



Constitution/Articles of Incorporation

For

Carleton Place Girls Hockey Association

Version 5.0

September 2024



Amendment History:

Version	Date	Description
1.0	May 18, 2022	Motion to Amend 3.04 and allowing Proxy voting. Approved by all members
2.0	May 22, 2024	Motion to amend Article 4.1.2 Change of title of Director from Fundamental and House Director to House Director. Approved by all members.
3.0	May 22, 2024	Motion to amend Article 4.1.2 Change of title of Coach Mentor to Coach Representative Approved by all members.
4.0	May 22, 2024	Motion to amend Constitution wording to our governing body OWHA, . Current reads as ODMHA. Approved by All members .
5.0	September 10, 2024	<p>The entire Constitution has been overhauled to ensure alignment with the Ontario Not-for-Profit Corporations Act (ONCA). The notable additions and changes are listed below:</p> <ol style="list-style-type: none"> 1. Updated Article 1 to include affiliation. 2. Updated Article 3 to include general membership details. 3. Renamed Article 4 to "Organization," now including dissolution, association property, and governing rules. 4. Incorporated previous Articles 5 through 11 into the new document either as By-Laws or Policies. 5. Added a new By-Laws section. 6. Added Rules and Regulations in Annex A. 7. Moved By-Laws 1, 2, 3, 4c, 4d, 5, 6, 7, and 11 to Annex A. 8. Removed By-Laws 4a and 4b as they are now captured in Section 8. 9. Moved By-Laws 8 and 10 to Section 8. 10. Moved By-Law 12 to Section 9. 11. Introduced new By-Law 4e. 12. Removed By-Law 9 as it was for information only. 13. Updated and added Duties of Executive Officers to Schedule A.

ARTICLE 1: IDENTITY NAME AND AFFILIATION

- 1.1 The organization shall be known as the Carleton Place Girls Hockey Association, hereinafter referred to as “CPGHA” or the Association.
- 1.2 CPGHA is a member of the Eastern Division of the Ontario Women's Hockey Association (OWHA), which reports to Hockey Canada, the governing body of amateur hockey in Canada.
- 1.3 The Association shall have jurisdiction to govern all girls minor hockey within its association as approved by OWHA.
- 1.4 Head Office – 75 Neelin St, Carleton Place, ON, K7C 2V8

ARTICLE 2: OBJECTIVE

- 2.1 The objectives of CPGHA are to foster, improve and perpetuate the sport of girls hockey; to encourage sportsmanship and fair play among its members; to exercise a general supervision and direction over its players, team and game officials and executive officers with emphasis on the enhancement of healthy recreation, good sportsmanship and citizenship; and to provide equal opportunity for all eligible players within the prescribed Association to participate in the sport.

ARTICLE 3: MEMBERSHIP

3.1 General

- 3.1.1 Wherever used in this document the word “member” shall be deemed to include, where the context permits, any team or individual registered with CPGHA or participating in games or activities of any kind sponsored by or organized by the CPGHA; “individual” shall include, where the context permits, any person, player, coach, manager or official affiliated with or associated with, in any game or activity sponsored or organized by CPGHA.
- 3.1.2 Membership in the CPGHA is voluntary, but application for or acceptance of membership entails acceptance by the binding authority of all the rulings and decisions of the Executive and acceptance of the governing authority of the CPGHA, subject to properly conducted protests and appeals provided for by the Bylaws.

3.2 Members

- 3.2.1 Individuals shall become members of the CPGHA upon registration and full payment of fees if applicable or upon their endorsement as an Honorary Member.

3.3 General Members (voting)

- 3.3.1 General Members are defined as, the Directors, Officers, Team Officials, Life Members, and the registered participant who has reached the age of majority as defined by the Province of Ontario and who reside within the CPGHA boundaries and who have paid their registration fees. Where the participant has not reached the age of majority in Ontario, a parent or guardian of the participant is considered as the general member.

ARTICLE 4: ORGANIZATION

4.1 Structure

- 4.1.1 The CPGHA Executive is composed of CPGHA members elected during the Annual General Meeting (AGM), constituting Directors and Officers collectively referred to as the "Executive" or "Board." Directors within the Executive hold voting privileges during both general meetings and special meetings, enabling them to actively contribute to decision-making processes and initiatives. This structure ensures that the Board, consisting of elected Directors and Officers, plays a crucial role in the governance and decision-making activities of the CPGHA.

- 4.1.2 The board will comprise a minimum of 7 Directors.

- President
- Vice President
- Treasurer
- Secretary
- Competitive Director
- House Director
- High Performance Director
- Director of Discipline and Risk Management
- Special Events and Communication Coordinator
- Registrar
- Equipment Manager
- Coach Representative
- Director of Player and Goalie Development
- Senior Representative

- 4.1.3 Current Board of Directors (September 1/2024)

President - Keith Wigney

Vice President - Vacant

Treasurer - Nicole Oesterle
Secretary - Beverly Nicholson
Competitive Director - Jennifer Wright
House Director - Brandy Mallinson
High Performance Director - Stuart Robinson
Director of Discipline and Risk Management - Dan Cole
Special Events and Communication Coordinator - Kristyn Hesse
Registrar - Brandy Mallinson
Equipment Manager - Mike Soper
Coach Representative - Steve Gaines
Director of Player and Goalie Development - Stuart Robinson
Senior Representative - Paislee Puckett

4.1.4 Officers:

- Ice Scheduler
- Webmaster
- Referee in Chief
- Past President

4.1.5 Current Officer (September 1/2024)

Ice Scheduler - Ken Proulx
Webmaster - Ken Proulx
Referee in Chief - Vacant
Past President - Crystal Devlin

4.2 Dissolution

- 4.2.1 If the Association were to be dissolved for any reason, any disbursement of the assets of the Association will be decided on by a vote of the membership at a meeting called for that purpose.
- 4.2.2 A majority vote is required of the votes cast to dissolve the Association.

4.3 Association Property

- 4.3.1 All information and equipment obtained on behalf of the Association is the sole property of the Association and must be returned to the President upon termination or vacancy of office.

Standard Organizational by-law

Section 1 – General

1.01 Definitions

In this by-law and all other by-laws of the Corporation, unless the context otherwise requires:

- a. "Act" means the *Not-for-Profit Corporations Act, 2010* (Ontario) and, where the context requires, includes the regulations made under it, as amended or re-enacted from time to time;
- b. "Board" means the board of directors of the Corporation;
- c. "By-laws" means this by-law (including the schedules to this by-law) and all other by-laws of the Corporation as amended and which are, from time to time, in force and effect;
- d. "Chair" denotes the individual serving as both the chair of the Board and the president of CPGHA;
- e. "Corporation" means the corporation that has passed these by-laws under the *Act* or that is deemed to have passed these by-laws under the *Act*;
- f. "Director" means an individual occupying the position of director of the Corporation by whatever name he or she is called;
- g. "Member" means a member of the Corporation;
- h. "Members" means the collective membership of the Corporation; and
- i. "Officer" means an officer of the Corporation.

1.02 Interpretation

Other than as specified in Section 1.01, all terms contained in this By-law that are defined in the *Act* shall have the meanings given to such terms in the *Act*. Words importing the singular include the plural and vice versa, and words importing one gender include all genders.

1.03 Severability and Precedence

The invalidity or unenforceability of any provision of this By-law shall not affect the validity or enforceability of the remaining provisions of this By-law. If any of the provisions contained in the By-laws are inconsistent with those contained in the articles or the *Act*, the provisions contained in the articles or the *Act*, as the case may be, shall prevail.

1.04 Seal

The seal of the Corporation, if any, shall be in the form determined by the Board.**1.05 Execution of Documents**

Deeds, transfers, assignments, contracts, obligations and other instruments in writing requiring execution by the Corporation may be signed by any two of its Officers or Directors. In addition, the Board may from time to time direct the manner in which and the person by whom a particular document or type of document shall be executed. Any person authorized to sign any document may affix the corporate seal, if any, to the document. Any Director or Officer may certify a copy of any instrument, resolution, By-law or other document of the Corporation to be a true copy thereof.

Section 2 - Directors

2.01 Election and Term

1. The Directors shall be elected by the Members at the first meeting of Members and at each succeeding annual meeting. The expected duration in office for each executive member shall be two (2) years and shall not normally exceed three (3) years.
2. The Past President, at the discretion of the board, can also be a member of the Executive during the time that his/her successor holds office.
3. The Executive shall decide by majority vote, who among them shall, in the absence of the President, substitute for the President and assume all the duties and responsibilities of the position. The Vice President shall assume the duties and responsibilities of the President until the board appoints a new President.

2.02 Director Vacancies

The office of a Director shall be vacated immediately:

1. If the Director resigns office by written notice to the Corporation, which resignation shall be effective at the time it is received by the Corporation or at the time specified in the notice, whichever is later;
2. If the Director dies or becomes bankrupt;
3. If the Director is found to be incapable by a court or incapable of managing property under Ontario law; or
4. If, at a meeting of the Members, the Members by ordinary resolution removes the Director before the expiration of the Director's term of office.

2.021 Officer Vacancies

1. If the Officer resigns office by written notice to the Corporation, which resignation shall be effective at the time it is received by the Corporation or at the time specified in the notice, whichever is later;
2. If the Officer dies;
3. If, at a meeting of the Members, the Members by ordinary resolution removes the Officer before the expiration of the Officer's term of office.

2.03 Filling Vacancies

A vacancy on the Board shall be filled as follows, and the Director appointed or elected to fill the vacancy holds office for the remainder of the unexpired term of the Director's predecessor:

1. If the vacancy occurs as a result of the Members removing a Director or Officer, the Members may fill the vacancy by an ordinary resolution;
2. If there is not a quorum of Directors or there has been a failure to elect the number or minimum number of Directors set out in the articles, the Directors in office shall, without delay, call a special meeting of Members to fill the vacancy and, if they fail to call such a meeting or if there are no Directors in office, the meeting may be called by any Member; and
3. A quorum of Directors may fill a vacancy among the Directors and Officers.

2.04 Committees

Committees may be established by the Board as follows:

1. The Board may appoint from their number a managing Director or a committee of Directors and may delegate to the managing Director or committee any of the powers of the Directors except those powers set out in the *Act* that are not permitted to be delegated; and
2. Subject to the limitations on delegation set out in the *Act*, the Board may establish any committee it determines necessary for the execution of the Board's responsibilities. The Board shall determine the composition and terms of reference for any such committee. The Board may dissolve any committee by resolution at any time.

2.05 Remuneration of Directors

The Directors shall serve as such without remuneration and no Director shall directly or indirectly receive any profit from occupying the position of Director; subject to the following:

1. Directors may be reimbursed for reasonable expenses they incur in the performance of their Directors' duties;
2. Directors may be paid remuneration and reimbursed for expenses incurred in connection with services they provide to the Corporation in their capacity other than as Directors, provided that the amount of any such remuneration or reimbursement is:
 - i. considered reasonable by the Board;
 - ii. approved by the Board for payment by resolution passed before such payment is made; and
 - iii. in compliance with the conflict of interest provisions of the *Act*; and
3. Notwithstanding the foregoing, no Director shall be entitled to any remuneration for services as a Director or in other capacity if the Corporation is a charitable corporation, unless the provisions of the *Act* and the law applicable to charitable corporations are complied with, including Ontario [Regulation 4/01](#) made under the *Charities Accounting Act*.

Section 3 - Board Meetings

3.01 Calling of Meetings

1. The President may call additional meetings of the Executive at any time they deem it necessary, provided that sufficient notice (7 days) of the meeting is provided to all Executive members.
2. The President shall call a Special Meeting of the Executive within seven (7) days of receiving a request to do so from three (3) or more members of the Executive. The President of the Association or, in the President's absence Vice President, or Secretary shall chair meetings of the Executive.
3. A quorum will be declared for a meeting of the Executive if six (6) of the Executive members are present. The Council cannot receive motions or make decisions requiring a vote without a majority. The majority being defined as fifty (50) % +1 of voting members in attendance. Any motions being brought forward must be on the agenda prior to the meeting.
4. Agenda items must be distributed five (5) days prior to the meeting.
5. Attendance at meetings of the Executive is restricted to members of the Executive. Individuals may be invited to the meeting by one or more Council member(s) with the permission of the President.

3.02 Regular Meetings

The Executive will meet monthly at a place as decided by the President of the Association. The meeting may take place virtually, via telephone or in person.

3.03 Chair

The President shall preside at Board meetings. In the absence of the President, the Vice President shall chair the meetings. The Directors shall choose one of their members to act as chair in the event both the President and Vice President are unable to attend.

3.04 Voting

1. Each Director has one vote, no proxy votes allowed.
2. Questions arising at any Board meeting shall be decided by a majority of votes. Voting on issues raised at meetings of the Executive will be carried out in the following manner:
3. A motion must be made to implement a decision or take a specific action.
4. A member, other than the person making the motion, must second the motion.
5. Motions can be made by any member of the Executive.
6. There will be a discussion prior to a vote, during which time each Council member will have the opportunity to express an opinion on the issue. At any time during the discussion of a duly seconded motion, the motion can be amended or tabled for disposition at a later meeting, by a motion, a second, and a majority vote of Executive members present.
7. The method of voting at any regular CPGHA meeting shall be by a show of hands, unless it is decided by one-third (1/3) of the voting members present at any such meeting that the method of voting shall be by ballot.
8. The President cannot vote except to break a tie.

3.05 Participation by Telephonic or Electronic Means

Subject to the provisions of the articles, if any, a meeting of Directors may be held entirely by one or more telephonic or electronic means or by any combination of in-person attendance and by one or more telephonic or electronic means, provided that all persons attending the meeting are able to communicate with each other simultaneously and instantaneously. A person who, through telephonic or electronic means, attends a meeting of Directors is deemed for the purposes of the Act to be present at the meeting.

Section 4 – Financial

4.01 Banking

The Board shall by resolution from time to time designate the bank in which the money, bonds or other securities of the Corporation shall be placed for safekeeping.

4.02 Investments

The Board of Directors is empowered to invest the Organization's funds as outlined in this bylaw and in adherence to Ontario's nonprofit investment regulations. Permitted investments include low-risk options such as government and provincial bonds, certificates of deposit, money market funds, and high-quality corporate and municipal bonds within Ontario. Speculative or high-risk investments like derivatives, hedge funds, and cryptocurrencies are prohibited.

4.03 Financial Year

The financial year of the Corporation ends on the 30th day of April of each year.

Section 5 – Duties

5.01 Duties

1. The duties of the Directors and Officers are described in Schedule A and such other duties as may be required by law or as the Board may determine from time to time.
2. Provided they meet the necessary qualifications, members of the Executive can volunteer and serve as coaches, trainers, managers, or team treasurers for CPGHA.

Section 6 - Protection of Directors and Others

6.01 Protection of Directors and Officers

No Director, Officer or committee member of the Corporation is liable for the acts, neglects or defaults of any other Director, Officer, committee member or employee of the Corporation or for joining in any

receipt or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by resolution of the Board or for or on behalf of the Corporation or for the insufficiency or deficiency of any security in or upon which any of the money of or belonging to the Corporation shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or Corporation with whom or which any moneys, securities or effects shall be lodged or deposited or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of his or her respective office or trust provided that they have:

1. complied with the *Act* and the Corporation's articles and By-laws; and
2. exercised their powers and discharged their duties in accordance with the *Act*.

Section 7 - Conflict of Interest

7.01 Conflict of Interest

1. Executive members are required to notify the Executive of situations where a conflict of interest might exist in the execution of duties related to the Association. This includes, but is not limited to, potential financial gain or personal involvement to an extent that judgment could be influenced. The Executive shall decide whether the member should be excluded from discussion and/or voting.
2. At regular Executive and Committee meetings, members must declare the conflict or potential conflict to other members and remove themselves from the meeting room until the business concerning this conflict has been concluded.
3. Declared conflicts must be recorded in the minutes of each meeting.

Section 8 - Members

8.01 Members

Membership in the Corporation shall consist of persons interested in furthering the Corporation's purposes and who have been accepted into membership in the Corporation by resolution of the Board.

8.02 Membership

A membership in the Corporation is not transferable and automatically terminates if the Member resigns or such membership is otherwise terminated in accordance with the *Act*.

8.03 Disciplinary Act or Termination of Membership for Cause

1. Upon 15 days' written notice to a Member, the Board may pass a resolution authorizing disciplinary action or the termination of membership for violating any provision of the articles or By-laws.
2. The notice shall set out the reasons for the disciplinary action or termination of membership. The Member receiving the notice shall be entitled to give the Board a written submission opposing the disciplinary action or termination not less than 5 days before the end of the 15-day period. The Board shall consider the written submission of the Member before making a final decision regarding disciplinary action or termination of membership.

8.04 Code of Conduct

1. This Code of Conduct identifies the standard of behaviour that is expected of all CPGHA members which includes players, coaches, parents, volunteers and the executive.
2. The CPGHA is committed to providing and maintaining a minor hockey environment where all individuals are treated with respect. Appendix 'A' identifies specific guidelines for the behaviour of Parents, Players, and Coaches in their respective Code of Conduct.
3. It is the Executive's unwavering expectation that ALL members of the CPGHA will conduct themselves in a dignified and respectful manner at all times.
4. Players will at no time allow individuals who may request sexual favours, or use threats of reprisal for rejection, to go unreported.
5. The CPGHA Executive may reprimand or suspend any member, team official, team, individual, player, parent, guardian or spectator under the CPGHA jurisdiction, for any conduct, individual or collective, on ice or off, that in the opinion of the Executive is either:
6. Contrary to the principles of the Code of Discipline set out by the Hockey Canada and OWHA;
7. A serious or continuing infraction of the playing rules, or the Constitutions, By-Laws, Duties, Rules and Regulations of the CPGHA, OWHA, Hockey Canada or any other affiliated minor hockey organization or association; or
8. Detrimental to the interests of, or a discredit to the CPGHA and its members.
9. During the course of all CPGHA activities and events, members of the CPGHA shall conduct themselves in a fair and responsible manner. They shall refrain from comments or actions that are disrespectful, offensive, abusive, racist, or sexist. Behaviour that constitutes harassment or abuse (as defined by Canadian hockey governing bodies) will not be tolerated by the CPGHA.
10. Members shall avoid behaviour that brings the CPGHA or the sport of hockey into disrepute, including, but not limited to, abusive use of alcohol and non-medicinal use of drugs, and behavior that endangers the safety of others. Failure to comply with this Code of Conduct may result in disciplinary action.

8.05 Executive Authority

1. The Executive and/or Standing Committees of the Association shall render all decisions on behalf of the Association that are delegated by the By-laws and that do not require a vote of the membership.
2. They shall be authorized to deal with any emergency requiring immediate resolution.
3. Committee decisions may be appealed to the Executive within 48 hours of the decision rendering, notification to be made to the President and Committee Chairperson.

4. The Executive has the power to appoint sub-committees from its membership or otherwise employ individuals for the handling of special or specified business.
5. The Executive has the power to regulate the nature of recording financial transactions and to supervise the collection of fees and funds of the Association and the expenditure of monies.
6. Executive members in consultation with the President, Vice President, and Director of Discipline and Risk Management have the authority to suspend a player from hockey activities regarding disciplinary reasons for no more than one meaningful game. Whenever this discipline is applied, Discipline and Risk will apply the suspension.
7. The President, with the support of at least 2 Executive members, has the authority to suspend players, coaches, assistant coaches, trainers, managers, and parents from hockey affairs. This may include game suspensions and time suspensions. The President also has the authority to call an CPGHA hearing in matters that are not conclusive.
8. The Executive members of CPGHA have the authority to enforce the CPGHA Code of Conduct and OWHA rules at all OWHA sanctioned events that involve teams from CPGHA. They have the right to warn and remove CPGHA members from the arena stands if their conduct is deemed detrimental to the game. A warning shall be issued before any action is taken. If action is taken, a third party shall always be present to witness the instructions given and actions taken. Spectators cannot be asked to leave the lobby area. A disciplinary hearing may be called to rule in these matters if further sanctions are warranted.
9. A time suspension shall not exceed 7 days for members waiting for an CPGHA hearing panel to rule regarding an incident.
10. The following describes the scope of a suspension:
 - a. CPGHA Game suspensions: the player, or staff member cannot participate in bench activities during a league or tournament game.
 - b. CPGHA Time suspensions: the player, staff member, or parent may not participate in any hockey related activities, including dressing room, bench, and on/off ice activities for a specified period including all games and practices during this time.

Section 9 - Members' Meetings

9.01 Annual Meeting

The annual meeting shall be held on a day and at a place within Ontario fixed by the Board. Any Member, upon request, shall be provided, not less than five business days or other number of days that may be further prescribed in regulations before the annual meeting, with a copy of the approved financial statements, auditor's report or review engagement report and other financial information required by the By-laws or articles.

1. The President of the Association will chair the Annual General Meeting. If the President is unable to chair the meeting or is absent, the Vice President will chair the meeting.
2. The Annual General Meeting shall be held after the end of the current hockey season and can not exceed June 30th of each hockey season. The exact time and place of the AGM is to be decided by the Executive. AGM date can not exceed June 30th of that year.
3. A notice to members must be advertised to the members by publishing it on the Association's website or by posting it at all arenas within the Association's boundaries or by publishing it in the local newspaper thirty days prior to the scheduled Annual General Meeting. The notice shall

list the time and place, positions that are open for election and the order of business. Within five days of the AGM the notices shall be amended to contain any proposals for Constitutional Amendments.

4. The Annual General Meeting will be open to all members of the Association and to other individuals invited by the Board. The presence in person of a least twenty (20) members shall be necessary to constitute a quorum at General Meetings.
5. Any protest or appeal arising from an election or voting procedure at a General Meeting shall be made in writing to any Executive Officer who shall forward it to the President for immediate review. The President shall appoint an ad hoc committee of at least three (3) impartial and independent CPGHA members to hear and finally decide such protest or appeal. The Review Committee shall make their decision known to the President without undue delay.
 1. The order of business at the Annual General Meeting shall be:
 1. Calling the meeting to order
 2. Reading of minutes of previous Annual General Meeting
 3. President's report
 4. Vice Presidents report
 5. Committee reports
 6. Treasurer's report
 7. Questions from the membership
 8. New business, resolutions or matters that may properly be brought before the meeting
 9. Presentation of slate of nominees
 10. Call for nominations from the floor
 11. Elections of Officers
 12. Adjournment

9.02 Elections

The President shall appoint a member of the Association to chair the election. This individual cannot cast a vote except to break a tie. The election chair will be responsible for resolving any disputes that arise during the nominating and voting process.

1. Voting will proceed one position at a time in the following order, assuming that the position is up for election in a given year:
 1. President
 2. Vice President
 3. Treasurer
 4. Secretary
 5. Competitive Director
 6. House Director
 7. High Performance Director
 8. Director of Discipline and Risk Management
 9. Special Events and Communication Coordinator
 10. Registrar
 11. Equipment Manager
 12. Director of Player and Goalie Development

13. Senior Representative

2. Candidates may be nominated for more than one position on the Executive but can be elected to only one position.
3. To be eligible for nomination to the position of President, a member must have served as an elected member of the Executive for at least 2 years and must have a child actively playing in the association. A nomination for President to someone who does not have a child actively playing in the association, must be approved by a $\frac{2}{3}$ majority vote of the current executive. Each Presidential candidate for election shall be nominated in writing by a member and such nomination shall be delivered to the Secretary at least fourteen (14) days prior to the Annual General Meeting. To be considered the nominee must consent to stand for election (verbally or in writing), and a voting member must second the nomination at least fourteen (14) days prior to the Annual General Meeting.
4. Any voting member of the Association may nominate an individual to a position on the Executive. Each candidate for election may be nominated in writing by a member and such nomination shall be delivered to the Secretary at least five (5) days prior to the Annual General Meeting; or a candidate may be nominated at the Annual General Meeting provided the candidate has indicated in person or writing that they are willing to stand for election. To be considered the nominee must consent to stand for election (verbally or in writing), and a voting member must second the nomination. A nominee need not be present to be considered. A closing of nominations will be called prior to the election for each position.
5. After all nominations have been closed, any person who has been nominated may withdraw by announcing their withdrawal to the President, who shall thereupon instruct the Secretary to strike the name from the list.
6. Members with unpaid fees or members under suspension are not eligible to nominate individuals to the Board, to second a nomination, to be nominated or to vote in elections or vote on other business at the AGM.
7. The election chair will appoint two members to count ballots and a third member to act as a scrutiner. These individuals will be eligible to vote.
8. The results of each vote for an Executive position will be reported prior to opening the floor to nominations for the next position.

9.03 Life Members

1. Any current CPGHA Executive Member may make a motion at any monthly Executive Meeting to nominate an individual who:
 1. retired from CPGHA Executive in good financial standing; and
 2. has served a minimum of five (5) years on the CPGHA Executive; and
 3. whose knowledge and history as a past CPGHA Executive member would be valuable to a current CPGHA Executive.
2. Upon approval of the nomination by two-thirds ($\frac{2}{3}$) majority vote of the then current Executive Members, the nominee will be advised and upon their acceptance, will be appointed as a Life Member.

9.04 Voting of Members

Business arising at any Members' meeting shall be decided by a majority of votes unless otherwise required by the *Act* or the By-law provided that:

1. Each general member is granted one voting right at both Annual and General Meetings. If a general member holds registrations for multiple participants, they still maintain only one vote at these meetings. For instance, in elections, one vote is allowed for each registered participant. In cases where a parent or guardian serves as a representative, they may cast a single vote for each participant they represent. The voting principle adheres to a one-player, one-vote system, with the number of votes corresponding to the number of players involved. During registration, it's essential to specify the registered voter/s. Furthermore, it is essential to note that these votes must be personally cast and cannot be delegated through proxy representation.
2. The method of voting at the Annual General Meeting (AGM) or Special General Meeting of the CPGHA shall be by ballot unless it is decided by one-third (1/3) of the voting members present at any such meetings that the method of voting shall be by a show of hands.
3. Questions arising at any meeting shall be decided by a majority of the eligible votes of those present, save and except in matters where a two-thirds (2/3) majority is required by the Constitution. In the case of an equality of votes the President or committee chairperson shall have the deciding vote, but otherwise shall not vote.
4. Any member who has reached the age of eighteen by the date of the AGM may vote.
5. A member must be present to vote, no proxy votes allowed.

9.05 Adjournments

The Chair may, with the majority consent of any Members' meeting, adjourn the same from time to time and if a meeting of the Members is adjourned by one or more adjournments for an aggregate of less than 30 days, it is not necessary, that any person be notified of the meeting that continues the adjourned meeting, other than by announcement of all of the following at the time of an adjournment:

1. The time of the continued meeting.
2. If applicable, the place of the continued meeting.
3. If applicable, instructions for attending and participating in the continued meeting by the telephonic or electronic means that will be made available for the meeting, including, if applicable, instructions for voting by such means at the meeting.

Any business may be brought before or dealt with at any adjourned meeting which might have been brought before or dealt with at the original meeting in accordance with the notice calling the same.

9.06 Persons Entitled to be Present

The only persons entitled to attend a Members' meeting are the Members, the Directors, and others who are entitled or required under any provision of the *Act* or the articles or the By-laws of the Corporation to be present at the meeting. Any other person may be admitted only if invited by the Chair of the meeting or with the majority consent of the Members present at the meeting.

Section 10 - Adoption and Amendment of By-laws

10.01 Amendments to By-laws

1. The Board may from time to time in accordance with the Act amend or repeal and replace a By-law.
2. By-laws and regulations of the Association shall be considered and published in the CPGHA Constitution and shall be established or amended only by a proposal of members of the Executive and approved by a majority vote of the members present at an Executive or General Meeting.
3. The members of the Executive may, by a two-thirds (2/3) majority vote, make new By-laws with respect to any of the matters provided for in this Constitution and required for the operation of the CPGHA.
4. Any changes to the By-laws and/or Regulations of the Association shall take effect immediately and shall remain in effect until ratification at the next Annual General Meeting.

10.02 Amendments to Constitution

1. No member shall send out, or cause to be sent out or circulated, any petition or communication relating to any resolution, referendum or proposal under consideration or that deals with the policy of the CPGHA without first having advised the Executive.
2. Amendments to the Constitution/ Articles of Incorporation may be proposed by a petition signed by at least ten (10) members of the CPGHA or by a resolution adopted by two-thirds (2/3) of the Executive.
3. Amendments to the Constitution/ Articles of Incorporation of the CPGHA must be passed by a two-thirds (2/3) majority vote at an Annual General Meeting or Special Meeting.
4. No amendment to the Constitution/ Articles of Incorporation shall be considered unless such amendment is in writing and provided to the Secretary not later than 30 days prior to the Annual General Meeting. The Secretary will provide a copy of the proposed amendments to the members of the Executive at least 5 days prior to the AGM.
5. All Constitutional amendments must be advertised to the members 5 days in advance of the meeting. They may be advertised by publishing them in the Association's website, posting them in the Association's arenas, or by mail.

Schedule A

DUTIES OF EXECUTIVE MEMBERS

PRESIDENT

- 1) Shall preside at all Annual, Special and General Meetings of the CPGHA, and shall only vote in case of a tie. They shall generally perform the duties usual to the office of President and may, at their discretion, order the calling of meetings of the CPGHA or its committees, and must call a meeting at the request of at least three (3) members of the Executive.

- 2) Shall exercise, in addition to their own authority conferred upon them by the Constitution and Bylaws, all duties and powers of the Executive when it is impossible for the President to obtain a vote of the Executive in case of emergency, it being understood that such actions as may have been taken be referred to the Executive as soon as possible for approval or rejection at the next Regular or Special Meeting.
- 3) The President shall coordinate and delegate the activities of all Executive positions in the administration of the CPGHA program.
- 4) Shall be one of the second cheque-signing officers.
- 5) The President, or their delegate, shall have the authority to suspend summarily any player, coach, manager, person, team or individual for any breach or violation of any of the provisions of the Constitution, Bylaws, Rules or Regulations or any other decision or ruling of the Board, or for ungentlemanly conduct on or off the ice, or for abusive language to any of the officials, providing that the President or their delegate is satisfied that such player, coach, manager, person, team or individual as the case may be has committed such breach or violation, such suspension to be automatically and continuously effective until dealt with by the Executive at their next Regular or Special Meeting. The President or their delegate shall have the power to impose such suspension in respect of any matter or incident which may occur at any time whether having to do with a game of any kind, or otherwise.
- 6) Shall represent CPGHA at all OWHA meetings or appoint another member of the Executive to fulfill this function who will vote as directed by the CPGHA Executive when required to vote at League Meetings. OWHA meetings should be represented by the President and at least one (1) other Executive member.
- 7) Have the authority to suspend players, officials or members of the CPGHA, subject to ratification at an emergency meeting of the Executive Committee
- 8) To be well informed of all Association activities including: financial position, programs, operations, and league constructs
- 9) Must resign from this position should they be elected to the OWHA Executive.
- 10) Shall sign all contracts and engagements on behalf of the Association.
- 11) On termination of the term of office, all correspondence, records, and materials incidental to the office are to be turned over to the successor within thirty (30) days.
- 12) Responsible for sending mass membership emails drafted by the communications coordinator through RAMP.
- 13) Has the final decision of any player requesting a Release or PTS from the association.

VICE-PRESIDENT

1. In the absence of the President or in the case of the President's inability or unwillingness to act, perform all duties pertinent to the office of the President.
2. Render such assistance to the President as may be required, and in the case of a vacancy in the office of President, shall preside until a new President is elected by the CPGHA.
 - a. Assist the President, Coach Representative, Director of Discipline and Risk Management, and Convenors with the operational activities of the CPGHA, including by addressing and resolving issues and challenges.
 - b. Develop an association Development Plan.
3. Be familiar with the CPGHA, , OWHA, and Hockey Canada By-laws and regulations

4. Chair CPGHA committee meetings
5. Participate in the CPGHA's screening policy and adhere to, and ensure the Executive members adhere to, the CPGHA Code of Conduct, Ethics & Confidentiality
6. Review and understand Hockey Canada pathways programs.
7. Assist in the development and approve tournament schedules.
8. Be present for CPGHA hosted tournaments and events.
9. Assist events coordinator as required.

PAST PRESIDENT

1. Shall be the source of guidance to the Executive on all matters relating to the past conduct of business of the CPGHA when required. They shall be a member of the Executive and shall enjoy full privileges in respect to nominating and putting in motions.
2. Shall assume additional duties as assigned by the current Executive.

TREASURER

1. The Treasurer shall have charge of all books pertaining to the financial business of the CPGHA and all books incidental to the office. The Treasurer shall have care and custody of the funds of the CPGHA and deposit the same in the name of the CPGHA in such bank(s) as the Executive may direct. The Treasurer shall also have care and custody of the securities of the CPGHA and may deposit the same in a safety deposit box to be provided by the CPGHA for that purpose.
2. The Treasurer shall, together with the President and/or Vice President sign all cheques and orders for payment for money and shall pay out and dispose of the same under the direction of the Executive.
3. The Treasurer shall keep an accurate record of all monies received and disbursed to the satisfaction of the Auditors.
4. The Treasurer shall coordinate and prepare an annual budget for approval by the Executive by October 1st of that current season.
5. The Treasurer shall, with the approval of the Executive, invest and keep invested from time to time the CPGHA monies.
6. Application of the Lottery License for the association
7. The Treasurer shall prepare an annual report giving the receipts and disbursements of that year and shall present such report at the Annual General Meeting. Copies of the report shall be made available to all members attending the Annual General Meeting
8. Shall be a co-signing authority along with the President, Vice-President. .
9. On termination of the term of office, the Treasurer shall be responsible for the payment of all outstanding bills and the closing of all books to the end of the fiscal year, March 31st. All correspondence, records and materials incidental to the office are to be turned over to the successor within ninety (90) days.
10. Maintaining proper monthly records include reconciling the bank account monthly, maintaining accounting records, ensuring financial controls are in place, ensuring registration fees are

reconciled with the correct member. Provide monthly financial statements (B/S, P&L, cash flow) at an executive meeting. If a bookkeeper/accountant is used the treasurer is to ensure proper and frequent communication to ensure the flow of business is not halted.

11. Ensure the safe keep known and approved by the executive members.of financial records are properly maintained and stored in a location
12. Immediately identify any financial irregularities and bring to the attention of the board member.

SECRETARY

1. Record, transcribe, and distribute the minutes of all Executive, Special and Annual General Meetings.
2. The Secretary shall ensure that notices of all Annual General Meetings or Special Meetings are posted and advertised at least twenty (30) days prior to the date of the said meeting.
3. Collect committee minutes and make them available to the Executive upon request.
4. Arrange meeting places and notify all who should attend.
5. Maintain and publish a current listing of all members of the Executive.
6. Maintain the filing system for all CPGHA records, including past records. Maintain archives of all documents necessary to provide an accurate historical perspective on the operations of the Association.
7. Collect and distribute all incoming Association mail.
8. Receive duly presented requests for amendment(s) to the Constitution, and post as required.
9. Coordinate the production of printed or electronic material at the request of the Executive or the President.
10. Be responsible for the coordination, reporting, and record keeping pertaining to accident and/or injury claims/reports.
11. On termination of the term of office, all correspondence, records, and materials incidental to the office are to be turned over to the successor within thirty (30) days.

REGISTRAR

1. Shall maintain registration information and fee status of all players registered with the CPGHA including preparation of all documentation required by OWHA and Hockey Canada, and shall pass a copy of all such information to the President and Treasurer.
2. Shall notify the general public of date and fee structure for registration in local newspapers and bulletin boards.
3. Shall sort names of registrants by age groups and forward to the Level Convenors.
4. Shall keep a general list of all registrants.
5. Shall be responsible for the administration of OWHA (RAMP) registration and insurance.
6. Shall supply the District Registrar and league officials with team lists as per District and league regulations.
7. Ensures all volunteers are current in their certification.
8. Work to grow registration in CPGHA
9. Keep records of all documents regarding registration of players (birth certificates, permissions to skates)
10. Establish and maintain an Association membership list
11. Provide waivers and official roster to teams

12. Liaison with OWHA in regards to registration processes
13. To submit all required lists and forms to leagues and OWHA before required date
14. To maintain all team lists and co-ordinate a waiting list of players
15. Notify Executive and Members of registration procedure infractions, game reporting infractions and team fines
16. To arrange for the coordination of registration of players for the Association, application forms, registration dates, adequate announcements of registrations, and other matters relating to registration
17. Carry out other duties as assigned by Executive Committee or the Vice President

COMPETITIVE DIRECTOR

1. Be familiar with the CPGHA, OWHA and Hockey Canada By-laws and regulations
2. Attend CPGHA executive meetings
3. Work with the President and the House Director to determine the competitive teams for the upcoming season (number of teams/ level of teams/ roster sizes)
4. Work with the President and the House Director to determine the Coach selection for the upcoming season
5. Work with the president, the House Director, coaches and coach mentor in running of team sort-outs/try-outs
6. Determine the requirements of the development programs
7. Recruit/retain evaluators for tryouts
8. Coaching Interviews with the assistance of other executive members
9. Initiate, collect and document coaching evaluations for the competitive levels hosted by the CPGHA
10. Conduct mid-season surveys and mid-season coach reviews by end of December, and postseason surveys and reviews by end of April, if decided by the executive
11. Maintain confidential records of team officials experience, player and parent survey results, review notes, etc. along with player histories for players directly associated with each team official
12. Act as mediator/facilitator for any conflicts arising between parents/players/coaches
13. Oversee/support discipline concerns
14. Liaison between coaches/players/parents and the CPGHA executive
15. Carry out other duties as assigned by Executive Committee or the President

HOUSE DIRECTOR

1. Conveners shall administer all matters relating to the daily operation of the house league program within their respective divisions, and in doing so shall ensure compliance with the CPGHA Constitution, By-laws, Regulations, and Executive decisions.
2. Act as liaison between the Executive, team officials, and members of their respective divisions.
3. Coaching Interviews with the assistance of other executive members
4. Ensure team officials within their respective divisions are aware of and comply with all CPGHA Regulations and Executive decisions regarding the administration of the hockey program and team conduct, initiating corrective action by reporting violations to VP Operations and Risk & Safety.

5. Organize, implement, and monitor the operation of the hockey program within their respective divisions as approved by the Executive.
6. Assist other Executive Officers in the administration of activities respecting their division as directed in the By-laws, Regulations and by Executive decisions.

ICE SCHEDULER

1. Be familiar with the CPGHA, OWHA, and Hockey Canada By-laws and regulations
2. Once teams have been registered, organizes a season long schedule for the respective teams ensuring balance of ice allotment team to team
3. Responsible for the acquisition and scheduling of ice time as it relates to try-outs, games, practices, and clinics
4. Report any ice purchases to the CPGHA Treasurer
5. Responsible for all CPGHA ice scheduling for practices, special events, and tournaments and for communicating all such scheduling to the team managers and others as directed by the Executive
6. Responsible for making ice purchases on behalf of, and in the name of the Association, according to the ice purchase objectives set forth by the Executive
7. The Ice Scheduler plans and manages the allocation of Association ice time by
8. Representing the Association in conjunction with the President in all negotiations related to the procurement of ice time for Association use.
9. Planning the distribution of ice time available to the Association for all practices, league games, exhibition games, tournaments, and all other ice activities approved by the Executive, in accordance with the policies and aims and objectives of the Association.
10. Booking referees for games through OWHA; applying for insurance through OWHA.

EQUIPMENT MANAGER

1. Attend CPGHA executive meetings,
2. Shall be responsible for all hockey equipment owned by the Association and may appoint assistants.
3. Shall maintain an accurate inventory of all equipment owned by CPGHA.
4. Shall be responsible for issuing and tracking of CPGHA equipment.
5. Shall arrange for the cleaning and repairing of equipment prior to storing upon approval of the Executive.
6. Shall maintain an updated inventory of equipment for Association records.
7. Shall be responsible for a budget determining requirements for new equipment for the following year.
8. Shall be responsible for emergency purchases, when required, upon approval of the Executive.

9. Shall ensure that all equipment issued to respective teams and players is returned immediately following the playing season
10. Carry out other duties as assigned by the Executive Committee or the President.

DIRECTOR OF DISCIPLINE AND RISK MANAGEMENT

1. Shall be responsible for the administration and operation of the CPGHA Risk and Safety program.
2. Shall coordinate Association Risk and Safety initiatives.
3. Ensure compliance with the Canadian Hockey Association Handbook and OWHA policies and procedures. .
4. Provides support and direction to CPGHA members on Risk and Safety issues.
5. Shall be responsible to ensure all safety programs, policies, initiatives and directives of Hockey Canada, and OWHA are communicated to the CPGHA Executive.
6. Identifies and communicates identified risks to CPGHA membership and makes suggestions as to action required to correct the problem.
7. Maintains a close working relationship with coaches to ensure safety programs, policies and directives are being adhered to.
8. Ensures confidentiality in all matters pertaining to Risk and Safety concerns.
9. Provides direction and support to CPGHA on matters of Harassment and Abuse.
10. Investigates and documents all matters pertaining to allegations of Harassment and/or Abuse.
11. Provides recommendations to the President and VP in regard to complaint investigations.
12. Promotes, educates, and communicates **Fair Play** in the sport of minor hockey.
13. Sits as a member of the CPGHA hearing committee in matters related to violations.
14. Promotes the use of a signed "**Code of Conduct**" for all coaches, players, managers, on-ice officials and parents.
15. Interacts-as required-with the OWHA Risk and Safety officer.
16. Attends monthly District Risk and Safety meetings and reports back to CPGHA Executive.
17. Provides updates to District Risk and Safety officers as required.

TOURNAMENT COORDINATOR

1. Shall in conjunction with the President and Ice Scheduler be responsible for setting the CPGHA annual tournament dates and submitting them to the HEO office to ensure that they are officially sanctioned.
2. Will be the prime contact for local tournaments as listed in HEO. Will field calls of interest from teams wishing to participate in our local tournaments.
3. Shall ensure that all CPGHA team officials are aware of the current Tournament Policy between the Town of Carleton Place and the CPGHA concerning events held at the Carleton Place Arena. Represents the CPGHA in discussions with Town Officials regarding any revisions to the Tournament Policy

4. Coordinate all CPGHA events such as the year- end banquet.

COACH REPRESENTATIVE

1. Be familiar with the CPGHA, OWHA, and Hockey Canada By-laws and regulations
2. The Coach Representative with input from the Coaching Staff will monitor the hockey programs within the different levels and make program adjustments where required. Will develop appropriate hockey clinics throughout the season and provide guidance to the coaching staff on all technical matters. The CPGHA Executive will be responsible for the selection and appointment of CPGHA Coaches.
3. Be familiar with the CPGHA, OWHA, and Hockey Canada By-laws and regulations
4. Attend CPGHA executive meetings,
5. Have all required coaching certification to support house and competitive coaches (Coach 1, Coach 2 and Development 1 Certified, Make ethical decisions, Respect in sport and vulnerable sector check)
6. Assist the executive in coach selections for CPGHA teams
7. Meet with association coaches to discuss problems and solutions
8. Perform evaluations on coaches during games and practices and provide constructive criticism to improve the program
9. Convene coaches meetings (two per season)
10. Keep coaches informed of OWHA/ clinics
11. Mentor coaches when required or assist with practice plans, drills, weekly, monthly or yearly plans
12. Assist coaches when dealing with players/parents as directed by the executive
13. Identify areas of development for coaches
14. Identify and suggest areas of player development for the association
15. Carry out other duties as assigned by Executive Committee or the President
16. Assist the executive in coach selections for CPGHA team
17. Meet with association coaches to discuss problems and solutions
18. Perform evaluations on coaches during games and practices and provide constructive criticism to improve the program
19. Convene coaches meetings (two per season)
20. Keep coaches informed of OWHA/ clinics
21. Assist coaches when required or assist with practice plans, drills, weekly, monthly or yearly plans
22. Assist coaches when dealing with players/parents as directed by the executive
23. Identify areas of development for coaches
24. Identify and suggest areas of player development for the association

SPECIAL EVENTS AND COMMUNICATION COORDINATOR

1. Be familiar with the CPGHA, OWHA, and Hockey Canada By-laws and regulations
2. Attend CPGHA executive meetings
3. Maintain general membership email list, Executive email addresses, general membership and surveys other than coach evaluations

4. Work with the registrar and treasurer to facilitate online registration
5. Oversee general communications by the Executive to the Membership
6. Work with CPGHA to define communication methods for advertisement of the association's yearly registration
7. Oversee the coordination of special events such as Season Kickoff, Cyclones Day, Annual Golf Tournament, and other functions as planned.
8. Work with the CPGHA Executive to define communication methods for advertising of the association's yearly registration.
9. Upkeep of the bulletin board in Arena 2
10. Fundraising and 3rd party program information provided to all teams when required.
11. Email communication requests from Executive to specific members when required.
12. Management of all awards given from the association to the membership.
13. The organization with local business' regarding member volunteer opportunities within the community.
14. Carry out other duties as assigned by Executive Committee or the Vice President

SENIOR REPRESENTATIVE

1. Assist the Executive with all Senior issues, namely, team categorization, team selection and/or tryouts, team meetings, and team communications. Also acts as a liaison with Executive and NCWHL, National Capital Women's Hockey League by attending mandatory meetings and maintaining appropriate communication.
2. Be familiar with the CPGHA, OWHA, and Hockey Canada By-laws and regulations
3. Attend CPGHA executive meetings

HIGH PERFORMANCE DIRECTOR

1. Area of Responsibility: AA & A Competitive programs at U13, U15, and U18
2. Be familiar with the CPGHA, OWHA, and Hockey Canada By-laws and regulations
3. Attend CPGHA executive meetings
4. Work with the President and the Competitive Director to determine the competitive teams for the upcoming season (number of teams, level of teams, roster sizes)
5. Work with the President and the Competitive and House Directors to determine the Coach selection for the upcoming season
6. Work with the President, the Competitive Director, coaches, and Coach Mentor in running of team try-outs
7. Recruit/retain evaluators for tryouts
8. Chair the high-performance committee
9. Initiate, collect and document coaching evaluations for the competitive levels hosted by the CPGHA
10. Maintain confidential records of team officials experience, player and parent survey results, review notes, etc. along with player histories for players directly associated with each team official

11. Act as mediator/facilitator for any conflicts arising between parents/players/coaches
12. Oversee/support discipline concerns
13. Liaison between coaches/players/parents and the CPGHA executive
14. Carry out other duties as assigned by Executive Committee or the President

DIRECTOR OF PLAYER AND GOALIE DEVELOPMENT

1. Be familiar with the CPGHA, OWHA, and Hockey Canada By-laws and regulations
2. Attend CPGHA executive meetings,
3. Meet with association coaches to identify areas of need for additional development
4. Identify and suggest areas of player development for the association
5. Work with the Coach Mentor to assist team coaches in addressing skill deficiencies
6. Plan, organize, and execute on- and off-ice development sessions
7. Identify and recruit external coaches/trainers to conduct development sessions
8. Adhere to the budget approved by the CPGHA executive
9. Carry out other duties as assigned by Executive Committee or the President

WEBMASTER

1. Ensure the website and social media sites are up-to-date. Maintaining week updates on all platforms (including advertising, media relations, and team and association updates).
2. Provide website access for all coaches and managers so they can update schedules and team events
3. Responsible for all publicity releases and CPGHA advertising
4. Manage website administrator accounts and privileges
5. Email and backend support for executives in relation to new or existing software.

