



## OWHA BULLETIN – RE AGMs



The current challenges we are all facing regarding the COVID-19 Pandemic have affected everyone's daily lives from multiple perspectives. The membership within the OWHA are wonderful teammates as, together, we share positive hockey experiences and players learn sport and life skills and also bond as teammates. Our female hockey family has now expanded beyond sport and beyond all borders as every child and adult is part of a world-wide team that is working together for the health and safety of citizens in all parts of the world. We sincerely thank everyone for your efforts to care for your families and for taking action in support of health and safety for your families as well as for teammates and complete strangers.

Many of our associations, teams and leagues are facing challenges with holding AGMs (Annual General Meetings). Hockey Canada and OWHA have cancelled all sanctioned activities and are recommending that any required meetings are held via conference call or other methods that are not in-person. Some organizations have requirements in their By-Laws or other operating documents that require AGMs to be held in the spring and some require these meetings to be in person. In addition to the absence of sanctioning, the Ontario government has put a restriction on the number of people who may be together. Added to this is the number of people who are in mandatory self-isolation.

### **New Annual General Meeting regulations (Ontario)**

The Government of Ontario announced, on March 31<sup>st</sup>, support for business corporations, not-for-profit corporations, insurers, and share capital social clubs by implementing an Emergency Order to provide flexibility for corporate meetings. Cabinet approved an emergency order that would temporarily suspend certain legislative provisions and set out replacement provisions (related to the Corporations Act (CA) and Business Corporations Act (OBCA)).

This emergency order applies to not-for-profit corporations incorporated under the Ontario Corporations Act (CA) and gives them the ability to hold virtual meetings; as well as extends the timeframe for AGMs to be held.

This Emergency Order will enable organizations to:

- Hold meetings of directors, shareholders and members electronically or over the phone even if legislation (like Ontario's Corporations Act) or your bylaws say you can't. The electronic or phone system has to allow people to communicate with each other simultaneously and instantaneously. So, for example, an email chain over a few days likely would not qualify as a meeting.
- Extend the timeframe by which corporations under the Corporations Act and Business Corporations Act must hold Annual General Meetings (AGMs).

The deadlines for not-for-profits to hold their AGMs are now extended to:

1. 90 days after the state of emergency is ended by the Ontario government.
2. If the government ends the state of emergency within 30 days before your current deadline, then you have until 120 days after the state of emergency ends.

We encourage you to go to the following site for details:

[https://www.ontario.ca/laws/regulation/r20107?mc\\_cid=f45f07bba7&mc\\_eid=f5ad420435](https://www.ontario.ca/laws/regulation/r20107?mc_cid=f45f07bba7&mc_eid=f5ad420435)

In order to assist, the OWHA Board of Directors passed the following motion on April 2, 2020.

“The OWHA Board of Directors supports OWHA associations, leagues and independent teams that are not-for-profit organizations incorporated under the Ontario Corporations Act (CA) to hold or postpone their respective AGMs in accordance with the Meetings for Corporations Order issued the Ontario Emergency and Civil Protection Act issued retroactive to March 17, 2020. In addition, the OWHA Board of Directors supports OWHA associations, leagues and independent teams that are not incorporated to follow the same direction. The OWHA will recognize the authority of the current executive and operational documents that will remain in place to manage the operations of the association/league/independent team until such time as next AGM is held. OWHA associations, leagues and independent teams are to provide the OWHA office ([info@owha.on.ca](mailto:info@owha.on.ca)) an update on the status of their AGM.”

Thank you and stay safe.

Kind Regards,  
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