

**Constitution, By-Laws, Policies, Procedures and Guidelines for
the Thunder Bay Women's Hockey Association**



**THUNDER BAY WOMEN'S
HOCKEY**

CONSTITUTION AND BY-LAWS
As amended May 17, 2022

• CONSTITUTION •

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ARTICLE ONE

Name of Corporation

- 1.0 This organization shall be known as the Thunder Bay Women's Hockey Association, hereafter referred to as TBWHA.
- a. The Corporation shall be composed of a Board of Directors, the Junior Division, the Competitive Division (Queens) and the Senior Division. All Divisions shall remain separate, but all three Divisions shall be accountable and provide meeting reports to the Board of Directors.

ARTICLE TWO

Definitions

- 2.0 In this constitution and all other documents of the Corporation, the following terms shall have the intended meaning:
- a. "Act" means the **Corporations Act of Ontario** and any act that may be substituted therefore, as from time to time amended.
- b. "AGM" means the Annual General Meeting of the Corporation, which shall be held no later than June 30th of the succeeding year.
- c. "Appellant" means as person appealing a disciplinary penalty and/or suspension issued by the Board of Directors.
- d. "Assistant Coach" means a person assisting the Coach in the operation of a team.
- e. "Association" For purposes of this document, "an association" refers to a local association which provides OWHA registered teams and/or a Fundamentals program for girls and/or women.
- f. "By Laws" means the rules and regulations of the Corporation passed by resolution of the Directors from time to time.
- g. "Chairperson" means the President, or Vice President, if the President is not available, who shall preside at all meetings of the Board and the Board of Directors.
- h. "Coach" means a person to lead the team, both in games and in practice. The Coach provides instruction to the players on and off the ice. The Coach is the person responsible for the team.

- i. "Competitive Division Team" means any and all teams designated as a competitive team by the OWHA categorized as; AA, A. The official name for all competitive division teams is "Thunder Bay Queens".
- j. "Coordinator" means a person appointed by the Board of Directors or elected by the membership of the Thunder Bay Women's Hockey Association to undertake a specific function.
- k. "Corporation" means the "Thunder Bay Women's Hockey Association," a non-profit organization.
- l. "Director" means an elected member on the Board of Directors of the Corporation.
- m. "General Meeting" means a meeting of the Board of Directors of the Corporation.
- n. "Hockey Canada" means the national governing body for hockey in Canada or any organization which may be substituted therefore.
- o. "Initial Registration" means the first time of registration with the Corporation, regardless of the Division of the participating member.
- p. "Junior Division Team" means any team under the age of 18 and designated by the OWHA as BB, B, C or "House" team.
- q. "Letters Patent" means the Letters Patent incorporating the Corporation.
- r. "Manager" means the administrator of the team, whose responsibilities may include the scheduling of practices, budgeting and the completion of rostering players, among other duties. The Manager should not be on the ice as part of the coaching staff.
- s. "On-ice Officials" means a referee, linesman and/or a timekeeper.
- t. "OWHA" means the Ontario Women's Hockey Association, the provincial governing body for the territory prescribed.
- u. "Referee in Chief" means an appointed position by the TBWHA for the territory prescribed, the Head Referee to supervise and mentor all on-ice officials under its jurisdiction.
- v. "Team" means the hockey players, coaching staff and manager as registered by the Association each year for the hockey season.

- w. “Trainer” means a person responsible for the safety and wellbeing of the players. Duties can include implementing a Risk Management program, maintaining the players' medical information and dealing with player injuries.
- x. “Territorial Jurisdiction” means the territorial area of the City of Thunder Bay and surrounding area for which the Thunder Bay Women’s Hockey Association may operate hockey programs or such area as designated from time to time by the OWHA.

ARTICLE THREE

Affiliation

- 3.0 This Association is a Member of the Ontario Women’s Hockey Association.
- 3.1 Through the Ontario Hockey Federation this Association shall be affiliated with Hockey Canada.

ARTICLE FOUR

Aims and Objectives

- 4.0 The aims of this Association are:
 - a. To promote the ideals of good sportsmanship and fair play in all Players and Spectators as through a well-regulated amateur hockey program.
 - b. To promote the participation of girls in all aspects of female hockey.
 - c. To promote hockey as a game for enjoyment at, **all levels of the Association.**
 - d. To protect and promote the mutual interests of girls’ hockey in Thunder Bay.
 - e. To work in accordance with, the OWHA, and Hockey Canada.

ARTICLE FIVE

Membership

- 5.0 Membership in the Association shall consist of:
- a. Elected Officers and Members of the Committees;
 - b. General Members, Participating Members, Associate Members, Honourary Members who:
 - i. Agree to abide by and comply with the Constitution, By-Laws, Policies, Procedures and Guidelines of the Association; and
 - ii. Are in good standing with DUES PAID in full for **the current hockey season**, including House League, both Junior and Senior, and the Competitive programs.
- 5.1 General Members, Associate Members, Life Members and Participating Members will be defined as:
- a. **GENERAL MEMBERS**, i.e. all Parents or Guardians of Participants in the Association in the current season. Each Parent or Guardian will receive Membership upon submission and acceptance by the Association of a completed RAMP Registration for each Participant along with the corresponding fee as prescribed in ARTICLE NINE.ZERO (9.0) of the Constitution and will receive one voting right regardless of the number of Participants so registered.
 - b. **PARTICIPATING MEMBERS**, A person who qualifies for membership as stated in the Constitution and has either paid registration dues to TBWHA or paid registration on behalf of a minor child or children playing female hockey. An individual who agrees to abide by the TBWHA Constitution, By-Laws, Policies, Procedures and Guidelines of TBWHA as well as the OWHA "Code of Conduct."
 - c. **ASSOCIATE MEMBERS**, i.e. Team Officials, Coaches, Assistant Coaches, Managers, Trainers and any and all other persons as the Board of Directors may see fit to appoint from time to time. Each such appointee will receive Membership and one voting right upon appointment and for the duration of the current hockey season.
 - d. **HONOURARY MEMBERS**, i.e. Any member or past member of the TBWHA who have been nominated for honorary membership in the Association and

passed at the AGM by majority vote of the membership Honourary member of the Association shall not have the right to vote in any instance.

5.2 Membership may be revoked or suspended for:

- a. Failure to abide by and comply with the Constitution, By-Laws, Policies, Procedures and Guidelines of the Association.
- b. Conviction of a criminal offence that is deemed detrimental to the Association.
- c. In order to enact a suspension or revoke a membership, the Board of Directors must conduct a hearing and pass said motion by a two-thirds majority.

5.3 **MEMBER IN GOOD STANDING,** A member in good standing is a person who is current with the payment of dues or registration fees within the fiscal year of the TBWHA and filing the requisite periodic reports, or statements as outlined in the financial section in the Constitution and By-Laws. A member in good standing is not suspended, under suspension either through the OWHA or the TBWHA at the time of the “AGM.”

5.4 **MEMBER “NOT” IN GOOD STANDING,**

- a. Any member that willfully fails to return any and all TBWHA property (e.g. jerseys, trophies, documents etc.) upon formal request by the Board of Directors will no longer be deemed in “good standing”. Said member will then be billed for missing property and subject to suspension of membership privileges.
- b. The TBWHA reserves the right not to accept for membership any person if the Board of Directors has reason to believe that acceptance would be prejudicial to the fulfillment of the objectives and aims of the TBWHA. The Association also reserves the right to revoke the membership at any time of any member or person who conducts him/herself in a manner that is prejudicial to the maintenance of a wholesome environment in which girls and women’s hockey can grow and be an asset to those who enjoy playing and coaching the game of hockey. Such actions or behaviours may result in a team official, board member or player being refused the right to continue for a period determined by the Board of Directors Committee.
- c. A member declared not in good standing may be subjected to revocation of their membership status with the TBWHA as per article 5.3.

ARTICLE SIX

Board of Directors

6.0 The TBWHA Board of Directors shall hereafter be referred to as the "Board of Directors."

a. The Board of Directors shall consist of nine (9) members.

i. Elected Directors:

President
Secretary
Treasurer
Vice President Junior Division
Vice President Competitive Division
Vice President Senior Division
Director of Ice Allotment
Director of Equipment

ii. Appointed Director:

Past President (Non-Voting Member)

Authority of the Board of Directors

6.1 The Members of the Board of Directors shall:

- a. Have control of the affairs of the TBWHA and the primary responsibility for achieving its objectives.
- b. Establish working Policies to promote and foster good attitudes and provide the best possible environment in the best interest for the enjoyment and protection of the Participants of the TBWHA programs.
- c. Implement the Rules set down by the OWHA, Hockey Canada, and those approved by the TBWHA.
- d. Enforce the provisions of the Constitution, By-Laws, Policies, Procedures, Guidelines, and Appendices of the TBWHA.
- e. Communicate effectively any changes to the Constitution, By-Laws, Policies, Procedures, Guidelines, and Appendices which may occur from time to time.
- f. Appoint when necessary, Protest or Appeal Committees and inform the appointed persons and all other parties involved of the approved procedures

and rights of the parties involved. (It is strongly suggested that such a Committee should avoid conflicts of interest and should include as an appointee a Member of the Discipline Committee).

- g. Promote OSHA Certification clinics for Coaches and Trainers and promote any other clinic(s) that the TBWA feels may contribute to the development of all Participants.
- h. Appoint other Committees or assign specific responsibilities as may be required from time to time.
- i. Have the authority to set the annual division Fees for the TBWA.
- j. Meet on a regular basis, as required, to conduct the business of the TBWA. Such meetings will be at the discretion of the President, or person appointed by the President. No fewer than 10 meetings shall be held annually and shall be scheduled at the discretion of the President. These meetings shall be known as the 'General Meeting' of the Board of Directors.
- k. All Board of Directors must have vulnerable sector check every 2 years.
- l. The Members of the Board of Directors shall be elected for a period of two (2) years at the Annual General Meeting (AGM) by a majority vote of the delegates present at such meeting. The term shall commence on the following day of the election.
 - i. The two year terms for President, Treasurer, Vice President Competitive Division, and Director of Equipment, (Even Years)
 - ii. and for Secretary, Vice President Junior Division, Vice President Senior Division, Director of Ice Allotment (Odd Years)
- m. The Members of the Board of Directors will not be subject to any personal legal liability for any actions taken by them in the capacity for which they have been elected.
- n. The President may only vote when it is necessary to break a tie.

Officers of the Corporation

6.2 The Officers of the Corporation shall be the Board of Directors and include the following directors and convenors as follows:

a. The **Junior Division** shall consist of the following voting members;

- i. Vice President Junior Division (Chair)
- ii. Treasurer
- iii. Secretary/Registrar
- iv. U7-U9 Convenor
- v. U11 Convenor
- vi. U13-18 Convenor

b. The **Competitive Division** shall consist of the following voting members;

- i. Vice President Competitive Division (Chair)
- ii. Treasurer
- iii. Secretary/Registrar
- iv. Sponsorship/Public Relations
- v. Competition and Education Coordinator
- vi. Ice Convenor

c. The **Senior Division** shall consist of the following voting members;

- i. Vice President Senior Division (Chair)
- ii. Treasurer
- iii. Secretary/Registrar
- iv. Senior Recreational Convenor
- v. Senior House Convenor

ARTICLE SEVEN

Removal From Office

7.0 Any member of the Board of Directors who is absent for more than three (3) consecutive meetings without valid justification and/or not performing related duties to the satisfaction of the Board of Directors will be suspended and the ruling of the next meeting will prevail.

- 7.1 Upon a seventy-five percent (75%) majority vote, the Board of Directors shall have the power to remove from Office any Officer or Member of the Association who does not perform his/her duties. Every effort shall be made to give advance notice of such motions to ensure all voting members of the Board of Directors have the opportunity to review any concerns pertaining to such matters.
- 7.2 The Board of Directors shall have the power to appoint a member to fill the vacancy that occurs from 7.1. A vote by the Board of Directors shall be by majority (51%).

Rules of Conduct

- 7.3 All meetings will be conducted in accordance with the accepted or customary rules of parliamentary procedure to the extent that such conduct is considered to be in the best interest of the TBWHA. The Chairperson may, upon acceptance of the majority of the Members present, waive such rules of parliamentary procedure to ensure the fairest, equitable, and timely consideration of the business of the TBWHA. All attempts should be made to reach consensus rather than making it essential to hold a vote. Members are bound by the decisions made at all meetings and should provide a common voice when approached by the Membership. That is, each Board of Directors Member should deal with the outcome, NOT the process used to get there.

Chairperson

- 7.4 The Chairperson of any meeting will be:
- a. In the case of the Annual General Meeting and General Meetings, the President;
 - b. In the case of standing Committees, the Chairperson duly elected for the respective Committee; and
 - c. In all other cases, the person appointed for such purpose by the Board of Directors.

Quorum/Notice of Motion

- 7.5 For the purposes of conducting a meeting, no quorum is necessary.
- a. For the purposes of passing a Motion, a quorum will be fifty percent (50%) of the following:
 - i. Board of Directors
 - b. No motion shall be moved or passed without the presence of the President or President designate.
 - c. Any motion from the floor at an Annual General Meeting must be presented as a Notice of Motion to the Secretary, in writing, at least two (2) weeks prior to such meeting. Motions may be introduced and seconded by current members of the Board of Directors at an AGM.

Elections

- 7.6 A member of the Board of Directors must be at least eighteen years of age and must be a member in good standing with the organization.
- a. A member of the Board of Directors can be elected to one position as an Officer of the Corporation.
 - b. No individual may hold a seat on the Board of Directors and simultaneously hold a seat on any other Thunder Bay hockey organization's board.
 - c. No member shall be nominated for President unless he/she has served as a board member at least one term on the Board of Directors or on a Divisional Board.
 - d. The Nominating Committee shall be established 60 days prior to the AGM. The Nominating Committee will consist of 3 officers of the Corporation who are not up for re-election. One of the members shall be one of the Vice-President's whom will be the Chairperson of the Nominating Committee.
 - e. The Secretary shall post all positions up for election on the TBWHA website 45 days prior to the AGM. The Nominating Committee will vet the names and within 15 days of the AGM bring forth the names for nominations for the coming year. If there are no further nominees for the open positions, the names on the list will be acclaimed to the respective board positions.

- f. Further nominations will be accepted, they must be communicated to the Nominating Committee and seconded to be considered for the positions, no less than 15 days prior to the AGM. A non-member of the current season may be nominated by a member in good standing.
 - g. If there is more than one candidate 15 days prior to AGM, a vote will be held at the AGM. If there are any open positions, nominations will be accepted from the floor. A mover and a seconder are required. If there is more than one candidate from the floor, a vote will be held by a poll at the AGM.
 - h. The Nominating Committee will act as the Election Committee and will prepare and distribute ballots, supervise the election, count ballots and shall certify in writing the names of the successful duly elected.
 - i. Voting by proxy will not be accepted.
- 7.7 The election of no more than eight (8) Members of the Board of Directors shall take place at the Annual General Meeting of members.
- a. The Officers of the Corporation shall be elected from within and by the membership at the Annual General Meeting.
 - b. All members voted to the Board of Director position must have a greater than 50% vote to be elected as a Board member.
 - c. Resignation from office must be made in writing to the Secretary.
 - d. Vacancies on the Board of Directors may be appointed as required by the Board of Directors as long as a quorum of 50% of the Directors is in attendance, or at the next Annual General Meeting of members.
 - e. If a quorum of the Board of Directors does not exist, the remaining Directors shall immediately call a meeting to fill the vacancy.

Voting Rules AGM

- 7.8 All Members in good standing as defined in ARTICLE FIVE.ONE (5.1) of the Constitution and who have reached the age of 18 years, including Members of the existing Board of Directors, are eligible to vote at the Annual General Meeting of the TBWHA. In the case of a member under the age of eighteen (18) years, a Parent or Guardian will have the right to vote on their behalf and will receive one voting right regardless of the number of Participants so registered.
- a. There will be no proxy votes.
 - b. No Member will have more than one vote
 - c. Electronic voting will be allowed to occur if deemed necessary by the Chairperson.
 - d. Decisions will be made by a simple majority, unless otherwise determined by the By-Laws.

Voting Rules General Meetings

- 7.9 Only the Members of the Board of Directors may vote at General Meetings with the exception of HONORARY MEMBERS who maintain attendance as prescribed.
- a. There will be no proxy votes.
 - b. No Member will have more than one vote.
 - c. If a Board of Directors member sits on a divisional board, it will be in a non-voting capacity.
 - d. Electronic voting will be allowed to occur if deemed necessary by the Chairperson.
 - e. Decisions will be made by a simple majority, unless otherwise determined by the By-Laws.

Conflict of Interest

- 7.10 Board members are required to notify the Board of Directors of the appropriate Divisional Board of situations where a conflict of interest might exist in the execution of duties related to TBWHA. This includes, but is not limited to, potential financial gain or personal involvement to an extent that judgment could be influenced.
- a. Personal involvement includes, but is not limited to, a team that his/her child plays on, a team or division on which a family member is part of the coaching staff, or any situation with which they or members of their immediate families are involved.
- 7.11 The Board shall decide whether or not the member should be excluded from discussion and/or voting.
- 7.12 In cases which conflict of interest arises, the Board Member in conflict will remove her/himself from the Board of Directors or Divisional Board meeting until the issue has been resolved.

ARTICLE EIGHT

Annual General Meeting (AGM)

- 8.0 There will be an Annual General Meeting of the General Membership of the TBWHA on or before the last day of June. The date, time and location of such meeting will be determined by the President **and communicated to the General Membership of the TBWHA a minimum of 45 days prior and shall include the Agenda** along with any “notices of motion” and Board of Directors positions open for election.

The Agenda for the Annual General Meeting must include but not be limited to:

- a. Minutes of the preceding Annual General Meeting.
- b. Business Arising from the Minutes.
- c. The Annual Financial Statement, shall be prepared and provided to all members of the TBWHA 15 days prior to the AGM.
- d. Other Members’ Reports.
- e. New Business.

- f. Notices of Motion.
 - g. Election of Directors, Officers, and other Members of the Board of Directors.
 - h. The ratification of any Expulsions, By-Laws, Rules and Regulations, Policies, or Appointments to the Board of Directors made by the Board of Directors during the previous year.
 - i. Adjournment.
- 8.1 The newly elected Members will become a Member to be trained under the auspices of the outgoing Member. The outgoing Member will turn over the responsibility of their Office at the season end (June 30). Newly elected members shall make every reasonable effort to attend current Association events (i.e.: Competitive tryouts) for training purposes and to aid in the execution of said events. Newly elected members shall attend the final General Meeting in June.

General Meetings of the Board of Directors

- 8.2 The General Meeting will be held pursuant to ARTICLE SEVEN.
- a. The General Meeting will be attended by Board of Directors only. General Members may be invited, otherwise request permission to attend.
 - b. General Members are encouraged to bring any questions and/or concerns to the appropriate Member of the Board of Directors.
 - c. Within 15 days after a General Meeting the meeting minutes shall be posted on the respective TBWHA website and made available to the General Membership.
- 8.3 The Agenda for the General Meeting must include but not be limited to:
- a. Minutes of the preceding General Meeting.
 - b. Business Arising from the Minutes.
 - c. Correspondence.
 - d. Treasurer's Report.
 - e. Other Members' Reports.
 - f. New Business.

- g. Notices of Motion.
- h. Date of Next Meeting.
- i. Adjournment.

Agenda

- 8.4 An Agenda will be prepared for all meetings of the TBWHA and distributed to or made available in advance, to those Members as may be directed by the President or as may be provided elsewhere in the By-Laws.
- 8.5 All meetings will be conducted according to the order and content of the Agenda prepared for such a meeting.

Special Meeting

- 8.6 The President may call a Special "General" Meeting when deemed necessary.
 - a. The President may call an emergency meeting or a meeting that includes all committee members and the Board of Directors.

ARTICLE NINE

Player Fees

- 9.0 The annual player fees for Participating Members will be established by the appropriate Divisional Boards.

Banking

- 9.1 The banking business of the TBWHA will be transacted with such bank or trust company as the Board of Directors may designate, appoint, or authorize from time to time by Resolution.
 - a. The bank accounts shall only be accessible to the Treasurer, President and a designated Officer.

Authorized Signatures

- 9.2 The signing officers for the TBWHA shall be the Treasurer, President and a designated Director, two (2) of which must sign at all times. Every attempt must be made to secure the Treasurer's signature on each cheque from the TBWHA. If there is a conflict of interest for any of these Officers, the Board of Directors will vote on the signing officers.

Fiscal Year

- 9.3 The fiscal year will be deemed to run from June 1st to May 31st.

ARTICLE TEN

Constitutional Amendment

- 10.0 Notice of any proposed alteration or amendment must be submitted to the Secretary of the TBWHA Board of Directors, in writing, at least forty-five **(45)** days prior to the Annual General Meeting.
- a. No amendment or alteration shall be made to any part of this Constitution except at an Annual General Meeting and only provided that the General Membership receives forty-five **(45)** days' notice of the proposed amendments.
 - b. All amendments or alterations must receive a two-thirds majority of all votes cast.

ARTICLE ELEVEN

By-Laws (PART I), Policies, Procedures and Guidelines (PART II)

- 11.0 The Board of Directors or Divisional Boards may, from time to time, set, repeal, or amend such By-Laws **(PART I)**, Policies, Procedures and Guidelines **(PART II)** as it deems necessary for the conduct of the business of the TBWHA in a manner consistent with this Constitution.
- a. Such changes to the existing By-Laws **(PART I)**, Policies, Procedures and Guidelines **(PART II)** must be submitted in writing to the Secretary of the appropriate board and/or President or Vice-President and included as an agenda item for the General Meeting which such are to be discussed.

- b. Adoption, amendments, revisions or repeals made by the Board of Directors or Divisional Boards shall be circulated to all members 7 days prior to the holding of such a meeting. A quorum of 50% of the Members must be present for the vote.
- c. Any changes to the By-Laws (**PART I**) made by the Board of Directors will be in force at time of their approval unless a time has been specified for its implementation, but subject to ratification by a majority vote at the next Annual General Meeting.
- d. Any changes to the By-Laws (**PART I**) by the Board of Directors which fail to receive ratification may not be reintroduced and any changes made at an Annual General Meeting may not be modified by the Board of Directors, in both cases, for a period of two (2) years.
- e. Any changes to the Policies, Procedures and Guidelines (**PART II**) made by the Divisional Boards will be in force at time of their approval unless a time has been specified for its implementation.

ARTICLE TWELVE

Dissolution of the Corporation

- 12.0 In the event of dissolution, all assets shall be liquidated to pay any and all outstanding debts. The remaining funds shall be donated to a charitable organization as directed by the membership, subject to approval of the Board of Directors.