

**NEW TECUMSETH TORNADOS  
MINOR HOCKEY ASSOCIATION INC.**

**By-Law Number One**

**REVISED APRIL 30, 2009**

**NEW TECUMSETH TORNADOS MINOR HOCKEY ASSOCIATION INC.  
CONSTITUTION OR BY-LAWS**

**CONTENTS**

1. Definitions.....	Page 3
2. Registered Office/Boundaries and Seal.....	Page 4
3. Mission of the Association.....	Page 5
4. Affiliation.....	Page 5
5. Classes of Membership.....	Page 5
6. Terms of Membership and Eligibility.....	Page 5
7. Meetings of the Membership.....	Page 7
8. Board of Directors.....	Page 9
9. Procedure for Elections of Directors.....	Page 10
10. Board Responsibilities.....	Page 11
11. Directors and Responsibilities of Officers.....	Page 14
12. Committees of the Board.....	Page 20
13. Execution of Documents.....	Page 23
14. Financial Year.....	Page 23
15. Banking Arrangements.....	Page 23
16. Borrowing by the Association.....	Page 24
17. Notice.....	Page 24
18. Passing and Amending By-laws .....	Page 25
19. Repeal of Prior By-laws.....	Page 25
20. Rules of Procedure.....	Page 26
21. Effective Date.....	Page 26

# **NEW TECUMSETH TORNADOS MINOR HOCKEY ASSOCIATION INC.**

## **BY-LAW NO. 1**

### **A by-law relating generally to the conduct of the affairs of the New Tecumseth Tornados Minor Hockey Association Inc (TNT MHA):**

### **BE IT ENACTED as a by-law of New Tecumseth Tornados Minor Hockey Association Inc. as follows:**

#### **1. DEFINITIONS**

- 1.1** In this By-law and all other By-laws and Resolutions of the Association, unless the context otherwise requires:
- (a) "Ad Hoc" means a particular type of committee; one, which is formed to deal with a particular issue, and is disbanded after the issue is resolved. These committees provide measures to solve problems that are not resolved by ordinary processes of the organization to which the committee belongs;
  - (b) "Association" means NEW TECUMSETH TORNADOS Minor Hockey Association Inc. (or such other name as the Association may in the future legally adopt);
  - (c) "Board" means the Board of Directors of the Association;
  - (d) "Chair", Chairperson means the Association President or their designated representative;
  - (e) "Committee" means two or more persons assembled under the provisions of Article 12 to consider, investigate, take action on, or report on the subject matter for which they were assembled;
  - (f) "Corporations Act" means the Corporations Act R.S.O. 1990, Chapter 38, and any statute amending or enacted in substitution therefore, from time to time;
  - (g) "Director" means an individual who has been Elected or Appointed to the Board of Directors of the Association;
  - (h) "HC" means Hockey Canada (or such other name as the HC may in the future legally adopt);
  - (i) "In Camera" means a meeting that is convened where there is a need to conduct privileged discussions, protect the confidentiality of matters discussed, protect the privacy of an individual or individuals, allow free discussion on sensitive issues, or have an off-the-record discussion;
  - (j) "Members" means all classes of membership in the Association as provided for in Article 5;
  - (k) "Member in Good Standing" means no outstanding fees or monies owing to TNTMHA, no outstanding TNT property, no outstanding litigation taken against the Association, not the subject of a disciplinary investigation or sanction by TNTMHA;

- (l) "Officers" mean the individuals who hold the offices enumerated in Article 11;
- (m) "OHF" means the Ontario Hockey Federation (or such name as the OHF may in the future legally adopt);
- (n) "OMHA" means Ontario Minor Hockey Association (or such name as the OMHA may in the future legally adopt);
- (o) "Parent/Guardian" will be defined as the parent/guardian who resides at the address of the registered player;
- (p) "Past President" means the person whose term in office as President has most recently expired and who is willing to serve as such;
- (q) "Policies" means written statements governing issues affecting the affairs of the Association, which have been considered and approved by the Board of Directors of the Association;
- (r) "TNT" means NEW TECUMSETH TORNADOS MINOR HOCKEY ASSOCIATION INC;

**1.2** All terms defined in the Corporations Act have the same meaning in this By-law and all other By-laws and Resolutions of the Association.

## **2. REGISTERED OFFICE/BOUNDARIES AND SEAL**

**2.1** The Corporate Seal of the Association shall be in the form as the Board may by resolution from time to time adopt, and shall be entrusted to the Secretary of the Association for its use and safekeeping.

**2.2** a) The registered head office of the Association shall be in the Town of New Tecumseth, in the Province of Ontario and thereafter as the Association may from time to time determine by special resolution of the members pursuant to the Corporations Act.

b) The Association mailing address shall be  
P.O. Box 496  
Alliston, Ontario  
L9R1V7.

**2.3** The Boundaries of the Association shall encompass the Town of New Tecumseth, subject to stipulations and exclusions as set out by and on record with the OMHA.

## **3. MISSION OF THE ASSOCIATION**

**3.1** The purpose of the Association is to organize, develop and promote ice hockey for the youth of The Town of New Tecumseth including:

a) the opportunity for all eligible individuals to participate in recreational house league ice hockey, and to provide community based programs, which will allow a player to participate in an environment for fun, physical exercise and fair play;

- b) development of and participation in representative ice hockey and provide the opportunity to participate at the highest competitive level;
- c) to instil in all players, coaches, managers and members associated with the TNTMHA good sportsmanship, correct and proper behaviour on and off the ice, respect for authority and team play; and,
- d) the Association shall be operated without the purpose of pecuniary gain to any of the Members and any surplus or accretions of the Association shall be used solely for the purposes of the Association and for the promotion of its objects.

#### **4. AFFILIATIONS**

**4.1** The Association shall have the following affiliations:

- (a) The Association shall be a member of the OMHA.

#### **5. CLASSES OF MEMBERSHIP**

**5.1** There shall be four (4) classes of Membership in the Association:

- (a) Active Membership;
- (b) Parent/Guardian Membership;
- (c) Honorary Lifetime Membership; and,
- d) Volunteer Membership.

#### **6. TERMS OF MEMBERSHIP AND ELIGIBILITY**

##### **6.1 Terms and Eligibility**

- (a) Active Membership:

Active Members shall include all elected or appointed Directors 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. Members in this classification will be allowed one vote per person.

- (b) Parent/Guardian Membership:

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 and may attend meetings and by invitation, meetings of the Executive and of the Committees of TNTMHA.

- (c) Honorary Lifetime Membership:

Honorary Lifetime Membership may be granted to an individual who has rendered extraordinary and distinguished service to the Association. Individuals may be nominated to be Honorary Lifetime Members by any Member of the Association and the granting of Honorary Lifetime Membership must be confirmed by a majority vote of the Board of Directors.

Honorary Members will have no vote but may attend members meetings and by invitation, meeting of the Board and Committees of TNT MHA.

(c) Volunteer Membership:

Volunteer members shall be allowed one vote per person and may attend membership meetings and, by invitation, meetings of the Executive and Committees of the Association. A volunteer membership shall include all individuals who have applied for membership in New Tecumseth Minor Hockey Association Inc. and during their first year of membership completed twenty (20) hours of service prior to their anniversary date.

(e) One Person – One Class of Membership:

Although it is possible for a member to be qualified for more than one (1) class of membership in the Association, no person may hold more than one (1) class of membership. It is therefore mandatory that each member shall declare himself/herself prior to the start of any meeting of the membership and advise the chairperson of the membership class he/she wishes to represent. Once the meeting is called to order, the member must remain in that class of membership and may not change to another category or class of membership.

**6.2 Membership List:**

Subject to Section 6.7 herein, the Registrar shall prepare and maintain a list of current Active Members, Parent/Guardian Members, Honorary Lifetime Members and Volunteer 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.

**6.3 Membership Year**

Unless otherwise determined by the Board, every Membership, other than Honorary Lifetime Memberships shall commence on or after August 1st in each year, and shall lapse and terminate on the 31st day of July next following the date on which such Membership commenced.

**6.4 Termination**

- a) Membership in the Association shall not be transferable and shall terminate upon a Member's resignation or death.
- b) Members may resign from the Association by submitting a resignation in writing addressed to 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 Association. 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 Association. The Secretary shall inform those concerned of this suspension in writing.

Members whose conduct is considered by the Board to be contrary to the stated Code of Conduct and the purposes of the Association shall be called before the Board to explain or justify their actions. If these Members are unwilling or unable

to do so, they shall be asked by the Board to resign from the Association. If they do not resign, the Board shall give proper notice of motion, to be considered at the next Board meeting, requesting the expulsion of these Members.

A copy of this motion shall be communicated to the Members concerned within a reasonable period of time for that person to make a written response. 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.

## **6.5 Membership Fees**

Registration fees shall be established annually by the Budget Committee and resolved by the Board. 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.

## **6.6 Right to Vote**

All Active Members, Parent/Guardian Members and Volunteer Members shall be entitled to notice of and to vote at all Meetings of Members of the Association.

## **6.7 Record Date**

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

# **7 MEETINGS OF THE MEMBERSHIP**

## **7.1 Annual General Meeting of Members**

The Annual General Meeting shall be held each year prior to the end of April, at a time, 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 Association during the preceding year;
- d) receiving information regarding the planned activities of the Association for the current year;
- e) receiving and approving the report of the Auditor of the Association 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 Letters Patent or By-laws of the Association;
- (h) transaction of any business, which relates to the business of the Meeting referred to above, and notice and particulars of which are received in writing 15 days prior the Annual General Meeting; and,
- i) election of the new Board.

## **7.2 Additional General Meetings of Members**

In addition to the April Annual General Meeting a General Meeting of the Membership may be called at any time by a Resolution of the Board. The business to be transacted at a General Meeting shall be limited to that specified in the notice calling the General Meeting.

## **7.3 Notice**

### a) Annual General Meeting

Notice of the Annual General Meeting to be held in April each year, shall set out the agenda and the time and the place of the Meeting, and such notice shall be communicated to all Members. Notice shall be communicated using at least one of the following methods: Mass email, or depositing such notice in a post office or a public letter box in a postage paid sealed envelope addressed to each family of each member at the address as the same appears in the records of the association. Any notice or other documents so sent by 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.

### b) Additional General Meetings of the Membership

Notice of any Additional General Meetings of the Membership shall be communicated to all members.

### 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 approve and confirm any or all actions or proceedings taken at any such Meeting.

## **7.4 Quorum**

A quorum for an Annual General Meeting or General Meeting shall be 25 Members eligible to vote and present in person.

## **7.5 Voting Procedures**

- a) A majority of votes cast by Members entitled to vote, unless otherwise required by the Corporations Act or by the By-laws of the Association, 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; and,
- 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.

## **7.6 No Proxies**

Proxies will not be permitted. Members must be present in person at Additional General Meetings and Annual General Meetings of the Membership in order to exercise their voting rights in relation to matters coming before an Additional General Meeting or an Annual General Meeting of the Membership.

## **7.7 Adjournments**

Any Meeting of the Members of the Association 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.

## **7.8 Chair**

In the absence of the President and the 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 meeting shall not take place.

# **8. BOARD OF DIRECTORS**

## **8.1 Composition**

### (a) Eligibility

A Director:

- (i) shall be eighteen (18) or more years of age;
- (ii) shall not be an undischarged bankrupt;
- (iii) shall be a Member of the Association at the time of his or her election or appointment; and,
- (iv) shall remain a Member of the Association throughout his or her term of office.

### b) Number of Directors

The affairs of the Association shall be managed by a Board, which consists of eighteen (18) elected Directors and seven (7) appointed Directors and Immediate Past President. (ref 9.2)

### c) Term of Office

- i) 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.
- ii) The term of all Elected Directors shall commence on June 1st and expire on May 31st.

- d) Change in Number of Directors  
The Association may by special resolution increase or decrease the number of its Directors. Any change in the number of Directors shall be in compliance with prevailing Ontario laws and regulations.

## **9. PROCEDURE FOR ELECTION OF DIRECTORS**

### **9.1 Nominations**

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 or Appointment applications for the Board shall be available each year by January 31st. A Nomination Form or Appointment application must be completed by all nominees and two (2) nominators who are Members of the Association. Such completed Nomination forms and Appointment applications must be delivered to the TNT office prior to April 10th. The nominations will be posted on the association website.

- a) Nominations may be taken from the floor for a particular position only when there were no candidates submitted for election.
- b) Should a candidate be nominated, in accordance with 9.1, for a particular position and is unsuccessful in obtaining that position, they may be nominated from the floor for any other elected position

### **9.2 Board Positions**

The Board may consist of the following positions;

- a) Past President - (immediate)
- b) President - Elected – two (2) year term (even years)
- c) Vice Presidents (Two) - Elected – two (2) year term (odd years)
- d) Secretary – Elected – two (2) year term (odd years)
- e) Treasurer – Appointed- one (1) year term
- f) Technical Director – Appointed – one (1) year term
- g) Risk Management Director – Appointed – one (1) year term
- h) Ice Scheduler – Appointed – one (1) year term
- i) Referee-In-Chief – Appointed – one (1) year term
- j) Rep Convenor (AA) – Elected – one (1) year term
- k) Rep Convenor (AE) – Elected – one (1) year term
- l) Mite/Tyke Houseleague Convenor – Elected – one (1) year term
- m) Novice Houseleague Convenor – Elected – one (1) year term
- n) Atom Houseleague Convenor – Elected – one (1) year term
- o) Peewee Houseleague Convenor – Elected – one (1) year term
- p) Bantam Local League Convenor – Elected – one (1) year term
- q) Midget Local League Convenor – Elected – one (1) year term
- r) Tournament Director – Elected – one (1) year term
- s) Registrar – Appointed – one (1) year term
- t) Fundraising Director – Elected – one (1) year term
- u) Equipment Director – Elected – one (1) year term
- v) Timekeeping Directors – Elected – one (1) year term
- w) Sponsorship Director – Elected – one (1) year term
- x) Referee Assigner – Elected – one (1) year term
- y) Head Trainer – Appointed – one (1) year term

### **9.3 Election Procedures**

The Chair of the Nominations and Elections Committee shall post in all Association arenas a listing of all individuals who have been nominated for election to the Board on or before the 11th day of April in each year. Such listing shall identify what position each nominee is seeking election for.

### **9.4 Vacancies**

Any vacancy occurring on the Board may be filled only for the remainder of the current year of the vacated term by Resolution of the Directors then in office provided there is a quorum of Directors then in office. The Board shall invite applications from the Membership for appointment to the vacancy on the Board. The Board shall appoint a replacement Director within thirty (30) days after the Board position was vacated.

### **9.5 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 Association, by a resolution passed by at least 2/3 of the votes cast at a General 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.

#### **(c) Resignation**

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

## **10. BOARD RESPONSIBILITIES**

### **10.1 Governance**

The Board of Directors shall govern the Association in compliance with the objects, powers, by-laws and Policies of the Association, Rules of Operation and all applicable laws and regulations. The Board shall govern in accordance with this bylaw and compliant with Appendix A.

### **10.2 Board Meetings**

#### **(a) Regular Board Meetings**

Except as otherwise required by law, the Board may hold Meetings at such place or places as the President or, in his or her absence, the Vice-President, may from time to time determine. The Board shall meet not less than six (6) 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.

### **10.3 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 Association.
- (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.

### **10.4 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.

### **10.5 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.

### **10.6 Quorum**

A quorum for the transaction of business at meetings of the Board shall be not less than a majority of the Directors both elected and appointed.

### **10.7 Voting Rights**

Each Director, present at a Board Meeting, including the Chair, shall be entitled to one vote.

### **10.8 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.

The Secretary shall count the ballots. Should there be a conflict of interest, the Chair shall appoint three (3) Board members present to count the ballots.

#### **10.9 Remuneration**

Directors shall serve without remuneration and no Director shall indirectly or directly receive any remuneration, salary or profit from the position of Director or for any service rendered to the Association; provided that, the Board of Directors may establish Policies relating to the reimbursement of Directors for reasonable expenses incurred in the performance of their duties as Directors of the Association.

#### **10.10 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 Association shall make a full and fair declaration of the nature and extent of the interest at a Board Meeting.
- (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) After making such a declaration, no Director shall vote on such a contract or transaction or other matter, nor shall he or she be counted in the quorum in respect of such a contract or transaction or other matter.
- (d) 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 Association for any profit realized from the contract or transaction or other matter.
- (e) 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 Association for all profits realized, directly or indirectly, from such contract or transaction or other matter.

#### **10.11 Indemnification of Directors**

Every Director of the Association and his or her heirs, executors, administrators and estate and effects respectively shall from time to time be indemnified and saved harmless by the Association 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;
- (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 Association shall be indemnified by the Association 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; and,

- (c) the Association may purchase and maintain such insurance for the benefit of its Directors as the Board may from time to time determine.

#### **10.12 Confidentiality**

Every Director and Officer of the Association shall respect the confidentiality of matters brought before the Board for consideration in camera. A breach of confidentiality by a member of the Board both elected and or appointed may result in dismissal from the Board.

#### **10.13 Rules of Operation**

Notwithstanding any other provision contained in this By-law, the Board shall have the power to pass without any confirmation or ratification by the members of the Corporation all necessary rules and regulations as they deem expedient related in any way to the operations of the Corporation, including, without limitation, the conduct of its members, member teams and guests, provided such rules and regulations are not otherwise inconsistent with the letters patent of the Corporation or this By-law. Such prescribed rules and regulations shall have force and effect until the next AGM when they shall be confirmed. In the event of default of confirmation at such AGM the regulations shall, at and from that time, cease to have force and effect.

### **11. DIRECTORS & RESPONSIBILITIES OF OFFICERS**

#### **11.1 Elected/Appointed Directors/Officers**

- a) The Officers shall be the President, Past President, Vice-President (2), Treasurer and Secretary.
- b) The Elected Directors shall be the Mite/Tyke Houseleague Convenor, Novice Houseleague Convenor, Atom Houseleague Convenor, Peewee Houseleague Convenor, Bantam Local League Convenor, Midget Local League Convenor, AA Rep Convenor, AE Rep Convenor, Equipment Director, Timekeeper Director, Sponsorship Director, Tournament Director, Fundraising Director, Referee Assignor.
- c) The Appointed Directors shall be the Referee-in-Chief, Technical Director, Treasurer, Ice Scheduler, Risk Management Director, Registrar and Head Trainer and shall be appointed following the Annual General Meeting.

#### **11.2 Eligibility for Office**

- a) The President and Vice Presidents must have served on the Board for at least two of the past three terms immediately prior to election to either of these positions.
- b) The Association shall endeavour to appoint as Treasurer a Director who has employment experience and skills in accounting procedures.
- c) No two (2) members of the same, immediate family shall hold a position of

Officer of the association.

### 11.3 Term of Office

The Elected Officers shall hold Office for two (2) years. The President shall be up for election on even years. The Vice President and Secretary shall be up for election on odd years.

### 11.4 Termination of Officers and Directors

(a) Removal for Cause

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

(b) Resignation

A Director/Officer of the Association may resign his or her Office by submitting a letter of resignation to the President of the Association.

### 11.5 Vacancies in Office

If a vacancy occurs in any Office, or if for any reason an 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 Director/ 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.

### 11.6 Responsibilities of Officers/Directors and Appointed Positions

a) Past President

The Past President shall:

- i) be available to assist any Director requiring assistance in the completion of his or her function; and,
- ii) carry out other duties as assigned by the Board, Executive Committee or President.

b) President

The President shall:

- i) oversee all hockey operations for TNTMHA; and,
- ii) act as Chair of the Board, the Executive Committee, and at all meetings of the Membership; and,
- iii) exercise general supervision of the Association in accordance with Policies determined by the Board; and,
- iv) have the authority to assume the duties of any member of the Executive when such a member is unable to act; and,
- v) appoint sub-committees and shall be empowered to call meetings of these sub-committees at their discretion; and,
- vi) be one of the signing Officers of the Association; and,
- vii) represent the interests of the Association in its dealings with outside organizations, including but not limited to the Town of New Tecumseth, various departments of the Town of New Tecumseth, various governing bodies for minor hockey, other hockey Associations which TNTMHA may have dealings; and,

- viii) oversee the administrative directors Equipment Director, Timekeeper Director, Sponsorship Director, Tournament Director, Fundraising Director, Referee Assignor, Treasurer, Ice Scheduler, Registrar; and,
- ix) have signing authority on bank accounts for TNT MHA.

c) Vice Presidents – Rep and Houseleague/Local League

The Vice Presidents shall:

- i) either shall assume the duties of the President in the absence, for any reason, of the President on direction of the board; and,
- 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; and,
- iii) be available to assist any Director requiring assistance in the completion of his or her functions; and,
- iv) carry out duties as assigned by the Board, the Executive Committee or the President; and,
- v) may be a signing authority on bank accounts for TNT MHA; and,
- vi) oversee the positions of Technical Director, Referee-in-Chief, Head Trainer and Risk Management Director and the Rep Vice President shall also oversee the AA Convenor, the AE Convenor and all select teams; and the Houseleague/Local League Vice President shall also oversee all houseleague and local league convenors; and,
- vii) oversee all hockey operations for TNTMHA; and,
- viii) establish and monitor duties related to all TNTMHA convenors; and,
- ix) ensure compliance with all policies and procedures pursuant to TNTMHA, OMHA, OHF, Hockey Canada; and,
- x) represent and promote the interests of the Association in relation to any minor hockey associations or leagues; and,
- xi) provide each convenor with policies and procedures of the TNT MHA and the OMHA by way of a convenor's manual specific to their division.

d) 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 ensure that Association records are regularly and properly kept and all business in conducted in accordance with any applicable procedures established by the Board or by the Membership; and,
- ii) ensure the proper custody of the Association's corporate seal, corporate minutes and resolutions and other corporate records and documents; and,
- iii) recommend policy to the board regarding internal and external communications of the Association; and,
- iii) carry out duties as assigned by the Board, the Executive Committee or the President.

e) Treasurer

The Treasurer shall:

- i) present a monthly financial report at scheduled board meetings; and,
- ii) ensure the submission of the books of account to the Auditor of the Association at the end of the financial year; and,

- 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; and,
- iv) co-chair the Budget Committee; and,
- v) carry out duties assigned by the Board, the Executive Committee or the President; and,
- vi) signing authority on bank accounts for TNT MHA.

f) Technical Director shall in consultation with the Vice Presidents:

The Technical Director shall:

- i) establish and monitor duties relating to all TNTMHA convenors; and,
- ii) ensure compliance with all policies and procedures pursuant to TNTMHA, OMHA, OHF, Hockey Canada; and,
- iii) attend all Rep and HL/LL director's meetings as required; and,
- iv) attend all division coaches meetings; and,
- v) attend all pre-season and wrap-up meetings; and,
- vi) endeavour to recruit and train volunteers to perform functions required for technical development; and,
- vii) chair the Coaches Support Team; and,
- viii) liaise with the Vice President and Referee-in-Chief for purposes of establishing, implementing and evaluation on-ice and off-ice technical development programs; and,
- ix) carry out other duties as assigned by the Board, Executive Committee or President.

g) Risk Management Director

The Risk Management Director shall:

- i) implement and enforce all OMHA Risk Management Programs; and,
- ii) attend all Rep and HL/LL Director's meetings as required; and,
- iii) establish and maintain procedures with respect to clearance of all volunteers required to complete a police report; and,
- iv) carry out volunteer screening as per policy and guidelines; and,
- v) assist as requested with implementation of Risk Management Programs; and,
- vi) carry out duties as assigned by the Board, Executive Committee, or the President.

h) Ice Scheduler

The Ice Scheduler shall:

- i) assess the ice requirements for the Association and shall enter negotiation with the Town to meet these needs; and,
- ii) schedule the ice and times in as fair and equitable manner as is possible; and,
- iii) present a report regarding Ice Scheduling to the Board; and,
- iv) recommend policy to the Board regarding Ice Scheduling.

i) Referee-In-Chief

The Referee-In-Chief shall:

- i) have appropriate knowledge of OMHA, OHF and any other relevant rules and regulations; and,
- ii) attend Rep and HL/LL Directors meetings as required; and,

- iii) ensure there are enough referees in place to officiate all games; and,
- iv) liaise with the Vice Presidents and Budget Committee to estimate fees for the upcoming year; and,
- v) ensure refereeing complaints are addressed and solved in a timely fashion; and,
- vi) recruit, train, monitor and evaluate performance of referees; and,
- vii) schedule referees maintaining accurate records for payment; and,
- viii) carry out other duties as assigned by the Board, Executive Committee, or the President; and,
- ix) hold pre-season and pre-play-off meetings.

j & k) AA and AE Rep Convenors

The AA and AE Rep Convenors shall:

- i) endeavour to recruit and train volunteers to perform the functions to operate the Rep Hockey Program; and,
- ii) operate the Rep Hockey Program pursuant to the Policies of the Association; and,
- iii) monitor Policies relating to Rep Hockey operations provided such Policies shall be and remain consistent with all other Policies of the Association and approved by the Board; and,
- iv) represent and promote the interests of the Association in relation to any minor hockey associations or leagues; and,
- v) present a report regarding Rep Hockey operations to the Board; and,
- vi) attend rep try-outs; and,
- vii) hold regular rep coach meetings; and,
- viii) attend monthly York Simcoe Minor Hockey League meetings.

l&m) Mite/Tyke and Novice Houseleague Convenors

The Mite/Tyke and Novice Houseleague Convenors shall:

- i) endeavour to recruit and train volunteers to perform the functions required for the houseleague program for the Association; and,
- ii) operate and monitor the CHIP program pursuant to the Policies of the Association; and,
- iii) present a report regarding the CHIP program at each scheduled Board meeting and a full report to be given at the AGM; and,
- iv) recommend policy to the Board regarding CHIP program; and,
- v) provide each coach with a coach manual; and,
- vi) hold a pre-season meeting to discuss evaluations and draft procedures; and,
- vii) hold a draft and division meeting; and,
- viii) hold a pre play-off meeting; and,
- ix) hold a wrap-up meeting.

n&o) Atom and Peewee Houseleague Convenors

The Atom and Peewee Houseleague Convenors shall:

- i) endeavour to recruit and train volunteers to perform the functions required for the houseleague program for the Association; and,
- ii) ~~establish~~, operate and monitor the Atom and Peewee Houseleague Hockey programs pursuant to the Policies of the Association; and,

- iii) present a report regarding the Atom and Peewee Houseleague programs at each scheduled Board meeting and a full year report to be given at the AGM; and,
- iv) recommend policy to the Board regarding the Atom and Peewee houseleague program; and,
- v) provide each coach with a coach manual; and,
- vi) hold a pre-season meeting to discuss evaluations and draft procedures
- vii) hold a draft and league division meeting; and,
- viii) hold a pre play-off meeting; and,
- ix) hold a wrap up meeting.

p&q) Bantam and Midget Local League Convenors

The Bantam and Midget Local League Convenors shall:

- i) endeavour to recruit and train volunteers to perform the functions required for the Bantam and Midget Local League programs for the Association; and,
- ii) operate and monitor the Local league programs pursuant to the Policies of the Simcoe Region Minor Hockey League and the OMHA; and,
- iii) present a report regarding the Local League programs at each scheduled Board meeting and a full year report to be given at the AGM; and,
- iv) recommend policy to the Board regarding the Local League programs; and,
- v) attend all Simcoe Region Minor Hockey league meetings and give a report to the Board; and,
- vi) provide each coach with a coach manual; and,
- vii) hold a pre-season meeting to discuss evaluations and draft procedures; and,
- viii) hold a draft and division meeting; and,
- ix) hold a pre-play meeting; and,
- x) hold a wrap-up meeting.

r) Tournament Director

The Tournament Director shall:

- i) endeavour to recruit and train volunteers to perform functions required; and,
- ii) be responsible for coordinating all TNTMHA Tournament; and,
- iii) be responsible for updating the Executive Committee of all TNTMHA tournaments including a written financial statement at the end of all tournaments; and,
- iv) ensure all TNTMHA Tournaments are registered with the OMHA and receive OMHA approval.

s) Registrar

The Registrar shall:

- i) establish registration forms and procedures; and,
- ii) conduct registration for all applicants eligible to participate in TNTMHA ice hockey programs; and,
- iii) maintain a register or receipts regarding all registration fees received by the Association; and,

- iv) ensure that each registrant meets eligibility requirements for boundaries as stipulated by the OMHA and that all players, coaching staff and officials are rostered; and,
- v) maintain a current registration list of all players including mailing addresses, telephone numbers and parent/guardian name(s); and,
- vi) supply current registration information in a timely manner to all Convenors; and,
- vii) communicate any changes in registration immediately to Convenors or other individuals who are affected by such changes; and,
- viii) recommend policy to the Board regarding registration; and,
- ix) present a report regarding registration operations to the Board at monthly meetings and the membership at the AGM; and,
- x) carry out duties as assigned by the Board, the Executive Committee or the President.

t) Fundraising Director

The Fundraising Director shall:

- i) be responsible for all fundraising activities of the Association and securing appropriate approvals; and,
- ii) shall perform such duties as may be assigned from time to time by the Board; and,
- iii) approve individual team fundraising efforts and ensure that they are not in conflict with any Fundraising Committee efforts; and,
- iv) oversee separate bank account for Fundraising Committee; and,
- v) provide the Board with financial statements from time to time; and,
- vi) provide financial statements for review by the appointed Auditor.

u) Equipment Director

The Equipment Director shall:

- i) maintain an inventory of all equipment owned by the Association; and,
- ii) solicit bids and purchase hockey equipment as required; and,
- iii) maintain and repair all equipment owned by the Association; and,
- iv) submit to the Executive Committee and the Budget Committee each year an estimate of revenues and expenditures for the next fiscal year of the Association; and,
- v) present a report regarding purchasing and equipment to the Board; and,
- vi) recommend policy to the Board regarding purchasing and equipment.

v) Timekeeping Directors

The Timekeeping Directors shall:

- i) endeavour to recruit, hire and train persons for the position of timekeeper; and,
- ii) schedule timekeepers in accordance with games scheduled by the Ice Scheduler; and,
- iii) submit to the Treasurer in accordance with games scheduled by the ice scheduler; and,
- iv) shall perform duties as may be assigned from time to time by the Board.

w) Sponsorship Director

The Sponsorship Director shall:

- i) endeavour to recruit and train volunteers to perform functions required for sponsorship for the Association; and,

- ii) set up an accurate recording system covering income and disbursements relating to sponsorship for the Treasurer; and,
  - iii) actively pursue new sponsorship projects; and,
  - iv) manage and supervise current sponsorship endeavours; and,
  - v) submit to the Executive Committee and the Budget Committee an estimate of revenues and expenditures for the next fiscal year of the Association; and,
  - vi) present a report regarding sponsorship to the Board; and,
  - vii) recommend policy to the Board regarding sponsorship.
- x) Referee Assigner

The Referee Assigner Director shall:

- i) schedule Referees in accordance with games scheduled by the Ice Scheduler; and,
- ii) submit to the Treasurer in accordance with games scheduled; and,
- iii) shall perform duties as may be assigned from time to time by the Board.

y) Head Trainer

The Head Trainer shall:

- i) uphold and promote the goals and purposes of the Hockey Safety Program and the policies and procedures of HC, the OHF, the HDCO and OMHA for TNTMHA; and,
- ii) promote and maintain the Hockey Trainer Certification Program for all TNTMHA activities; and,
- iii) inform the Board and membership of all current and emerging hockey safety and risk management information, programs and activities; and,
- iv) provide leadership for trainers within TNTMHA, ensure they meet all requirements; and
- v) provide a report at the AGM;
- vi) ensure all injury reports are completely properly and promptly, obtain and direct such reports as required and follow up as required; and,
- vii) assist Vice Presidents in issues associated with safety; and,
- viii) comply with the requirements of this position as directed by the OMHA; and,
- ix) have at least Trainer Level 2 certification as well as current First Aid and CPR certifications.

## 12. COMMITTEES OF THE BOARD

### 12.1 Standing Committees\

The following committees may be Standing Committees of the Board:

- a) Elections Committee
- b) Appointment Committee
- c) Executive Committee
- d) Budget Committee
- e) Fundraising Committee
- f) By-Law & Rules of Operation Committee

### 12.2 Nothing in this by-law shall be construed to limit the ability of the Directors and Membership of the Association from abolishing or creating Standing Committees by

by-law or from establishing such ad hoc committees or subcommittees by Directors' Resolution as may be desired or required from time to time.

### **12.3 Elections Committee**

- a) The Elections Committee shall be chaired by the President should the Vice President position be up for election or the committee shall be chaired by the Vice President should the President position be up for election. The committee shall consist of the Past President, together with two (2) other individuals, to be recommended by the President or Vice President and approved by the Board. Should there be no Past President, the President or Vice President shall recommend a third individual to serve on the committee.
- b) The Elections Committee shall:
  - i) be responsible at the Annual General Meeting for conducting the election of Directors in accordance with the provisions contained in this By-Law; and,
  - ii) present a report regarding the results of the nominations and elections at the Annual General Meeting to the membership in attendance and a written report of results to the Board.

### **12.4 The Appointment Committee**

- a) The Appointment Committee shall be chaired by the President and shall consist of the Vice President, Secretary and one (1) Elected Director and one (1) other individual recommended by the President and approved by the Board. The individual shall be selected based on their particular expertise as it pertains to each appointment and shall not necessarily be the same individual for each appointment.
- b) The Appointment Committee shall:
  - i) accept applications and conduct interviews for each appointed position; and,
  - ii) verify resumes; and,
  - iii) present recommendations to Board for approval.

### **12.5 Executive Committee**

- a) The Executive Committee shall be chaired by the President, and shall consist of the Vice-President, Risk Management Director, Technical Director, and any Officer or Director that an issue may directly pertain to and a member of the TNTMHA. The Committee shall be Chaired by the President and Co-Chaired by the Vice-President. It shall be responsible for the day-to-day management of the affairs of the Association, including monitoring of all Committees to ensure all Policies of the Association are being complied with.
- b) The Executive Committee shall:
  - i) during the intervals between 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; **and,**
  - ii) review recommendations and proposals prior to such recommendations or proposals being submitted to the Board for resolution; **and,**

- iii) present a general report regarding the activities of the Executive Committee to the Board; and,
- iv) recommend policy to the Board regarding the management and administrative issues related to the Association; and,
- v) deal with any matters assigned to it by the Board or by the President; and,
- vi) select ad-hoc committees as required; and,
- vii) appoint Coaches Support Team; and,
- viii) appoint Coaches Selection Committee; and,
- ix) recommend policy to the Board for any paid position(s) as required by the Association; and,
- x) yearly review of the duties and remuneration of such paid position(s) and takes any proposed changes to the Executive for approval.

## **12.6 Budget Committee**

- a) The Budget Committee shall be Co-Chaired by the Treasurer and the President and shall consist of Vice President, Secretary, Technical Director, Fundraising Director, Sponsorship Director.
- b) The Budget Committee shall:
  - i) prepare a budget for the Association for the next fiscal year for submission to the Board for approval; and,
  - ii) liaise with all Committees of the Board to receive estimates of revenues and expenditures for the next fiscal year of the Association for purposes of preparing the budget; and,
  - iii) finalize schedule of budget submissions from all committees on an annual basis; and,
  - iv) recommend policy to the Board regarding financial budgeting and planning; and,
  - v) recommend registration rates for the upcoming season to be approved by the Board.

## **12.7 Fundraising Committee**

The Fundraising Committee shall:

- i) recommend, supervise and organize fundraising activities of the Association as may be approved by the Board from time to time; and,
- ii) endeavour to recruit volunteers to assist in the functions of this committee.

The Fundraising Director shall sit on the Budget Committee and report to the Co-Chairs. The President shall Co-Chair this Committee with the Fundraising Director.

## **12.8 By-Law & Rules of Operation Committee**

- a) The By-Laws & Rules of Operation Committee shall consist of The President, Vice President, Secretary, Treasurer, one (1) Director.
- b) The By-Law & Rules of Operation Committee shall:
  - i) review from time to time the By-Laws & Playing Rules of the Association and of the OMHA; and,
  - ii) recommend to the Board such amendments as are required to the By-Laws & or the Rules of Operation; and,
  - iii) advise the Board and the members of the Association from time to time of changes or amendments to the By-Laws & Rules of Operation and

Playing Rules of the Association and of the OMHA in accordance with Section 18.

## **12.9 Standing Committee Procedure**

- (a) All Standing Committees shall comply with all bylaws, guidelines, Policies and procedures of the Association as determined by the Board of Directors or the Membership of the Association, from time to time, and also shall comply with all requirements of the OMHA, the OHF, the CHA, and, if applicable, any other hockey organizations with which Association teams are participating.
- (b) Meetings:  
Each Standing Committee shall meet at the call of the Chair but shall meet not less than two (2) times per year.
- (c) Notice:  
Notice of all Meetings of Standing Committees shall be communicated to all Members of the standing committee at least seven (7) days prior to the Meeting, except that such notice may be waived by consent of all Members of the Standing Committee.
- (d) Quorum:  
A quorum for a Standing Committee shall be a majority of the Members of the Standing Committee.
- (e) Voting Rights:  
Each Member of a standing committee present at a Meeting shall be entitled to one vote.
- (f) Minutes:  
Standing Committees shall maintain and keep minutes of their Meetings and shall report to the Board at regular intervals and at any other time upon request by the Board.
- (g) Annual Report:  
Each Standing Committee shall prepare an Annual Report of the matters for which it is responsible to be presented to the Membership at the Annual General Meeting of the Association.

## **12.10 Sub-Committees and Ad Hoc Committees**

The Standing Committee procedure also shall govern the procedure of all sub-committees and ad hoc committees of the Association.

## **13. EXECUTION OF DOCUMENTS**

### **13.1 Execution of Documents**

The Board may from time to time appoint any Officer or Officers or any person or persons on behalf of the Association, either to sign documents generally or to sign specific documents. The corporate seal of the Association, when required, shall be affixed to documents executed in accordance with the foregoing.

### **13.2 Books and Records**

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

## **14. FINANCIAL YEAR**

**14.1** The financial year of the Association shall terminate on the 31st day of May 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 Association, 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 Association, to have the authority to set out in the resolution, including, unless otherwise restricted, the power to:

- (a) operate the accounts of the Association 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 Association;
- (d) authorize any officer of the bank or trust company to do any act or thing on behalf of the Association to facilitate the business of the Association.

### **15.2 Deposit of Securities**

The securities of the Association 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 Association signed by such officer or officers, agent or agents of the Association, 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. BORROWING BY THE ASSOCIATION**

### **16.1 Borrowing Power**

Subject to the limitations set out in the Letters Patent, Supplementary Letters Patent, By-laws or Policies of the Association, the Board, subject to a maximum of \$5000, may by Resolution authorize the Association to:

- (a) borrow money on the credit of the Association;
- (b) issue, sell or pledge securities of the Association; or
- (c) charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Association, including book debts, rights, powers, franchises and undertakings, to secure any securities or any money borrowed, or other debt, or any other obligation or liability of the Association.

### **16.2 Borrowing Resolution:**

From time to time, the Board may authorize any Director or Officer of the Association or any other person to make arrangements with reference to the monies so borrowed or to be borrowed and as to the terms and conditions of any loan, and as to the security to be

given therefore, with power to vary or modify such arrangements, terms and conditions, and to give such additional security as the Board may authorize, and generally to manage, transact and settle the borrowing of money by the Association.

## **17. NOTICE**

### **17.1 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.

### **17.2 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 Association 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 Association may at any time waive notice of any Meeting and may ratify and approve any or all proceedings taken thereat.

### **17.3 Method of Giving Notice**

Whenever under the provisions of this By-law of the Association, notice is required to be given, such notice shall be communicated using at least one of the following methods: Mass email, or depositing such notice in a post office or a public letter box in a postage paid sealed envelope addressed to each family of each member at the address as the same appears in the records of the association. Any notice or other documents so sent by 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 Association.

## **18. PASSING AND AMENDING BY-LAWS**

**18.1** The Board and a member in good standing may recommend amendments to the By-laws of the Association from time to time, to the Membership.

**18.2** If the Board intends to discuss amendment of the By-laws of the Association at a Board Meeting, 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 By-laws may nevertheless be moved at the Meeting and discussion and voting thereon adjourned to the next Meeting for which written notice of intention to pass or amend such By-laws shall be given.

**18.3** (a) A By-law or an amendment to a By-law recommended by the Board shall be presented for adoption at the next Annual General Meeting of the Members of the Association. The notice of such Annual General Meeting shall refer to, describe and explain the By-law or amendment(s) to the By-law to be presented at the Meeting of the Members.

(b) A motion to amend the By-laws recommended by the Board or proposed by a Member 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 By-law or amended By-law as presented or amend or reject the proposed By-law or amended By-Law.
- (d) any Amendment to the By-laws by a member must be in writing, signed by a member in good standing and received by the Secretary of the Association 30 days prior to the Annual General Meeting.
- (e) all members in good standing shall have access to any proposed amendments to the By-Laws seven (7) days prior to the Annual General Meeting at a place as stated in the original meeting notice.
- f) By-Laws shall be posted on the TNT website for all members

## **19. REPEAL OF PRIOR BY-LAWS**

### **19.1 Repeal**

All prior By-laws of the Association, including the document entitled the "Constitution" of the Association are hereby repealed.

### **19.2 Proviso:**

The repeal of all prior By-laws of the Association shall not impair in any way the validity of any act or thing done pursuant to any such repealed by-law.

## **20. RULES OF PROCEDURE**

- 20.1** 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 Association 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 Association.

## **21. EFFECTIVE DATE**

- 21.1** This By-law shall come into force without further formality upon its enactment after approval by the Members of the Association as hereinbefore set out.

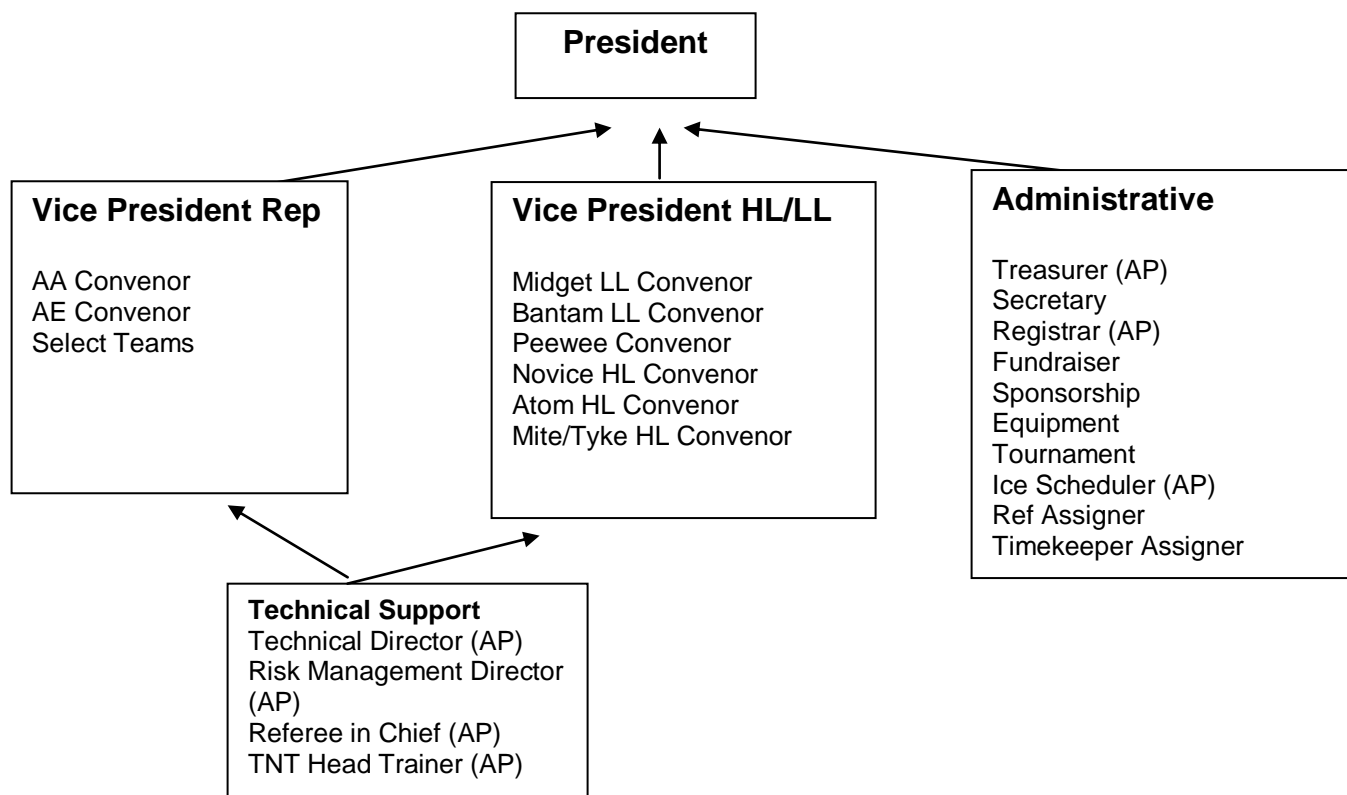
The foregoing By-law No. 1 is hereby enacted, ratified, sanctioned, confirmed and approved without variation by the affirmative vote of the Members of the Association at a General Meeting of the Members of the Association duly called and held at The Red Pine Motor Inn in the Town of Alliston, Ontario, and at which a quorum was present on the 21st day of March , 2007.

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Chair

## APPENDIX A

### TNT TORNADOS BOARD STRUCTURE



- 2007 Bylaw - 17 elected positions and 6 appointed positions
- 2009 Bylaw - 18 elected positions and 5 appointed positions
- 2010 Bylaw - 18 elected positions and 7 appointed positions
  
- Each director group meets monthly with the board as a whole meeting bi-monthly
- Technical Support group meets with director groups as required