions that are required;
- (f) Shall interact with the association to provide proper training and monitoring of officials. This may include periodic meetings with his/her officials to provide input in the officials' performance and development; and
- (g) Shall provide a report at all meetings of the general membership.

#### Referee Assignor

The Referee Assignor, if appointed, shall:

- (a) Shall appoint the correct number of SHA carded officials for all exhibition and league home games and home tournament games of all teams registered within the organization. This will be





required at any venue that the association requires to play home games at, unless otherwise arranged;

- (b) Shall appoint SHA carded officials from within the association other than in the event that local officials are unavailable, or special circumstances that are considered in the best interest of the association (within the officiating guidelines of the applicable league constitution);
- (c) Shall provide input in matters of discipline and suspensions that are required;
- (d) Assign officiating assignments in consultation with RIC to provide officials with responsibilities suitable to their level of experience, as well as offering the opportunity to expand and develop further when appropriate; and
- (e) Shall provide a report at all meetings of the general membership.

#### Registrar

The Registrar, if appointed, shall:

- (a) Coordinate the Corporation's annual registration evenings;
- (b) Collect and segregate all registration forms pertaining to the players division;
- (c) Ensure that all player/parent registration information is received and uploaded to website;
- (d) Maintain up-to-date player rosters and coach lists on the website (coordinate with administrators);
- (e) Create player reports (e.g. number of players in age group this year, forecast for next year, etc.) as requested by the Board of Directors.
- (f) Ensure that the SHA forms are filled out correctly and submit to SHA (coordinate rosters/coaching staff with administrators, coordinate payment with treasurer);
- (g) Be the interface to SHA for ALL player and coach registrations, additions, deletions, fines. Coaches and managers would be not permitted to send any roster changes directly to SHA; and
- (h) Shall provide a report at all meetings of the general membership.

#### Events & Promotions Coordinator:

The purpose of creating a position for an Events & Promotions Coordinator would be to market Warman Minor Hockey Association in the communities through Saskatchewan and possibly beyond and to obtain sponsorship from businesses within Warman and the surrounding communities.

The Events & Promotions Coordinator shall:

- (a) Lead any fundraising events (Golf Tournament, Saskatoon Blades Exhibition Game, Fundraising Tickets);
- (b) Generate new initiatives that can benefit the association (cash calendars, progressive 50/50's & other);
- (c) Develop Sponsorship opportunities with local businesses in exchange for website advertising opportunities, membership benefits, and/or tournament recognition packages/prizes;
- (d) Market the Association in terms of clothing opportunities, etc.
- (e) Develop Policy to assist with marketing and sponsorship strategies; and
- (f) Coordinate and manage the 3 on 3 program;
- (g) Manage all social media accounts;
- (h) Create, coordination and oversight on all association communications (i.e. newsletter, emails, webpage articles, etc.)

#### Coach Mentorship/Player Development Coordinator



The coach mentor Coordinator is a crucial position for every association. Coach Education is essential in developing better skilled hockey players. The more support and education we can provide our coaches the better skilled our players become. The coach mentor coordinator should have a wealth of coaching knowledge, passion for the game, and a desire to teach. It will be the coordinators responsibility to oversee the mentorship program, within Warman Minor Hockey.

The Coach Mentorship/Player Development Coordinator shall:

- (a) Be responsible for having the contact information and knowledge of coaching clinics, certification requirements, clinic dates, and SHA's rules and regulations involving coaches;
- (b) Be responsible for implementation of WMHA Player Development Model which includes development and submission of the player development budget during the annual budget approval process. This includes pre-season and in-season skill sessions for skates and goaltenders, arranging and coordinating coaching workshops, and maintaining on-ice and off-ice props.
- (c) Be responsible for creating a coach library with the assistance of the association, with practice plans, videos; and various other types of coaching and player development information.
- (d) Be responsible for engaging coach mentors. (Identified through past history, and coach evaluation).
- (e) Promote coach mentorship, player development and its benefits in the Association;
- (f) Implement skill development in conjunction with Hockey Canada guidelines for the purpose of teaching and player development;
- (g) Implement WMHA practice plan structure for both full ice and shared practice ice, with strategic coaching methodologies to ensure effective and efficient skill-based practices.
- (h) Be the liaison between coaches and the executive, providing a voice in which coaches can feel safe in raising issues, concerns and/or suggestions.
- (i) Shall hold HP1 certification.

Equipment Administrator

The Equipment Administrator shall:

- (a) Be responsible for maintaining inventory control, and lifecycle for all equipment owned by WMHA and utilizing the Administrator(s) during this process;
- (b) Be responsible for pricing of new equipment through multiple companies;
- (c) Coordinate and document all team equipment allocations throughout the year adequately to enforce any equipment fines as per policies if required;
- (d) Provide equipment cost estimates during the budget approval process.

Past President

The Past President position is a one-year term position proceeding his/her term as President. The position is meant to ensure continuity during governance transitions and organization change, to support the President in his/her role, to provide continuity to the organization by providing historical context for issues, and to supplement association activities as per the direction of the President.

The Past President shall:

- (a) Be an offered position not assumed after President position is finished;
- (b) Be a non-voting position;
- (c) Report directly to the President;





- (d) Be used as a valuable resource for past decisions and intent of association by-laws and policies;
- (e) Perform any other duties as required by the President;

### PART 3 – NOMINATIONS AND ELECTIONS

#### 7.3.1 Executive Member Eligibility

In order to become a member of the Executive Committee of the Corporation, one has to be a current member of the Corporation. In addition, no member shall be eligible to become a member of the Executive Committee unless he is in good standing in the Corporation and by good standing is meant that such member shall have paid his current fees in the Corporation and shall be of good moral conduct and behavior.

#### 7.3.2 Election

Election of Executive Committee members shall take place at the Spring General Meeting of the membership. Each eligible voter present at the meeting may nominate an individual for a position on the Executive Committee. The nominee must accept the nomination. Nomination for positions shall follow the numbered order as reflected in Bylaw 7; Part 1.

#### 7.3.3 Nominations for President & Vice-President

##### (a) Nominations for President

Nominations for President will not be accepted unless the nominee is a serving member of the outgoing executive or the person held an executive committee position in the last 2 years. If the criteria cannot be met, written applications/nominations will be accepted up until the next Executive Committee meeting. At that time, those applications/nominations will be reviewed and will then need to have a nomination put forth by a current executive committee member in good standing for this name to be put forward to a vote.

##### (b) Nominations for Vice President

Nominations for Vice President will not be accepted unless the nominee is a serving member of the outgoing executive or the person held an executive committee position in the last 2 years. The nominee must have served on the executive for a minimum of 2 years as a Divisional Coordinator and must provide sufficient evidence of financial management experience as referenced above in PART 2.1. If the criteria cannot be met, written applications/nominations will be accepted up until the next Executive Committee meeting. At that time, those applications/nominations will be reviewed and will then need to have a nomination put forth by a current executive committee member in good standing for this name to be put forward to a vote.

#### 7.3.4 Choosing to Stand for Current Position

In the event of a person choosing to stay on in their current position, their nomination will be automatic, and the chair of the meeting will ask for any further nominations from the floor. In the event that there is only one (1) person nominated for a position they will be elected by acclamation.



### 7.3.5 Multiple Nominations for Executive Positions

In the event that two (2) or more people are in contention for the same position, they will be asked to remove themselves from the immediate area and a secret ballot vote will take place and the person with the most votes shall be entitled to serve on the Executive Committee. Two members of the outgoing Executive Committee shall count the votes. A motion from the floor, seconded and carried, is required to destroy the ballots.

## PART 4 – DIRECTORS MISCELLANEOUS

### 7.4.1 Number and Qualifications

There shall be a board of directors consisting of not less than five and not more than twenty directors, all of whom shall be members of the Executive Committee of the Corporation. All such directors must meet the qualifications stated in the Act and Articles. To be eligible as a director, the member must reside within the boundaries of the Corporation jurisdiction.

### 7.4.2 Powers

The Board shall manage or supervise the management of the affairs and business of the Corporation and may exercise all such powers and do all such acts and things as may be exercised or done by the Corporation.

### 7.4.3 Removal by Members

Subject to the Act and any Unanimous Member Agreement, the members of the Corporation entitled to vote may by a resolution passed by at least three quarters of the regular voting members at a special meeting remove any director from office.

### 7.4.4 Term

Subject to the Articles and any unanimous member agreement, the members entitled to vote shall elect directors at the Spring General Meeting to hold office as follows:

- (a) The President, Vice President, shall serve terms of two (2) years;
- (b) The election of President/ and Vice President shall be on opposing years;
- (c) The Midget Administrator, Bantam Administrator, Peewee Administrator, Atom Administrator, Novice Administrator, Initiation Administrator, AA Administrator, Female Administrator, Referee in Chief, Events and Promotions Coordinator, Coach Mentor/Player Development Coordinator, and Equipment Administrator shall serve terms of two (2) years;
- (d) Should the President be unable to complete his or her term, the Vice President shall complete the balance of the President's term;
- (e) Should the Vice President, be unable to complete his or her term, his or her position may be filled by either a by-election held at the Annual General Meeting or Spring General Meeting or by appointment ratified by a majority vote of the directors at any meeting of the directors in which quorum is met;
- (f) Should a by-election be used at the Annual General Meeting, the membership shall be given two (2) weeks' notice of such by-election; and
- (g) Should the Midget Administrator, Bantam Administrator, Peewee Administrator, Atom Administrator, Novice Administrator, Initiation Administrator, AA Administrator, Female Administrator or Referee in Chief fail to complete his or her term, the directors may appoint a



replacement at any directors meeting in which quorum is present to complete the term of the departing director.

(h) As per section 7.4.7 Agents and Employees, the positions of Secretary, Treasurer, Ice Scheduler, Referee Assignor and Registrar can only be filled if the employee position is vacant; as per the above noted by-election or appointment process.

#### 7.4.5 Conflict of Interest

A director shall disclose his or her interest in any material contract or proposed material contract with the Corporation according to section 107 of the Act.

#### 7.4.6 General Powers of Directors

Subject to any Member Agreement, the Board shall manage or supervise the management of the affairs and business of the Corporation and may exercise all such powers and do all such acts and things as may be exercised or done by the Corporation.

#### 7.4.7 Agents and Employees

The Board may appoint such agents and engage such employees as it shall deem necessary from time to time and such person shall have such authority and shall perform such duties as shall be prescribed by the Board at the time of such appointment. The remuneration of all agents and employees shall be fixed by the Board by ordinary Resolution. Duties prescribed to such agents and employees will leave the volunteer position as redundant and will not be filled during the election process.

#### 7.4.8 Expenditures

The Board shall have the power to make expenditures for the purpose of furthering the objects of the Corporation. See Finance Committee bylaw for further detail in regard to expenditures.

#### 7.4.9 Grants

The Board shall take such steps as they may deem requisite to enable the Corporation to acquire, accept, solicit or receive grants and donations of any kind whatsoever for the purpose of furthering the objects of the Corporation.

### **BYLAW 8: MEETING OF THE MEMBERS OF THE ASSOCIATION**

#### 8.1 Location

Meetings of members of the Corporation shall be held in the City of Warman, in the Province of Saskatchewan as the Board of Directors may from time to time determine. Annual General Meetings may occur via video conferencing upon consultation with Saskatchewan Hockey Association.

#### 8.2 Calling of Meetings

The Board of Directors shall call an Annual General Meeting of members not later than 15 months after holding the last preceding Annual General Meeting; and may at any time call a special meeting of members.



### 8.3 General Meetings

The Annual General Meeting of the Corporation shall be held on or before October 15 of each year. A Spring General Meeting of the Corporation shall occur in April of each year. The date of this meeting will be determined by the Executive Committee with at least two weeks' notice given to the general membership.

### 8.4 Executive Committee Meetings

All regular meetings of the Executive Committee shall be at the call of the President. The President shall call special meetings of the Executive Committee at the request of not less than three (3) Executive Committee members.

### 8.5 Special Committee Meetings

Special Committee Meetings shall be held at the discretion of the specific committee chair.

### 8.6 Team Meetings

Each Executive Committee team administrator shall call meetings of their appointed Team Officials during each hockey season. The Official Team/Parent Meeting (which is the first meeting of the year for each team) will require a member of the Executive Committee to be present. Any follow up meetings to the Official Team/Parent Meeting that may be required to discuss fundraising ideas, tournament information, etc. does not require an Executive Committee member to be present. However, at any time throughout the year a team can request an Executive Committee member to be present for any meeting.

### 8.7 Notice of Annual Meetings

Notice of the time and place of an Annual General Meeting of members shall be given, not less than 15 days or more than 50 days before the meeting, through posting on the Corporation website and email to the members of Corporation:

- (a) to each member entitled to vote or otherwise receive notice of the meeting;
- (b) to each director; and
- (c) to the auditor of the Corporation; in the manner as permitted by the Act of these Bylaws. A member and other person entitled to attend a meeting of members may waive such notice.

### 8.8 Documentation at Annual Meeting

Subject to the Act, the Board of Directors shall place before the members at every Annual General Meeting:

- (a) financial statements as prescribed by the Act; and
- (b) the report of the auditor, if any.

The directors shall additionally publish prior to the annual meeting a notice that the above documents are available at the registered office of the Corporation to be examined during the usual business hours of the corporation by any person and that person may make extracts there from free of charge.

### 8.9 Quorum



Quorum for a general meeting of the membership of the Corporation will consist of **the** members present. The members of the Executive Committee, including the President will be included when constituting a quorum.

#### 8.10 Adjournment

The Chairman of the meeting may, with the consent of the meeting, adjourn any meeting of the members from time to time to a fixed time and place, and provided such adjournment is for less than 30 days, no notice of the time and place for the holding of the adjourned meeting need be given to the members other than by announcement at the earliest meeting that is adjourned.

#### 8.11 Right to Vote

Subject to the provision of the Act and the Articles, at any meeting of the members, every representative shall be entitled to vote at the meeting who at the time is a member entered in the register of members as the holder of a membership interest carrying the right to vote at such meeting. No votes by proxy will be allowed at any meeting of the general membership of the Corporation.

#### 8.12 Votes to Govern

At any meeting of the members, unless a special resolution or some other special majority is required by the Act or the Articles, all questions shall be decided by the majority of votes cast on the question. In case of an equality of votes, either upon a show of hands or upon a poll, the Chairman of the meeting shall not be entitled to a second or casting vote.

#### 8.13 Voting

Unless a ballot is demanded, voting at a meeting of the members shall be by way of show of hands.

#### 8.14 Presiding Officers

The Chairman of any meeting of the members shall be the President. In the absence of the President, the members shall choose one of the other directors or a member representative to Chair the meeting. The Chairman may appoint a person, who need not be a member, to act as Secretary of the meeting.

#### 8.15 Rules of Order

All meetings of the membership of the Corporation and Executive Committee meetings will be governed by Roberts Rules of Order, Revised Edition.

## **BYLAW 9: MEETING OF THE EXECUTIVE COMMITTEE**

### 9.1 Place and Convening of Meetings

Meetings of the Board and of any committee of the Board shall be held in the City of Warman, in the Province of Saskatchewan upon notice being sent to each director at least one week prior to the date of the meeting; provided that the directors may meet on regular dates without notice or



may, by unanimous consent, meet at any time or at any place without notice. Meetings of the executive may occur via video conferencing in the event of a pandemic or other emergency which prevents the executive from meeting in person.

The Board or any committee may by unanimous resolution appoint a day or days, an hour and place at which regular meetings will be held. Except as otherwise provided by the Act and the Bylaws the directors, either as a Board or as a committee thereof, may convene, adjourn and otherwise regulate their meetings as they think fit.

## 9.2 Notice

No notice needs to be given of regular meeting provided all directors have received notice of the resolution establishing or changing such regular meetings. Notice of the time and place of other meetings of the Board and of any committee of the Board shall be given in the manner provided in the these Bylaws to each director not less than 24 hours in the case of personal delivery or five days in the case of delivery by mail, before the time when the meeting is to be held, provided that meetings of the Board or of any committee of the Board may be held at any time without formal notice if all the directors are present (including present by way of telephone participation) or of all the absent directors waive notice. For the first meeting of the Board or of any committee of the Board to be held immediately following the election of the directors at an annual or general meeting of the members or for a meeting of the Board or a committee thereof at which a director or member is appointed to fill a vacancy in the Board or committee, no notice need be given to the newly elected or appointed directors in order for the meeting to be duly constituted, provided a quorum is present.

## 9.3 Adjournment

Any meeting of the Board or any committee of the Board may be adjourned from time to time by the Chairman of the meeting, with the consent of the meeting, to an announced time and place and no notice of time and place for the holding of the adjourned meeting need be given to any director.

## 9.4 Quorum

No business shall be transacted at any meeting unless a quorum is present. A quorum for an Executive Committee meeting shall consist of at least 2/3 of the Executive Committee Membership. When determining whether a quorum is present, the President shall be included as a member constituting a quorum (Note - when determining this number, any ratio of .1 or higher will always be rounded up. For example, 7.1 members would be 8).

## 9.5 Voting

Questions arising at any meeting of directors shall be determined by a majority of votes of the directors present and, in the case of an equality of votes, the Chairman of the meeting shall not have a second or casting vote. There will be no voting by Proxy allowed. Voting can take place by email vote. A motion is made by email, a second is then made by email. The President then calls for a time period for questions, comments and discussions and then when voting is to occur. Votes are either a yes, no or abstain. Quorum is determined by a 50% + 1 majority of the responses received by the end of the voting deadline. The votes are sent in by email through a reply all and recorded by the Secretary. The Secretary or President then communicates the results of the vote. The Secretary then records the vote in the minutes of the next executive meeting.



## 9.6 Presiding Officers

The Chairman of any meeting of the Board shall be the President, or in his or her absence, one of the other directors. The Secretary of the meeting shall be the Secretary of the Corporation or, in his or her absence, the President may appoint a person, who need not be a member, to act as Secretary of the meeting.

## 9.7 Meeting by Conference Telephone

The Board of Directors may participate in meetings by means of conference telephone or similar communications equipment, whereby all directors participating in the meeting can hear each other at the same time, and participating in any such meeting shall constitute presence in person by such director at such meeting.

## 9.8 Advisory Members

The Board may invite persons who are not directors to attend meetings of the Board as advisory members. No such advisory member, however, shall have any right to vote at any meeting of the Board.

## 9.9 Emergency Board Meetings

If, in the reasonable opinion of the President (or where the President is not available, the Executive Committee), a situation arises which requires immediate action by the Board, then the President, or any other executive officer in his absence, may convene a meeting of the Board on such notice as the conveyor sees fit. Such meeting shall be comprised of as many directors as are available in person or by telephone, which shall constitute a sufficient quorum for the purpose of conducting the business for which the meeting was called.

## **BYLAW 10: COMMITTEES**

The Board may create, and prescribe the duties and terms of reference of, such committee or committees of directors as it may from time to time determine necessary to more effectively permit the efficient direction of the business and affairs of the Corporation. The Board may delegate to such committee or committees any of the powers of the Board except those which under the Act or Articles must be exercised by the Board itself, provided that any such delegation shall not limit the ability of the Board to make decisions on any subject matter so delegated. The procedures of any such committee or committees of the Board shall, except as otherwise determine by the Board, be those applicable to the Board.

### PART 1 – POWERS AND DUTIES OF COMMITTEES

The Standing Committees of the Corporation shall be:

#### 10.1.1 Finance Committee

(a) The Finance Committee shall be appointed by the President.





- (b) The duties of the Finance Committee shall be to review the finances and expenditures of the Association and recommend to the Executive Committee any course of action which they may deem advisable;
- (c) The Finance Committee shall prepare and circulate a budget of the proposed operations for the coming year to the executive committee in order that registration fees for the coming season can be established;
- (e) Any expenditure of the Corporation exceeding \$1,000.00 and not included within the approved budget will need approval from the Finance committee.

#### 10.1.2 Discipline Committee

- (a) The Discipline Committee shall consist of 3 members of the Executive Committee as elected by the Executive Committee at the May meeting of each year. The standing chair of the Discipline Committee shall automatically be the Vice-President, who will count as 1 of the 3 members of this committee;
- (b) The duties of the Discipline Committee shall be:
  - i. to review decisions of the President made pursuant to Bylaw 7.2 (f);
  - ii. to review all Gross misconducts, Match penalties or suspensions assessed to players and team officials of the Corporation and to suspend and/or take disciplinary action that may be deemed necessary against such individuals; and
  - iii. any suspension or action that exceeds 31 days must go to the entire executive for deliberation and subsequently a vote which will require 2/3 approval to go forward.

#### 10.1.3 Appeals Committee

- (a) The Appeals Committee shall consist of 5 members of the Executive Committee (these individuals will not be present members of the Discipline Committee), including the President who shall chair the Appeals Committee, the other four members will be elected at the first meeting of the Executive Committee in May of each year;
- (b) The duties of the Appeals Committee shall be to hear appeals from decisions made by the Discipline Committee as made under Bylaw 10.2b (i, ii, and iii) or Bylaw 7.2.1(k);
- (c) The Appeals Committee may re-admit any team, player, team official or uphold or modify any decision made by the Discipline Committee under Bylaw 10.2 b (i, ii, and iii) or Bylaw 7.2.1(k); and
- (d) Shall be subject to the Policy on Appeals as detailed in the Corporation Policy Manual.

#### 10.1.4 Awards Committee

- (a) The Awards Committee shall consist of the Vice -President and two other members of the Executive Committee, as assigned by the President and
- (b) The duties of the Awards Committee are to make recommendations to the Executive Committee for all awards given out by the Corporation, as appended to the Constitution.

#### 10.1.5 Coaches Selection Committee

- (a) Shall consist of the President, Vice President, Executive Member as defined by President, Coach Mentor/Player Development Coordinator and the Coordinator for said Division (should any of these officers choose to not sit on this committee, the President will then appoint a replacement for that season);
- (b) Shall be subject to the Policies on Coach Selections as detailed in the Corporation Policy Manual; and





(c) In the event that a member of the Selection Committee has to remove themselves due to a conflict of interest, the Coordinator from the age group above will replace said member (in case of a conflict within Peewee, the Coordinator from Bantam would be selected). In the case of multiple conflicts within a set age group, the President will appoint another individual from the Executive Committee to sit in on the Selection Process for that age group.

#### 10.1.6 Policy and By-Law Review Committee

(a) Shall consist of four members of the Executive Committee as appointed by the President; and  
(b) Will review and suggest possible revisions to the By-Laws and Policies of the Corporation on an annual basis and throughout the season as specific concerns arise.

#### 10.1.7 Fund-Raising Committee

(a) Shall consist of 3 members of the Executive Committee as appointed by the President; and  
(b) One member may be an advisory member from the general membership as per Bylaw 10.2.1 who would sit on this committee but have no voting rights within the Executive Committee.

#### 10.1.8 Senior Executive Committee

(a) Where the Corporation requires, as deemed necessary in these bylaws, it shall have a Senior Executive Committee composed of the following directors: President, Vice President, the two longest standing executive members within the executive. In the case of multiple executive members with the same years of service, the President shall choose who will be elected to the committee.

### PART 2 -- ADVISORY MEMBERS

10.2.1 The Board may appoint persons who are not directors as advisory members of any committee, provided that such advisory members shall have no right to vote in any meeting of any such committee.

## **BYLAW 11: PROTECTION OF DIRECTORS AND OFFICERS**

### Indemnification

The Corporation shall indemnify a Director or Officer, a former Director or Officer, or a person who acts or has acted at the Corporation's request as a Director or Officer of a body corporate of which the Corporation's Directors or Officers are members, or of which the Corporation is or was a shareholder or creditor and his/her heirs and legal representatives, against any liability resulting from any third party proceeding against such person (liability shall include without limitations, judgments, fines, penalties and amounts paid in the settlement) and any and all costs, charges and civil, criminal or administrative action or proceeding, or any appeal there from, to which he/she is made a party by reason of being or having been a Director or Officer of the Corporation or such body corporate, if:

(i) He/she acted honestly and in good faith with a view to the best interests of the Corporation; and

(ii) In the case of criminal or administrative action or proceeding that is enforced by a monetary penalty, he/she had reasonable grounds for believing that his/her conduct was lawful.



Costs, charges and expenses which are the subject of indemnification hereunder shall include all direct and indirect costs of any type whatsoever including any deductible solicitor/client costs incurred by the person receiving indemnification. Any indemnification provided for herein shall be promptly advanced to the person eligible for indemnification as the costs, charges or expenses are incurred by such person or when such person becomes subject to a liability as defined in this section. In the event that it is determined that the person is not entitled to indemnification hereunder, the Corporation shall have the right to require the indemnified person to repay all amounts provided to such person pursuant to the indemnification. The burden of providing that indemnification or advances are not appropriate is on the Corporation.

The Corporation shall further indemnify any person eligible for indemnification hereunder to the extent that this indemnification results in any tax liability accruing to such indemnified person.

The Corporation may arrange for one or more policies of Directors' and Officers' liability insurance to be put in place at the expense of the Corporation and for the benefit of the Corporation and/or its Directors and Officers as the Board of Directors may from time to time determine.

## **BYLAW 12: SUSPENSIONS, COMPLAINTS AND APPEALS**

### PART 1 -- SUSPENSIONS

(a) Suspension of a player or a Team Official resulting from violations other than those administered by any participating Leagues (IE., SMHA, SVHL or C4HL) or the Sask Hockey Association shall be made by the President, pursuant to By-Law 7.2.1 (k) and the Discipline Committee, pursuant to Bylaw 10.1.2;

(b) A person that has been suspended by the President shall not be eligible to participate in any games or conduct any official business of the Corporation until the Discipline Committee has reviewed the suspension and made the decision; and

(c) The Discipline Committee must review all suspensions within four (4) days of the original suspension.

### PART 2 -- COMPLAINTS

The Corporation expects all members; Executive Committee, Team Officials and membership participants to exhibit qualities of good sportsmanship and decorum consistent with levels of propriety towards executive members, game officials, opponents and spectators. When these standards cannot be met, they may be dealt with in the following manner:

(a) Any complaint or protest against any member, Team Officials, players, referee, or member of the Executive Committee shall be reported in writing to the Secretary of the Corporation within five (5) days from which the complaint or protest arose.

(b) The Executive Committee by a simple majority may decide if the complaint should be brought before a General Meeting, Annual General Meeting or referred to the Discipline Committee or the Appeals Committee;

(c) All written complaints shall be dealt with by the Executive Committee within fourteen (14) days and a decision shall be in writing and mailed within four (4) days of the decision; and

(d) The following are the possible levels of action:

- i) A verbal reprimand
- ii) A written reprimand



- iii) A suspension from participation in or at specific and defined by the Corporation activities, or a complete suspension from participation in or attendance at all Corporation activities
- iv) Expulsion or a combination of any or all.
- v) Depending on the severity of the incident, the Executive Committee may choose to bypass any or all levels.

### PART 3 -- APPEALS

- (a) Any person who is dissatisfied with the decision of the Discipline Committee may appeal to the Appeals Committee;
- (b) The Appeal must be in writing and made by registered mail or email. It must outline all particulars pertaining to the case and shall be delivered to the Secretary of the Corporation within seven (7) days of being notified of the decision of the Discipline Committee;"
- (c) All appeals must be requested in writing and be accompanied by a \$500.00 fee that will be refunded if through the appeal the suspension is rescinded;
- (d) The appeal must be dealt with by the Appeals Committee within fourteen (14) days of receiving the written appeal and the decision shall be in writing and mailed within four (4) days of the decision;
- (e) The Appeal Committee must convene a hearing to hear the evidence from both the Respondent and the Complainant and any other party it feels should be required to appear. The decision will be final and binding except for those avenues of recourse provided by SHA and Hockey Canada. The appeal letter must be sent within 5 days following the decision. Appeals that are granted will be communicated by phone within 48 hours of the decision and in writing; and
- (f) In the case of a multi-year suspension or dismissal, the suspended or dismissed individual(s) may have the opportunity to submit an appeal request in writing and be accompanied by a \$500.00 fee to the Executive Committee after a minimum of two complete hockey seasons. The entire Executive Committee will participate in the deliberations, with a 2/3 approval required to overturn a multi-year suspension or dismissal. The decision of the Executive Committee will be final, and this will be communicated both by phone and in writing within 48 hours of the decision.

## **BYLAW 13: APPOINTMENT OF AUDITOR**

The members of the Corporation shall at each annual meeting, if required by the Act, appoint an auditor to hold office until the close of the next such meeting. Such auditor shall meet the qualifications prescribed by the Act.

## **BYLAW 14: NOTICES**

### PART 1: MANNER OF NOTICE

Any notice or document to be given or sent pursuant to the Act, the Articles, the Bylaws, or otherwise to a member or director shall be sufficiently given if delivered personally, or sent by prepaid mail to the member at his or her latest address as shown in the records of the Corporation or in the last notice filed at the Corporation Branch of Saskatchewan.

### PART 2: RETURNED NOTICE



Where notices or other documents required to be given by the Corporation to its members have been mailed to member at the member's latest address as shown on the records of the Corporation and where, on three (3) consecutive occasions, notices or other documents have been returned by the post office to the Corporation, the Corporation is not required to mail to the member any further notices or other documents until such time as the Corporation receives written notice from the member requesting that notices and other documents be sent to the member at a specified address.

## **BYLAW 15: WRITTEN RESOLUTIONS**

Notwithstanding any of the foregoing provisions of this Bylaw:

- (a) Any resolution consented to by the signatures of all the directors is as valid and effective as if passed at a meeting of the directors duly called, constituted and held for that purpose; and
- (b) Any resolution consented to by the signatures of all the members entitled to vote at meetings of the members is a valid and effective as if passed at a meeting of the members duly called, constituted and held for that purpose.

## **BYLAW 16: AMENDMENT OF BYLAWS**

These Bylaws may not be altered or amended except at the Annual General Meeting, and notice of any proposed alterations shall be given to the Secretary, in writing, at least forty-five (45) days before the Annual General Meeting. Changes to these bylaws must be approved by two thirds (2/3) of the members on attendance at the Annual General Meeting.

## **BYLAW 17: AMENDMENT TO CORPORATION POLICY MANUAL**

Changes, additions, or amendments to the Policy Manual are a function of the Executive Committee. Once approved by the Executive Committee, any changes/amendments to this document can only be made by a 2/3 vote. A complete review will happen once a year, at the July and/or August meeting of the executive following review and recommendations of the By-Law and Policy Review Committee. If required, other amendments to the Corporation Policy Manual may be brought forward by the Policy Review Committee throughout the season and voted on by the executive at any monthly meeting.

## **BYLAW 18: FISCAL YEAR**

The fiscal period for the Corporation shall terminate on such date as the Board may from time to time by resolution determine

## **BYLAW 19: FINANCES**



### 19.1 Financial Responsibility

It is the responsibility of the Executive Committee to provide prudent maintenance of the financial affairs of the Corporation. The Corporation must maintain a reserve at a level equivalent to fifteen percent (15%) of the Corporation's annual budget. In case of emergency, surpluses may be lowered below this fifteen percent (15%) level, however it is required that the Executive Committee provide a plan to re-establish the required surplus by the end of the following fiscal year.

### 19.2 Signing Authority

Three (3) members of the Senior Executive Committee are required to provide signatures at the financial institution of choice for the Corporation annually. Two (2) Senior Executive Committee signatures are required for cheques issued by the Corporation.

### 19.3 Disclosing of Financial Information

The Executive Committee must provide at the Annual General Meeting a complete list of financial information for the previous hockey season.

## **BYLAW 20: BORROWING**

### 20.1 Guidelines

Without limiting the borrowing powers of the Corporation as set forth in The Non-Profit Corporations Act, 1995 of Saskatchewan, the Board may from time to time:

- (a) Borrow money upon the credit of the Corporation;
- (b) Issue, reissue, sell or pledge bonds, debentures, notes or other evidence of indebtedness or guarantees of the Corporation, whether secured or unsecured;
- (c) Subject to the provisions of The Non-Profit Corporations Act, 1995, give a guarantee on behalf of the Corporation to secure performance of an obligation of any person; and
- (d) Mortgage, hypothecate, pledge or otherwise create an interest in or charge upon all or any property (including the undertaking and rights) of the Corporation, owned or substantially acquired, by way of mortgage, hypothecate, pledge or otherwise, to secure payment of any such evidence of indebtedness or guarantee of the Corporation.

### 20.2 Delegation

The Board may from time to time delegate to such one or more of the directors and officers of the Corporation as may be designated by the Board all or any the powers conferred on the Board by Section 1 hereof or by the Act to such extent and in such manner as the Board shall determine at the time of each such delegation.



This Bylaw shall come into force at, and be effective from, the time of it.

ENACTED BY THE BOARD the \_\_\_\_\_ day of \_\_\_\_\_, A.D. 2020.

\_\_\_\_\_  
President

\_\_\_\_\_  
Vice President

CONFIRMED the \_\_\_\_\_ day of \_\_\_\_\_, A.D. 2020, by the Members in Accordance with the Act.

\_\_\_\_\_  
President

\_\_\_\_\_  
Vice President