
CENTRAL YORK GIRLS HOCKEY ASSOCIATION

Constitution, By-laws, and Governance Policies



July 27, 2020

Table of Contents

Preface	6
Constitutional Elements	6
Article I	By-Law Directives & Officials Documents	6
Article II	The Corporation Definitions and Interpretation.....	6
Article III	Purpose & Mission Statement	6
Article IV	General Rules of Directors, Officers, Committees and Members.....	6
I.	Directors.....	7
II.	Officers.....	7
III.	Committees.....	7
IV.	Membership.....	7
V.	Confidentiality.....	7
Article V	Association Policies	7
I.	Playing Rules	7
II.	Registration & Registration Fees.....	7
III.	Waiting Period	7
IV.	House League Policies.....	7
V.	Rep Policies	7
VI.	Harassment and Abuse	7
VII.	Residency	7
VIII.	Dressing Room Policy.....	7
Article VI	Financials.....	7
ARTICLE I	Corporation, Constitution and By-Law Directives	8
Section I	Corporate Information.....	8
II (a)	Corporate Information & Letter Patent	8
Section II	Constitutional Changes	9
III (a)	Alterations.....	9
III (b)	Amendments.....	9
Section III	By-Laws Preface	9
I (a)	By-Law Formation, Amendment, Repeal	9
ARTICLE II	The Corporation.....	9
Section I	Definitions & Interpretation	10
I (a)	Definitions.....	10

I (b)	Interpretation.....	11
I (c)	Corporate Seal.....	11
Section II	General Details of the Corporation.....	11
II (a)	Name.....	11
II (b)	Share Capital.....	11
II (c)	Head Office.....	11
II (d)	Fiscal End.....	11
II (e)	Dissolution.....	12
II (f)	Affiliations & Memberships.....	12
II (g)	Governance.....	12
Section III	Terms.....	12
III (a)	Execution of Documents.....	13
III (b)	Invalidity of any Provisions of this By-law.....	13
III (c)	Omissions and Errors.....	13
III (d)	Mediation and Arbitration.....	13
III (e)	Dispute Resolution Mechanism.....	13
III (f)	Appeals.....	15
III (f)	Method of Giving Any Notice.....	16
Article III	Purpose and Mission of Organization.....	16
Section I	Corporate Purpose.....	16
Section II	Mission Statement.....	17
Section III	Logo.....	18
	Official Logo.....	18
	Use of Logo.....	18
Article IV	General Rules of Directors, Officers, Committees, and Members.....	18
Section I	Directors.....	18
I (a)	Number of Directors.....	18
I (b)	Directors' Qualifications.....	19
I (c)	Term of Office of Directors.....	20
I (d)	Vacancies, Executive.....	20
I (e)	Insurance.....	20
I (f)	Calling of Meetings of Executive.....	20
I (g)	Notice of Meeting of Executive.....	21

I (h)	Regular Meetings of the Executive	21
I (a)	Votes to Govern at Meetings of the Executive	21
I (j)	Indemnities to Directors	21
I (k)	Protection of Directors and Officers	22
I (l)	Bonding	22
I (m)	Meetings by Teleconference.....	22
I (n)	Participation by Telephone or Electronic Means.....	23
I (o)	Resolutions in Lieu of Meeting.....	23
I (p)	Committees of the Executive.....	23
Section II	Duties of the Officers of the Corporation	24
II (a)	Officers.....	24
II (b)	Duties of the Executive Officers.....	24
II (c)	Vacancy in Office.....	30
II (d)	Removal of Officers.....	30
II (e)	Delegation of Officers Duties	31
II(f)	Place of Meetings.....	31
II (g)	Calling of Meetings.....	31
II(h)	Rules of Conduct	31
II (i)	Voting Rights	32
Section III	Committees – Duties of Positions.....	33
III (a)	Hockey Management Committee.....	34
III(b)	Policy and Discipline Committee.....	37
III(c)	Hockey Development Committee	38
III (d)	Tournament Committee	38
III(e)	Marketing / Fundraising Committee.....	39
Section IV	Membership.....	39
IV (a)	Classes of Membership	40
IV (b)	Terms of Membership.....	40
IV (c)	Honorary Life Members	40
IV (d)	Membership Termination:	40
IV (d)	Membership Year.....	41
IV (c)	Discipline of Members	41
IV (e)	Notice of Members Meeting.....	41

IV (h)	Proposals Nominating Directors at Annual Members' Meetings	42
IV (i)	Cost of Publishing Proposals for Annual Members' Meetings.....	42
IV (j)	Place of Members' Meeting.....	42
IV (k)	Persons Entitled to be Present at Members' Meetings	42
IV (l)	Voting Privileges.....	42
IV (l)	Chair of Members' Meetings.....	44
IV (m)	Quorum at Members' Meetings	44
IV (n)	Votes to Govern at Members' Meetings.....	45
Section V	Confidentiality and Conflicts of Interest	45
V (a)	Confidentiality.....	45
V (b)	Conflict of Interest	45
Article V	Association Policies & Procedures.....	46
Section I	Playing Rules	46
Section II	Registration and Registration Fees	46
II (a)	Registration.....	46
II (b)	Notification of Fees Due.....	47
II (c)	Member Resignation Refunds.....	47
II (d)	Refund Process & Policy.....	47
Section III	Waiting Period	48
Section IV	House League Policies.....	48
Section V	Rep Team Policies	48
Section VI	Harassment and Abuse Policy.....	48
Section VII	Residency	49
Section VIII	Dressing Room Policy.....	49
ARTICLE VI	Financials.....	49
Section I	Definitions.....	49
Section II	Financial Administration	50
II (a)	Execution of Documents	50
II (b)	Definitions.....	50
II (c)	Operating Year	50
II (d)	Cheques, Drafts, Notes, Etc.....	50
II (e)	Books and Records.....	51
II (f)	Banking Arrangements.....	51

II (g) Borrowing Powers..... 51
II (h) Annual Financial Statements Review 51
II(i) Distribution of Annual Financial Statements 52
II (j) Remuneration 52
II (k) Reserves 52
II (l) Capital Expenditures Limit 52

Constitution

Preface

The Central York Girls' Hockey Association originated in Aurora in 1993 with 120 players, 8 teams, playing one game per week and practicing every other week. Since then, the CYGHA has grown to over 1000 members and volunteers, comprised of both a House League and a Rep League, for girls and women of all ages, playing multiple times per week, in multiple communities. Annually, the CYGHA hosts three (3) tournaments including the Silver Stick and is privileged to have hundreds of volunteers from coaches to fundraisers, which all help to make this a successful organization. The CYGHA looks forward to continued growth with an aim to promoting women's hockey in Aurora, Newmarket, Bradford, Richmond Hill, and surrounding areas.

Constitutional Elements

Article I By-Law Directives & Officials Documents

- I. Corporate Information & Letters Patent
- II. Constitution Changes
- III. By-Law Preface

Article II The Corporation Definitions and Interpretation

- I. General Details of the Corporation
- II. Terms
- III. Organizational Chart

Article III Purpose & Mission Statement

- I. Purpose
- II. Mission
- III. Logo

Article IV General Rules of Directors, Officers, Committees and Members

- I. Directors
- II. Officers
- III. Committees
- IV. Membership
- V. Confidentiality

Article V Association Policies

- I. Playing Rules
- II. Registration & Registration Fees
- III. Waiting Period
- IV. House League Policies
- V. Rep Policies
- VI. Harassment and Abuse
- VII. Residency
- VIII. Dressing Room Policy

Article VI Financials

- I. Definitions
- II. Financial Administration


ARTICLE I Corporation, Constitution and By-Law Directives

Section I Corporate Information


II (a) Corporate Information & Letter Patent

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Ontario Corporation Number
Numéro de la société en Ontario
1922400



LETTERS PATENT
This application constitutes the charter of the corporation which is issued by these Letters Patent dated this



LETTRES PATENTÉES
La présente demande forme la charte de la société constituée en personne morale par lettres patentes date le

NOVEMBER 14 NOVEMBRE, 2014

Minister of Government Services
[Signature]
per/par Director / Directeur

Le ministre des Services gouvernementaux

Form 2 Corporations Act
Formule 2 Loi sur les personnes morales

APPLICATION FOR INCORPORATION OF A CORPORATION WITHOUT SHARE CAPITAL
REQUÊTE EN CONSTITUTION D'UNE PERSONNE MORALE SANS CAPITAL-ACTIONS

1. The name of the corporation is: (Set out in BLOCK CAPITAL LETTERS)
Dénomination sociale de la société : (Écrire en LETTRES MAJUSCULES SEULEMENT)

C	E	N	T	R	A	L		Y	O	R	K		G	I	R	L	S		H	O	C	K	E	Y		A	S	S	O
C	I	A	T	I	O	N																							

2. The address of the head office of the corporation is:
Adresse du siège social:
14845 YONGE STREET, UNIT6, BOX 130
(Street & Number or R.R. Number & if Multi-Office Building give Room No.)
(Rue et numéro ou numéro de la R.R. et, s'il s'agit d'un édifice à bureaux, numéro du bureau)

AURORA Ontario

L	4	G	6	H	8
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(Name of Municipality or Post Office) (Postal Code)
(Nom de la municipalité ou du bureau de poste) (Code postal)

3. The applicants who are to be the first directors of the corporation are:
Requérants appelés à devenir les premiers administrateurs de la personne morale :

First name, middle names and surname Prénom, autres Prénoms et nom de famille	Address for service, giving Street & No. or R.R. No., Municipality, Province, Country and Postal Code Domicile élu, y compris la rue et le numéro, le numéro de la R.R. ou le nom de la municipalité, la province, le pays et le code postal
Mike Shields	101 Fern Valley Cr., Richmond Hill, Ontario L4E 2J6
Katie Williams	574 Pearson Street, Newmarket, Ontario L3Y 1G3
Heather Clarke	18 Hollingshead Drive, Aurora, Ontario L4G 5J8

Section II Constitutional Changes

III (a) Alterations

The Constitution of the Association shall not be altered except at an Annual General Meeting and notice of alterations shall be given to the secretary in writing on or before April 30th. All proposals for alterations to the constitution will be made available to the membership 60 days before the Annual General Meeting.

III (b) Amendments

Amendments to the Constitution may be proposed by any member in good standing of the CYGHA, 60 days minimum in advance of the AGM.

Alterations and amendments to the Constitution will be voted on at the Annual General Meeting and must be passed by a majority vote of the members in attendance. Any changes to the Constitution will require a majority vote to be passed.

Section III By-Laws Preface

I (a) By-Law Formation, Amendment, Repeal

Subject to the articles, the Executive may, by resolution, make, amend, or repeal any by-laws that regulate the activities or affairs of the Corporation. Any such by-law, amendment or repeal shall be effective from the date of the resolution of directors until the next meeting of members where it may be confirmed, rejected, or amended by the members by ordinary resolution. If the by-law, amendment, or repeal is confirmed or confirmed as amended by the members it remains effective in the form in which it was confirmed. The by-law, amendment, or repeal ceases to have effect if it is not submitted to the members at the next meeting of members or if it is rejected by the members at the meeting.

This section does not apply to a by-law that requires a special resolution of the members because such by-law amendments or repeals are only effective when confirmed by members.

ARTICLE II The Corporation

Section I Definitions & Interpretation

I (a) Definitions

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

"Act" means the *Provincial Not-For-Profit Corporations Act* S.C. 2010, c. 15 including the Regulations made pursuant to the Act, and any statute or regulations that may be substituted, as amended from time to time.

"Articles" means the original or restated articles of incorporation or articles of amendment, amalgamation, continuance, reorganization, arrangement, or revival of the Corporation.

"Board of Directors" means the elected group of members who manage and direct the organization.

"Executive Officers" means the group of individuals responsible for running the organization, namely, President, VP Rep, VP House, VP Women, Treasurer, Secretary, and Past President (when necessary).

"Executive" for the purposes of this Constitution refers to both the Board of Directors and the Executive Officers who are one and the same.

"By-law" means the by-laws of the Corporation as amended and which are, from time to time, in force and effect.

"Meeting of members" includes an annual meeting of members or a special meeting of members; "special meeting of members" includes a meeting of any class or classes of members and a special meeting of all members entitled to vote at an annual meeting of members.

"Ordinary resolution" means a resolution passed by a majority of not less than 50% plus 1 of the votes cast on that resolution.

"Proposal" means a proposal submitted by a member of the Corporation.

"Regulations" means the regulations made under the Act, as amended, restated or in effect from time to time.

"Special resolution" means a resolution passed by a majority of not less than two-thirds (2/3) of the votes cast on that resolution.

I (b) Interpretation

In the interpretation of these articles and by-laws, words in the singular include the plural and vice-versa, words in one gender include all genders, and "person" includes an individual, body corporate, partnership, trust, and unincorporated organization.

Other than as specified above, words and expressions defined in the Act have the same meanings when used in these articles and by-laws.

I (c) Corporate Seal

The Corporation may have a corporate seal in the form approved from time to time by the Executive. If a corporate seal is approved by the Executive, the secretary of the Corporation shall be the custodian of the corporate seal.

Section II General Details of the Corporation

II (a) Name

The Name of the Association shall be known as the Central York Girls Hockey Association which will be referred to in this constitution as CYGHA (and/or the "Corporation" or "Association").

II (b) Share Capital

CYGHA will be a corporation without share capital and operating not for profit in accordance with the Corporation Act and all other applicable laws of the province of Ontario.

II (c) Head Office

The head office of the Association shall be 14845 Yonge Street, Unit 6, Box 130, Aurora ON. Members shall be informed of the head office location.

II (d) Fiscal End

The financial and operating year of the Association shall commence on May 1 and end on the following April 30 of each year.

II (e) Dissolution

Upon the dissolution of the corporation and after the payment of all debts and liabilities, its remaining property shall be distributed or disposed of to charitable organizations which carry on their work solely in Ontario.

II (f) Affiliations & Memberships

The Association is affiliated with the Ontario Women’s Hockey Association (“OWHA”). This membership can only be revoked through a vote of 75% of the membership in attendance at a special meeting of the membership called for this purpose with at least 14 days’ notice and called in accordance with this constitution. Shall the OWHA cease operations; a special meeting of the membership shall be called to discuss ongoing operations of the CYGHA and subsequent membership in any associations.

The Association shall adhere to and be bound by the rules and regulations of:

- i. Hockey Canada.
- ii. The Ontario Women’s Hockey Association (OWHA).
- iii. Lower Lakes Female Hockey League (“LLFHL”)
- iv. Provincial Women’s Hockey League (“PWHL”)
- v. Others as approved by the Association

II (g) Governance

Operation of the CYGHA shall be governed by these Articles, By-Laws, the rules, and regulations of the OWHA, and any policies or procedures that the Executive approves provided they are approved in accordance with the articles and by-laws of the corporation.

Section III Terms

III (a) Execution of Documents

Documents requiring execution by the Corporation may be signed by any three (3) of the designated directors / officers, and all documents so signed are binding upon the Corporation without any further authorization or formality. The Executive may from time to time appoint any officer or officers or any person or persons, on behalf of the corporation, either to sign documents generally or to sign specific documents. The corporate seal of the corporation may, when required, be affixed to documents executed in accordance with the foregoing.

III (b) Invalidity of any Provisions of this By-law

The invalidity or unenforceability of any provision of these articles shall not affect the validity or enforceability of the remaining provisions of these articles.

III (c) Omissions and Errors

The accidental omission to give any notice to any member, director, officer, member of a committee, the Executive or public accountant, or the non-receipt of any notice by any such person where the Corporation has provided notice in accordance with these articles or any error in any notice not affecting its substance shall not invalidate any action taken at any meeting to which the notice pertained or otherwise founded on such notice.

III (d) Mediation and Arbitration

Disputes or controversies among members, Executive, officers, committee members, or volunteers of the Corporation are as much as possible to be resolved in accordance with mediation and/or arbitration as provided in the section on dispute resolution mechanism of these articles or by-laws.

III (e) Dispute Resolution Mechanism

In the event that a dispute or controversy among members, directors, officers (Executive) committee members or volunteers of the Corporation arising out of, or related to the articles or by-laws, or out of any aspect of the operations of the Corporation is not resolved in private meetings between the parties then without prejudice to or in any other way derogating from the rights of the members, directors, officers (Executive), committee members, employees or volunteers of the Corporation as set out in the articles, or by-laws, and as an alternative to such person instituting a law suit or legal action, such dispute or controversy shall be settled by a process of dispute resolution as follow:

- i. A committee for Discipline Procedures shall include the Discipline Chairperson, and at least 2 other people. A Member of the Executive should be part of the committee provided he/she unbiased. Once the committee is established the Discipline Chairperson must inform the President who will be serving on the committee. If the President has some involvement in the investigations, at least one Vice President from the Executive must be informed of the committee members.
- ii. The Discipline Chair has the authority to temporarily suspend any member of the CYGHA from his/her duties or from participating on a team after reviewing sufficient information and/or after initial investigations of an incident or person being investigated. Any suspension or recommendation of release must be reported to the Executive.
- iii. The Selection of a Disciplinary Committee is at the discretion of the Discipline Chair. Best efforts must be made to include current members of the CYGHA to be part of the committee. Past members can be considered. Other people experienced may serve on the committee as per their experience and insight into the issue. Co-ordination of the committee and scheduling meetings is the responsibility of the Discipline Chair. Establishing an appropriate disciplinary committee should be a priority.
- iv. The Discipline Committee shall maintain all matters with strict confidentiality.
- v. The Discipline Committee shall conduct itself with fairness and impartiality and shall provide a full opportunity for all parties to be heard
- vi. A member of the committee shall keep notes as necessary of the events and conversations from the hearing. The Discipline Chair is responsible for writing a summary of the investigation and submit it to a member of the Executive.
- vii. Any suspension in ANY OWHA sanctioned game must be reported within 24 hours of the infraction to the Discipline Chairperson. In their absence the infraction must be reported to another member of the committee. Such infractions must be reported to the OWHA by the chairperson within 24 hours.
- viii. The Discipline Committee must follow the minimum suspension guidelines as circulated annually by the OWHA. Additional suspensions by the committee require Executive approval. If additional suspensions are a recommendation, the Executive should uphold the recommendations.
- ix. The Discipline Committee may make recommendation to the Executive to suspend any Association member whose conduct or actions may discredit the Association or the sport of women's hockey, whether such action or conduct was on or off the ice.
- x. The Discipline Committee can take independent action to determine whether conduct has been inappropriate. Action can consist of interviews, written reports, etc. The Executive must be notified prior to the commencement of such action. Recommendation of corrective or disciplinary action must be presented to and approved by the Executive.

- xi. The Discipline Chair can review complaints forwarded to him/her and make a recommendation to the Executive without a full Discipline Committee investigation.
- xii. Any member of the CYGHA who withholds information from the Discipline Chair in attempts to avoid an investigation can also be suspended from his/her duties. Incidents shall be reported in a timely matter.

III (f) Appeals

Matters that may be appealed:

- i. A suspension of more than seven games imposed by the Association or the OWHA Disciplinary Executive. (To the OWHA Disciplinary Committee ONLY)
- ii. Any suspension that exceeds the minimum suspension as outlined by the OWHA and CYGHA.

Appeal procedures will be as follows:

- i. A team or individual shall submit written documentation stating the reasons for the appeal and facts supporting the appeal to the Discipline Chairperson.
- ii. For a suspension of more than one third of the total games in the playing season or any number of suspensions that is over the minimum, an appeal must be filed within 48 hours of receipt of suspension.
- iii. A \$200.00 certified cheque must accompany the appeal. This may be refunded at the discretion of the Discipline Committee.
- iv. A date for an appeal hearing shall be set within seven days of the appeal being filed. The date for the appeal hearing shall be no more than 14 days after the filing date.
- v. The Discipline Chairperson shall notify all parties of the appeal date as soon as it has been set.
- vi. Only the Executive has the authority to uphold, decrease or increase suspensions more than minimum except where handed down by OWHA or Hockey Canada. Their disciplinary process/appeals then take precedence.
- vii. The Discipline Committee shall render its decision not more than five days after the hearing.

All costs of the mediators appointed in accordance with this section shall be borne equally by the parties to the dispute or the controversy. All costs of the arbitrators appointed in accordance with this section shall be borne by such parties as may be determined by the arbitrators.

III (f) Method of Giving Any Notice

Any notice (which term includes any communication or document), other than notice of a meeting of members or a meeting of the Executive, to be given (which term includes sent, delivered or served) pursuant to the Act, these articles, the by-laws or otherwise to a member, director, officer or member of a committee of the Executive or to the public accountant shall be sufficiently given:

- i. if delivered personally to the person to whom it is to be given or if delivered to such person's address as shown in the records of the Corporation or in the case of notice to a director to the latest address as shown in the last notice that was sent by the Corporation in accordance with section 128 (Notice of directors) or 134 (Notice of change of directors) of the Act,
- ii. if mailed to such person at such person's recorded address by prepaid ordinary or air mail,
- iii. if sent to such person by telephonic, electronic, or other communication facility at such person's recorded address for that purpose, or
- iv. if provided in the form of an electronic document in accordance with Part 17 of the Act.

A notice so delivered shall be deemed to have been given when it is delivered personally or to the recorded address as aforesaid; a notice so mailed shall be deemed to have been given when deposited in a post office or public letter box; and a notice so sent by any means of transmitted or recorded communication shall be deemed to have been given when dispatched or delivered to the appropriate communication company or agency or its representative for dispatch. The secretary may change or cause to be changed the recorded address of any member, director, officer, public accountant, or member of a committee of the Executive in accordance with any information believed by the secretary to be reliable. The declaration by the secretary that notice has been given pursuant to these articles and by-laws shall be sufficient and conclusive evidence of the giving of such notice. The signature of any director or officer of the Corporation to any notice or other document to be given by the Corporation may be written, stamped, type-written or printed or partly written, stamped, type-written or printed.

Article III Purpose and Mission of Organization

Section I Corporate Purpose

The purpose of CYGHA is to provide a regulated association for the participation and enjoyable experience for all female hockey players of all ages in the Region of York.

Section II Mission Statement

The CYGHA's Mission is to provide the best recreational sport experience for female hockey players of all ages in York Region. The Corporation will achieve its mission by meeting the following objectives:

- i. To promote hockey as a game played primarily for enjoyment while also fostering skill development, fair play, and teamwork.
- ii. To ensure that each player, to the extent possible, will be able to participate in a hockey program suited to that player's skill and abilities.
- iii. To exercise supervision and direction over its players, coaches, managers, spectators, and Executive, with emphasis on the development of good character and friendship.
- iv. To establish and maintain, within available resources, a variety of hockey programs (developmental, house league, representative, and competitive) for all age groupings with the intent to provide lifelong opportunities for girls and women.
- v. To support the aims and objectives of Hockey Canada and the Ontario Women's Hockey Association.
- vi. To administer the Association without purpose of monetary gain for its members.
- vii. Any profits or other accretions to the Association shall be used for promoting its objectives.
- viii.** To promote honesty, integrity, and respect among parents, players, and members of our association (refer to the Good Sport document/code of conduct).

Section III Logo

Official Logo



Use of Logo

The logo may only be used for such purposes and in such manner and may only be reproduced in such materials and colours as may be approved in writing by the Executive of the CYGHA. CYGHA shall retain the rights to the logo.

Article IV General Rules of Directors, Officers, Committees, and Members

Section I Directors

I (a) Number of Directors

The number of Directors for the Corporation shall be a maximum of 15 as specified in the articles, which shall include the six (6) elected Executive Officer positions, namely Executive Chair/President, VP Rep, VP House League, VP Women's League, Treasurer, & Secretary who are by virtue of their office automatically deemed Executive Directors by these articles under Section 23 (4) of the Ontario Corporations Act, plus one (1), namely, the Immediate Past President. These seven positions shall be deemed the Executive Officers of the Association and shall be referred to as the 'Executive'. The Executive shall have power to fill any vacancies, which may occur in its number.

- i. No person shall be qualified to be a director or officer if:
- ii. He or she is less than 18 years of age.
- iii. He or she is not an individual.
- iv. He or she is of unsound mind and has been so found by a court in Canada or elsewhere.

- v. He or she has been charged or convicted of an indictable criminal offence under the Criminal Code of Canada for which he or she has not been pardoned.
- vi. He or she fails to provide a current security clearance; or
- vii. He or she ceases to be a member pursuant to Article IV.

I (b) Directors' Qualifications

Each director:

- i. Shall be at least eighteen (18) years of age.
- ii. Shall not be disqualified from being a director by virtue of applicable law.
- iii. Shall be and remain, throughout his or her term of office, qualified as a voting member of the Corporation in good standing.
- iv. Shall become a member within ten (10) days after the date of his or her election, and each director shall so certify to the Association.
- v. Shall have served previously as an elected officer or committee member in good standing of the Association. Failing that, if no person with such qualifications is nominated by the deadline set for nominations, any member may be nominated for the Executive for vote on at the annual general meeting.
- vi. Shall be removed from the office on a written recommendation to the Executive, signed by all other Executive members and approved by a majority vote from the full Executive, for non-performance of duties outlined in Section II of article IV.
- vii. Shall appoint all Honorary Life Members.

Furthermore,

- viii. The Executive shall have the power to suspend or discipline any member or service connected with the Association that does not promote the Association's values or upholds the standards as set out by these articles and by-laws, the Good Sport Code of Conduct, OWHA or Hockey Canada
- ix. Management of the Association shall be vested in the Executive as determined by these articles and by-laws and with due regard for the promotion of the Association's purpose.
- x. Administrative authority between Annual General Meetings shall be executed by the Executive including the establishment of policies, by-laws the rules of play.

Should it be discovered that a director was elected by means of misrepresentation, erroneous information, falsehoods, or omission of fact, or that such director does not support the Corporation's Mission Statement, that director shall not be qualified to continue as a director and shall cease to be a director.

I (c) Term of Office of Directors

The directors shall be elected to hold office for a term expiring not later than the close of the second annual meeting of members following the election.

I (d) Vacancies, Executive

- i. When an Executive position cannot be elected at an AGM, or when an Executive position(s) becomes vacant, the Executive shall have the power, by majority resolution, to fill any vacancies which may occur in its number. A majority of Executive present at a meeting of Executives must fill a vacancy among the Executives within 90 days. An Executive filling a vacancy holds office until the next annual meeting of members of the Corporation.
- ii. All efforts must be made to fill all Executive positions. If the Executive cannot fill positions within ninety (90) days of a vacancy, the Executive must convene an Annual Meeting or a Special General Meeting to fill all Executive vacancies.
- iii. If more than two (2) of the Executive members elected at an AGM resign or are removed from office, the remaining Executive members must convene an Annual Meeting or a Special General Meeting to fill all Executive vacancies within ninety (90) days.
- iv. All vacancies must be posted on the league website and sent via email to members of CYGHA. An email for nominations for vacancies must be sent to the membership prior to any election of new Executive members.

I (e) Insurance

The Corporation may purchase and maintain insurance for the benefit of any person referred to in Article 6.0 to the extent permitted by the Act.

I (f) Calling of Meetings of Executive

Meetings of the Executive shall be called as required but at least five times per year.

I (g) Notice of Meeting of Executive

Notice of the time and place for the holding of a meeting of the Executive shall be given not less than 7 days before the time when the meeting is to be held. Notice of a meeting shall not be necessary if all of the directors are present, and none objects to the holding of the meeting, or if those absent have waived notice of or have otherwise signified their consent to the holding of such meeting. Notice of an adjourned meeting is not required if the time and place of the adjourned meeting is announced at the original meeting. Unless these articles otherwise provide, no notice of meeting need specify the purpose or the business to be transacted at the meeting except that a notice of meeting of the Executive shall specify any matter referred to in subsection 34 (3) – Notice of Director’s Meetings of the Act that is to be dealt with at the meeting.

I (h) Regular Meetings of the Executive

The Executive may appoint a day or days in any month or months for regular meetings of the Executive at a place and hour to be named. A copy of any resolution of the Executive fixing the place and time of such regular meetings of the Executive shall be sent to each director forthwith after being passed, but no other notice shall be required for any such regular meeting except if subsection 36(2) (Limitation) of the Act requires the purpose thereof or the business to be transacted to be specified in the notice. With prior notice, any Association member shall be permitted to attend any Executive meeting but cannot participate without permission from the Executive.

I (a) Votes to Govern at Meetings of the Executive

Questions arising at any meeting of the Executive shall be decided by a quorum which shall consist of no less than three members of the Executive. At all meetings of the Executive every question shall be decided by a show of hands unless a poll on the question is required by the Chair or requested by any director. A declaration by the Chair that a resolution has been carried and an entry to that effect in the minutes is conclusive evidence of the fact without proof of the number or proportion of votes recorded in favor of or against the resolution.

I (j) Indemnities to Directors

Subject to the provisions of the Act, every director or officer of the Corporation and his or her heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless, out of the funds of the Corporation, from and against:

- i. all costs, charges and expenses whatsoever which the director sustains or incurs in or about any action, suit or proceeding which is brought,

commenced or prosecuted against him or her for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him or her in or about the execution of the duties of his/her office.

- ii. all other costs, charges, and expenses which s/he sustains or incurs in or about or in relation to the affairs thereof, except the costs, charges or expenses occasioned by his/her own willful neglect or default.

Furthermore,

- i. a director or officer cannot be indemnified for liability that relates to his or her failure to act honestly and in good faith in performing his/her duties.
- ii. in the event of being charged with a criminal act or summary offence, any plea arrangement negates the obligation of the Corporation to indemnify that director.

I (k) Protection of Directors and Officers

No director or officer of the Corporation shall be liable for the acts, receipts, neglects or defaults of any other director or officer or employee or for joining in any receipt or act for conformity or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by the Corporation 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/her respective office or trust or in relation thereto unless the same shall happen by or through his/her own wrongful and willful act or through his/her own wrongful and willful neglect or default.

I (l) Bonding

The Executive may require that any director, officer, employee, or other person who is handling funds on behalf of the Corporation be bonded in such amounts as may be determined by the Executive.

I (m) Meetings by Teleconference

The Executive may meet by video conference provided that either a majority of the Executives consent to this in writing or meetings by video conference has been approved by a resolution passed by the Executive.

Meetings by Other Electronic Means:

The Executive may meet by other electronic means that permits each Executive member to communicate adequately with each other, provided that:

- i. The Executive have passed a resolution addressing the mechanics of holding such a meeting and dealing specifically with how security issues should be handled, the procedure for establishing quorum and recording votes.
- ii. Each Executive member has equal access to the specific means of communications to be used.
- iii. Each Executive member has consented in writing in advance to meeting by electronic means using the specific means of communication proposed for the meeting.

I (n) Participation by Telephone or Electronic Means

A member of the Executive participating in a meeting either by telephone or other electronic means shall be deemed for the purposes of the Act to have been present at that meeting. Written consent to meeting by teleconference or electronic means may be given before or after the meeting to which it relates or may be a “blanket” consent relating to all meetings of the Executive and/or committees of the Executive.

I (o) Resolutions in Lieu of Meeting

A resolution in writing signed by all members of the Executive entitled to vote on that resolution at a meeting of the Executive is as valid as if it had been passed at a meeting of the Executive. A resolution in writing by all the members of the Executive shall be of the same force and effect as if it had been duly passed at a meeting of the Executive. Any resolution in writing signed by all the Executive members may be delivered by electronic means, including by email or by facsimile, and may be relied upon as an original. Such resolution may be signed in one or more counterparts and shall be effective as of the date stated to be the effective date thereof.

I (p) Committees of the Executive

The Executive may from time to time appoint any committee or other advisory body, as it deems necessary or appropriate for such purposes and, subject to the Act, with such powers as the Executive shall see fit. Any such committee may formulate its own rules of procedure, subject to such regulations or directions as the Executive. Any committee member may be removed by resolution of the Executive.

Section II Duties of the Officers of the Corporation

II (a) Officers

The Executive Officers as outlined in Article IV / Section I (a) shall include six (6) elected Executive positions, namely Executive Chair/President, VP Rep, VP House League, VP Women's League, Treasurer, & Secretary.

II (b) Duties of the Executive Officers

Unless otherwise specified by the Executive (which may, subject to the Act modify, restrict or supplement such duties and powers), the Executive Officers of the Corporation, if designated and if officers are appointed, shall have the following duties and powers associated with their positions:

- i. President (Chair) – If appointed, the president shall be the chief executive officer of the Corporation and shall be responsible for:

Overseeing the general management of the Corporation, including the following:

- a) Shall preside at all General Annual Meetings, Executive and Officers meetings of the CYGHA
- b) Shall submit to the Annual General Meeting a report of the Association's Activities over the previous year
- c) Shall act as Chief Executive Officer of the Association with authority to act wherever necessary but subject to subsequent ratification by the Executive
- d) Shall represent the CYGHA at the OWHA level.
- e) Shall, in conjunction with VP of Rep, chair a committee of members to select coaches for the representative teams
- f) May, in conjunction with the Vice-President of HL and Division Convener select coaches for the House League teams
- g) In absence of President, President shall designate a replacement for his or herself from the pool of Vice Presidents.
- h) Shall oversee all ice allocation in co-ordination with the Ice Assignor, League Administrator, and VP's of each league. The president must ensure all ice is allocated equally with consideration to the needs of the league.
- i) The President in co-ordination with the VP's of each league and the Executive should identify the league's annual priorities for growth and development of the CYGHA's programs and leagues at the first meeting following the AGM. These annual priorities shall be reviewed in the January Executive meeting and/or prior to any Rep team planning.

Implementing the strategic plans and policies of the Corporation, which include but are not limited to:

Mission, Policy, and Planning

- a) Help the Executive determine CYGHA's values, mission, vision, and short- and long-term goals.
- b) Help the Executive monitor and evaluate CYGHA's relevancy to the community it serves, its effectiveness, and its results.
- c) Keep the Executive fully informed on the condition of CYGHA and on all the important factors influencing it.
- d) Identify problems and opportunities and addresses them; brings those which are appropriate to the Executive and/or its committees; and, facilitates discussion and deliberation.
- e) Inform the Executive and its committees about trends, issues, problems, and activities to facilitate policymaking. Recommends policy positions.

Shall, subject to the authority of the Executive, have general supervision of the affairs of the Corporation, which include but are not limited to:

Management and Administration

- a) Provides general oversight of all CYGHA activities, and assures a smoothly functioning, efficient organization.
- b) Responsible for communicating either personally or through delegation, the strategy and direction of the corporation to the various committees.
- c) Assures program quality and organizational stability through development and implementation of standards and controls, systems and procedures, and regular evaluation.
- d) Assures a work environment that recruits, retains, and supports quality staff and volunteers. Assures process for selecting, development, motivating, and evaluating staff and volunteers.
- e) Encourages a team atmosphere by setting the culture, values, and behaviour of the Corporation.
- f) Recommends staffing and financing to the Executive. In accordance with Executive action, recruits' personnel, negotiates professional contracts.
- g) Specifies accountabilities for management personnel (whether paid or volunteer) and evaluates performance regularly.

Governance

- a) Helps the Executive formulate its own role and accountabilities and that of its committees and individual members and helps evaluate performance regularly.
- b) Enables the Executive to fulfill its governance functions and facilitates the optimum performance by the Executive, its committees and individual Executive members.
- c) Focuses Executive attention on long-range strategic issues.
- d) Manages the Executive's due diligence process to assure timely attention to core issues.
- e) Works with the Executive officers and committee chairs to get the best thinking and involvement of each Executive member and to stimulate each Executive member to give his or her best.
- f) Recommends volunteers to participate in the Executive and its committees.

Financing

- a) Working with the Executive to allocate capital to programs and services that will best serve the short and long-term goals and direction of the Corporation, while maintaining cost-effective measures and an acceptable level of quality.
- b) Oversees the fiscal activities of the organization including budgeting, reporting and audit.
- c) Assure an effective fund development program by serving as the chief development officer or hiring and supervising an individual responsible for this activity.
- d) Help guide and enable the Executive, its fund development committee(s) and its individual Executive members to participate actively in the fund development process.
- e) Help the Executive and its development committee design, implement and monitor a viable fundraising plan, policies, and procedures.
- f) Participate actively in identifying, cultivating, and soliciting donor prospects either personally or through delegation.
- g) Assure the availability of materials to support solicitation.
- h) Assure the development and operation of gift management systems and reports for quality decision-making.

Community Relations

- a) Facilitate the integration of CYGHA into the fabric of the community by using effective marketing and communications activities.
- b) Act as an advocate, within the public and private sectors, for issues relevant to CYGHA, its services and constituencies.

- c) Listen to sponsors, volunteers, donors, and other stakeholders in the community to improve services and generate community involvement. Assures community awareness of CYGHA’s response to community needs.
 - d) Serve as chief spokesperson for CYGHA, assuring proper representation of CYGHA to the community.
 - e) Initiate, develop, and maintain cooperative relationships with key constituencies.
 - f) Work with legislators, regulatory agencies, volunteers, and representatives of the not-for-profit sector to promote legislative and regulatory policies that encourage a healthy community and address the issues of CYGHA’s constituencies.
- ii. VP – Rep - If appointed, the VP Rep shall have such powers and duties as the Executive may specify to include:
- a) Performing the duties of the President in the President’s absence if requested by the President.
 - b) Being responsible for the operations of the Association OWHA Rep teams.
 - c) Establishing such committees as may be necessary to assist in the organization and operations of the OWHA Rep teams.
 - d) Submitting to the AGM a report concerning the OWHA Rep teams.
 - e) Ensuring that the OWHA Rep teams are kept up to date on policy and procedures that may affect them.
 - f) Being one of the three signing officers for the Association, if required.
 - g) Being a member of the Discipline Committee when a disciplinary matter involves a member from a Rep team. Will represent the Vice-President of House League or Vice President of Women’s Division in cases of conflict of interest.
 - h) Chairing the Rep Coaches Committee, including President, in accordance with current bylaws.
 - i) In conjunction with the President, selecting coaches for the Rep teams.
 - j) Not being in an active Coaching position unless approval is given by the current Executive.
- iii. VP – House League If appointed, the VP - HL shall have such powers and duties as the Executive may specify to include:

- a) Performing the duties of the President in the President's absence if requested by the President.
 - b) Being responsible for the Association's House League and Development Stream teams.
 - c) Submitting to the AGM a report concerning the House League and Development Stream teams.
 - d) Establishing such committees as may be necessary to assist in the organization and operation of the House League.
 - e) Ensuring that all House League Conveners and Team Officials are kept up to date on policy and procedure that may affect them.
 - f) Being a member of the Disciplinary Committee when such matters involve a member of the House League. Will represent the Vice-President of Rep or Vice President of Women's Division in the case of conflict of interest.
 - g) Overseeing the equalization of the House League teams.
 - h) In conjunction with the Division Conveners, and President when necessary, selecting House League Coaches.
- iv. VP – Women's Division - If appointed, the VP WD shall have such powers and duties as the Executive may specify to include:
- a) Performing the duties of the President in the President's absence if requested by the President.
 - b) Being responsible for the Associations Women's Division (House league) teams.
 - c) Submitting to the AGM a report concerning the Women's Division.
 - d) Establishing such committees as may be necessary to assist in the organization and operation of the Women's Division.
 - e) Being a member of the Disciplinary Committee when such matter involves a member of the Women's Division. Will represent the VP of House League or VP of Rep in the case of conflict of interest.
 - f) Ensuring the Women's Division conveners are kept up to date on the policy and procedures that may affect them.
 - g) Coordinating with the Conveners the equalization of the Women's Division teams.
- v. Secretary – If appointed, the secretary shall have such powers and duties as the Executive may specify to include:

- a) Being an active conduit for communication between the Executive, management, and members (if any), by giving proper notice of any meetings and timely distribution of materials such as agendas and meeting minutes.
 - b) Attending and be the secretary of all meetings of the Executive, members and committees of the Executive
 - c) Publishing the notice of the AGM at least three weeks before the meeting and notify members of the Association.
 - d) Entering or cause to be entered in the Corporation's minute book, minutes of all proceedings at such meetings.
 - e) Being the custodian of all books, papers, records, documents, and other instruments belonging to the Corporation.
 - f) Assuring that the filing of all legal and regulatory documents and monitors compliance with relevant laws and regulations.
- vi. Treasurer – If appointed, the treasurer shall have such powers and duties as the Executive may specify to include:
- a) The overseeing of the recording of all monies received and disbursed monthly including the reconciliation of monthly bank reports to the books.
 - b) One of the three signing officers for the Association.
 - c) Providing a financial summary of the monthly fiscal position at each meeting of the Executive to include quarterly summaries, and a cash flow projection for future items.
 - d) Authorizing all non-budgetary items and expenditures.
 - e) Being responsible for the compilation and review of the year end reports / documents /copy of books and delivering such documentation to the appointed accountant for audit if one so exists.
 - f) Ensuring development and establishing of budgets will be in collaboration with various committees and profit centres and submitted to the Executive for approval and ratification,
 - a. House League (Youth and Women’s Divisions)
 - b. Rep League
 - c. Silver Stick Tournament Budget
 - d. House League Tournaments Girls and Ladies
 - e. Committee Budgets
 - i. Equipment
 - ii. Development
 - iii. Banquets

- iv. General and Administrative
 - v. Executive
 - g) Distributing an (un)audited set of financials and present a report on the year's operations at the AGM, as well as submit a projected budget pertaining to the next season.

- vii. Past President – If appointed, the Past President shall have such powers and duties as the Executive may specify to include:
 - a) Acting as an advisor to the President and the Executive, to provide for the continuity of the Association's Activities.
 - b) Performing such duties as delegated by the Executive in accordance with these articles.
 - c) Being considered to fill in for any member of the Executive if the member of the Executive cannot fulfill his/her duties and/or has been suspended of his/her duties.

II (c) Vacancy in Office

In the absence of a written agreement to the contrary, the Executive may remove, whether for cause or without cause, any officer of the Corporation. Unless so removed, an officer shall hold office until the earlier of:

- i. the officer's successor being appointed,
- ii. the officer's resignation by a written resignation received by the President of the Corporation. A written resignation of an officer becomes effective at the time it is received by the President, or at the time specified in the resignation, whichever is later,
- iii. His failing to be qualified for election as an officer, or
- iv. such officer's death.

If the office of any officer of the Corporation shall be or become vacant, the directors may, by resolution, appoint a person to fill such vacancy as outlines in Article IV Section 1(d)

II (d) Removal of Officers

The Members may, by majority vote, at an annual or special meeting of members, remove any officer of the Corporation following a recommendation from the Discipline Committee and/or if the individual(s):

- i. Does not, in good faith and with a view to helping in a productive manner, volunteer to undertake an unpaid administrative role or sit on at least one committee (other than a coaching position);
- ii. Fails to attend meetings on a regular basis; or
- iii. Has engaged in conduct that may bring the association into disrepute.

II (e) Delegation of Officers Duties

In case of the absence or inability to act of any officer of the Corporation or for any other reason that the Executive may deem sufficient, the Executive may delegate all or any of the powers of any such officer to any other individual.

II(f) Place of Meetings

Meetings of the Officers may be held at any place in Ontario.

II (g) Calling of Meetings

- i. Meetings of the Executive Officers shall be held at such time and place as the President or any five (5) Officers may determine, and with minimum 48 hours' notice.
- ii. The Executive may appoint a day or days in any month or months for regular meetings and shall designate the place and time at which such meetings are to be held. A copy of any resolution of Officers fixing the place and time of regular meetings of the Executive shall be sent to each officer forthwith after being passed and no other notice shall be required for any such regular meeting. The Executive Officers shall meet at least once a month during each Membership Year. There shall be a least 2 meetings of all Officers during each Membership Year.

II(h) Rules of Conduct

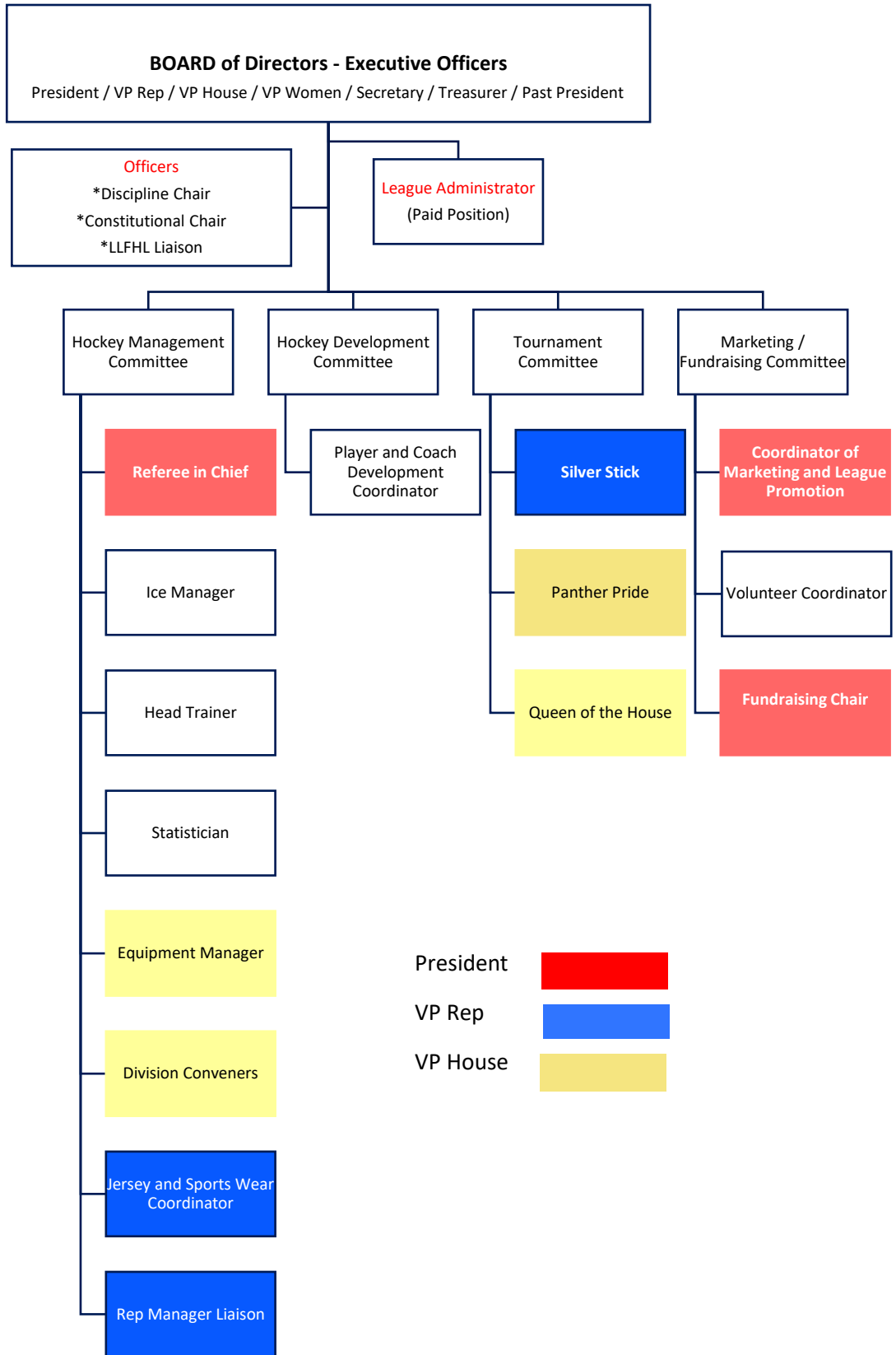
- i. All meetings will be conducted in accordance with the accepted or customary rules of parliamentary procedure to the extent that such conduct is in the best interest of the CYGHA.

- ii. Any member of the Executive or any Officer who does not adhere to the best interest of the CYGHA and/or uphold the CYGHA and OWHA Code of Conduct expectations during meetings and in any correspondence amongst the membership, may be suspended from his/her duties.

II (i) Voting Rights

Each Officer has the right to vote on any matter at the Executive meetings. All members of the Executive except the President, who may only vote when it is necessary to break a tie, may vote at Executive meetings. All members in good standing may vote at the Annual General Meeting.

Section III



Committees – Duties of Positions

Committees may be formed on an ad hoc basis or as by needed by the Association, by the Executive by majority vote. The following committees have been established and are subject to as the need arises:

Hockey Management Committee

- i. Referee in Chief
- ii. Ice Manager
- iii. Head Trainer
- iv. Equipment Manager
- v. Statistician
- vi. Division Conveners
- vii. Jersey and Team Wear Coordinator
- viii. Rep Manager Liaison

Hockey Development Committee

- i. Player and Coach Development Coordinator

Tournament Committee

- i. Silver Stick Tournament Coordinator
- ii. House League Tournament Coordinator
- iii. Mike Shields **Queen of the House Coordinator**

Marketing / Fundraising Committee

- i. Fundraising Chairperson
- ii. Volunteer Coordinator
- iii. Coordinator of Marketing and League Promotion

Duties of each position are listed as follows:

III (a) Hockey Management Committee

Referee in Chief (Reporting to the President)

- i. Shall ensure all games have scheduled referees

- ii. Shall recruit qualified H.C.O.P. referees
- iii. Shall be responsible for monitoring the performance of all referees and co-ordination of appraisals by H.C.O.P. supervisors
- iv. Shall have the authority to suspend a referee prior to providing written documentation to the Executive for further consideration of the matter
- v. Shall not act as an on-ice official (referee) in any House League Playoff game or any Inter-Association League playoff game.
- vi. Shall prepare a report for the AGM of the year's operations and the projected needs for upcoming season.

Ice Manager (Reporting to the Executive)

- i. Shall with another member of the Executive and League Administrator be responsible for obtaining ice time
- ii. Shall prepare and submit to the Executive for approval ice schedules
- iii. Shall work with CYGHA Administrator to disperse ice time to the Conveners for House league and DS (Development Stream programs)
- iv. Shall oversee scheduling of ice time, re-scheduling of ice time, and cancellation of ice time through the website
- v. Shall approve and/or be made aware of and record all ice time used by teams under the jurisdiction of the CYGHA regardless of the purpose and means of Payment
- vi. Shall prepare a report of ice time used and projected future needs to be presented at the AGM
- vii. Uphold Ice Allocation process

Head Trainer (reporting to the Executive as a whole)

- i. Shall be responsible for recruiting of qualified trainers
- ii. Shall strive to ensure that all teams have a qualified female trainer
- iii. Shall prepare a report for the AGM incidents of injuries, management of the incident and effectiveness of risk management in the league

Equipment Manager (reporting to the VP House / Treasurer)

- i. Shall submit a request for funds for equipment for the upcoming season
Shall be responsible for the purchase of all equipment including all as approved by the Executive and ensure that all teams are properly equipped
- ii. Shall be responsible for the distribution, collection, storage, and repair of equipment belonging to the Association
- iii. Shall keep on inventory of all equipment and its location

- iv. Shall submit a report to the Executive regarding equipment needs for the upcoming year

Statistician (reporting to the Secretary)

- i. Shall keep accurate records for each game
- ii. Shall supply the media with the results of all games and shall supply a budget to the Treasurer for the anticipated cost of media coverage and statistics
- iii. Shall distribute and display the standings for each division
- iv. Shall compile and submit statistics on players including goals, assists, penalties, and penalty minutes.

Rep Jersey & Team wear Coordinator (reporting to the Executive as a whole)

- i. Be responsible for submitting new Rep Jersey & Team wear items to the Executive Council for approval.
- ii. Be responsible for arranging Rep Jersey & Team wear sales dates and times.
- iii. Be responsible for arranging delivery of Rep Jersey & Team wear items to customers.
- iv. Be responsible for the CYGHA logo.
- v. Be responsible for ordering Rep Jersey & Teamwear from authorized supplier only.
- vi. Submit to council for approval—separately—expenses or contracts beyond the approved budget prior to the Association’s being committed to the expense or contract.

Conveners (House League reporting to the VPs of HL & Women as required)

- i. Shall in conjunction with the Vice Presidents of House League allocate players to teams, to prepare team lists, to distribute such team lists to coaches and the league administrator
- ii. Shall in conjunction with the Vice-Presidents of House League assist in the equalization of the teams
- iii. Shall receive all complaints regarding the operation of his or her division and to refer such matters, as cannot be handles properly by himself or herself to the Executive through the Vice-President of House League
- iv. Shall oversee the efficient operation of his or her league division, subject to the Constitution, By-Laws, policy and Playing Rules of the Association
- v. Shall ensure that all players receive equal ice time
- vi. Shall ensure that, all Team Officials behind the bench during games, have been approved by the CYGHA Executive for that season
- vii. Shall conduct pre-season meetings with coaching staff

- viii. Shall inform the Equipment Manager of equipment throughout the season
- ix. Shall always keep the Vice Presidents of House league and the Executive informed of all disciplinary matters, including any inappropriate behavior from coaches, players or parents and on ice officials.

Rep Manager Liaison (reporting to VP of Rep)

- i. Shall be available by phone or email to answer queries from managers in the rep league
- ii. Shall adhere to/clarify all rules and processes imposed by the CYGHA Rep Policy, OWHA and LLFHL.
- iii. Shall direct a team manager to the appropriate resource if unable to fulfill the query.
- iv. Shall maintain a list of FAQs' to assist in developing CYGHA Managers Manual each season.

III(b) Policy and Discipline Committee

Disciplinary Chairperson (Reporting to Executive as a whole)

- i. Shall be responsible for maintaining up-to-date records of all disciplinary matters.
- ii. Shall work closely with the Vice-President's Rep, H/L and Women's division, the Head referee and the LLFHL Liaison.
- iii. Shall chair Discipline Committee.
- iv. Shall be responsible for reviewing penalties of a serious nature as defined by the OWHA, and ensure the Disciplinary Committee acts where appropriate and shall be responsible to make recommendation to Executive for matters outside games or occurrences not assessed by referee.
- v. Shall be included in correspondence relating to any player, team member and/or Executive member of the CYGHA who has not been following the CYGHA and OWHA Code of Conduct expectations.

LLFHL Liaison (reporting to VP of Rep)

- i. Shall be responsible to represent the CYGHA for all matters concerning LLFHL, including attending meetings on the CYGHA behalf.
- ii. Shall provide guidance and support to all CYGHA teams who participate in the LLFHL, regarding rules, policies, and procedures.

Constitutional Chair (reporting to the President and/or Executive as a whole)

- i. Shall be responsible to ensure the rules of the league are always upheld,
- ii. Shall be included at the Executive meetings at President’s request but will be non-voting on Executive matters.
- iii. Shall chair the Annual General Meeting around the order paper and ensure all member conduct and motions are in order.
- iv. Shall review all suggested constitutional amendments prior to being sent out to the membership to ensure all motions comply with the current constitution.
- v. Shall have a member vote at the Annual General Meeting.
- vi. Shall work with Executive on all suggested changes to the constitution prior to the Annual General Meeting, and can send their own recommended motions, but must have another member second the motion and speak to the motion at the Annual General Meeting.
- vii. The Constitutional Chair may determine a motion out of order, as per the constitution and remove from the order paper. The Constitutional Chair need not advise members on how to write motions.

III(c) Hockey Development Committee

Player and Coach Development Director (Reporting to the Executive as a whole)

- i. Shall be knowledgeable in hockey skills, practices and must meet current CYGHA coaching requirements.
- ii. Shall promote the philosophy of the CYGHA and OWHA.
- iii. Shall co-ordinate clinics both on and off ice for all CYGHA coaches as necessary.
- iv. Shall act as a liaison between the Executive and coaches.
- v. Shall organize coaches’ meetings as needed.
- vi. Shall provide support for all CYGHA coaches.

III (d) Tournament Committee

Silver Stick Tournament Director (reporting to VP Rep)

- i. Chair and coordinate a committee to run an annual OWHA-sanctioned Tournament.
- ii. Submit to the Executive a budget for the upcoming season.
- iii. Submit to the Executive for approval—separately—expenses or contracts beyond the approved budget prior to the Association’s being committed to the expense or contract.
- iv. Submit for the Treasurer for approval the final budget/Profit & Loss Statement.
- v. Submit all pre- and post-paperwork for Silver Stick tournament to the OWHA.

House League Tournament Director (reporting to VP House League)

- i. Chair and coordinate a committee to run an annual OWHA-sanctioned House League Tournament.
- ii. Submit to Executive a budget for the upcoming season.
- iii. Submit to the Executive for approval—separately—expenses or contracts beyond the approved budget prior to the Association’s being committed to the expense or contract.
- iv. Submit all pre- and post-paperwork for House League tournament to the OWHA.

III(e) Marketing / Fundraising Committee

Fundraising Chairperson (Reporting to the Treasurer)

- i. Shall review ways and means of raising enough funds to enable the Association to operate efficiently.
- ii. Shall establish such committees and/or appoint sponsorship coordinators as may be necessary to assist in organizing and operating various projects.
- iii. Shall acquire sponsors as needed.
- iv. Shall maintain adequate liaison and public relations between the Association and its sponsors.
- v. Shall make available to the sponsor their team schedule of events.
- vi. Shall ensure each sponsor their team picture and plaque & otherwise co-ordinate the invitation to sponsors to attend awards presentation.

Volunteer Coordinator (reporting to the Secretary)

- i. Shall be responsible for maintaining up to date contact lists of volunteers to be called upon for assistance with tournaments, house league finals weekend, assisting Office Administrator, and other events and duties as required.
- ii. Shall work closely with other Executive members.
- iii. Shall recruit and train new volunteers.
- iv. Shall sign volunteer training letters or forms on behalf of the CYGHA, as required for various school Executives for our teen volunteers.
- v. Shall ensure all volunteers are appropriately screened and meet all requirements as per CYGHA and OWHA, Hockey Canada rules, regulations and policies.

Section IV Membership

IV (a) Classes of Membership

Subject to the articles, there shall be one class of members in the Corporation.

IV (b) Terms of Membership

Membership in CYGHA is open to every individual eighteen (18) years of age and older who is:

- i. Registered with the Association as a player and has paid the annual player registration fees.
- ii. A parent or legal guardian of a player under the age of eighteen (18) years and who has paid the annual player registration fees; up to a maximum of one parent or legal guardian per player.
- iii. Any person(s) approved by the Executive, up to a maximum of ten (10) team officials per team, as allowed by OWHA, and registered as team officials prior to December 31 of the hockey year (or dates as permissible by OWHA).
- iv. A person(s) appointed by the Executive to fulfill voluntary responsibilities on behalf of the CYGHA who would not otherwise qualify as a member.
- v. A team official, which includes coaches, managers, and trainers (subject to approval of CYGHA Executive).
- vi. Are in good standing (defined as an individual who sympathizes with the mission of the Corporation, who has fulfilled requirements of the organization, paid the appropriate fees in full and who has not voluntarily withdrawn from membership, been expelled or suspended).

IV (c) Honorary Life Members

- i. Shall be the highest honor that can be bestowed by this Association and it is awarded only for very distinctive service to the Association.
- ii. Shall be appointed by the Executive.

IV (d) Membership Termination:

Membership in the Corporation shall not be transferrable and shall cease where a member:

- i. Dies.
- ii. Delivers their resignation in writing to the address of the Corporation, addressed to the Chair of the Executive.
- iii. Fails to pay required membership dues by membership payment by the due dates, Oct 30th for House league, or as determined by rep team manager.

- iv. Exhibits actions in opposition to the Mission, Objectives and Policies of the Corporation.
- v. Who by recommendation by the Discipline Committee to the Executive, has been suspended or not, has contravened the conditions of membership and he or she should be removed as a member.
- vi. By a majority vote (4/6) of the Executive, is expelled for conduct that may bring the Association into disrepute.
- vii. Has been suspended by the Executive at any time; or
- viii. Is granted a release from the Association

IV (d) Membership Year

The membership year for each member of the Corporation shall commence 48 hours following the completion of the OWHF Final Provincial Championships of each season.

IV (c) Discipline of Members

- i. In the event that the Executive determines that a member should be expelled or suspended from membership in the Corporation, the president, or such other officer as may be designated by the Executive, shall provide twenty (20) days' notice of suspension or expulsion to the member and shall provide reasons for the proposed suspension or expulsion.
- ii. The member may make written submissions to the president, or such other officer as may be designated by the Executive, in response to the notice received within such twenty (20) day period.
- iii. In the event that no written submissions are received by the president, the president, or such other officer as may be designated by the Executive, may proceed to notify the member that the member is suspended or expelled from membership in the Corporation.
- iv. If written submissions are received in accordance with this section, the Executive will consider such submissions in arriving at a final decision and shall notify the member concerning such final decision within a further twenty (20) days from the date of receipt of the submissions.
- v. The Executive's decision shall be final and binding on the member, without any further right of appeal.

IV (e) Notice of Members Meeting

Notice of the time and place of a meeting of members shall be given to each member entitled to vote at the meeting by telephonic, electronic or other communication facility

to each member entitled to vote at the meeting, during a period of 21 to 35 days before the day on which the meeting is to be held.

IV (h) Proposals Nominating Directors at Annual Members' Meetings

Subject to the Regulations under the Act, any proposal may include nominations for the election of directors if the proposal is signed by not less than 5% of members entitled to vote at the meeting at which the proposal is to be presented.

IV (i) Cost of Publishing Proposals for Annual Members' Meetings

The member who submitted the proposal shall pay the cost of including the proposal and any statement in the notice of meeting at which the proposal is to be presented unless otherwise provided by ordinary resolution of the members present at the meeting.

IV (j) Place of Members' Meeting

Subject to compliance with section 159 (Place of Members' Meetings) of the Act, meetings of the members may be held at any place within Ontario determined by the Executive or, if all of the members entitled to vote at such meeting so agree, outside Canada.

IV (k) Persons Entitled to be Present at Members' Meetings

The only persons entitled to be present at a meeting of members shall be those entitled to vote at the meeting, the directors and the public accountant of the Corporation and such other persons who are entitled or required under any provision of the Act, articles or by-laws of the Corporation to be present at the meeting. Any other person may be admitted only on the invitation of the chair of the meeting or by resolution of the members.

IV (l) Voting Privileges

Voting Privileges shall be extended to all those defined as a member in Section IV (b) of Article III of the Constitution who are 18 years of the age and over at the time of the annual General Meeting, or the assigned parent or legal guardian of individuals who are 18 years of age or younger.

Each member shall have the privilege of nominating a representative to each Executive Member (or Executive Officer position per Section 127 of the Corporation's Act) of the Association subject to the following provisions:

- i. For be eligible for nomination to a position on the Executive a person shall have been a member in good standing of the CYGHA and served as an Officer at some time in the prior 24 months, failing which any member in good standing at some time in the last 24 months may be nominated to the Executive;
- ii. For nomination to the position of President, a person shall have served on the Executive some time during the last 24 months, failing which, a person shall have served as an Officer during the prior 24 months, failing which any member in good standing at some time in the last 24 months, failing which the other elected Executive members will conduct the affairs of the Association and MAY appoint a President from among their number or any member at large who is in good standing;

iii. The Executive holding the following Executive Officer positions.

- The President/ Executive Chair,
- Vice-President of Rep,
- Vice-President of House league,
- Vice-President of Women’s Division,
- Secretary and,
- Treasurer.

shall be elected by the membership at the Annual General Meeting.

iv. The following pertains to the voting at annual and other general meetings:

- a. No vote may be assigned by proxy or be assigned to a member who is not the parent or legal guardian of the registered player.
- b. The Secretary shall distribute cards prior to the vote to the voting members. A list shall be maintained to record the cards distributed
- c. No member shall be entitled to vote unless all dues or fees have been paid in full and they are in good standing
- d. During the election of officers, candidates shall be asked to leave the room, except in the case of acclamation
- e. All motions, elections, and constitutional changes shall be decided by a majority of votes of those in attendance at the Annual General Meeting

v. The Order of Business shall be as follows:

- a. Call to order
- b. Acceptance of the minutes of the previous Annual General Meeting

- c. Reports including President's, Vice President Rep, Vice President – HL, and Vice President Women's Division, Secretary, and Treasurers
 - d. Amendments to the Constitution and or By-Laws
 - e. Old Business
 - f. Election of Officers and Assumption of Duties
 - g. New Business
 - h. Open Question / Answer as time permits
 - i. Close of meeting
- xii. Every question shall be decided in the first instance by a show of hands unless a poll is requested by any member. Upon a show of hands, every member having voting rights shall have one vote, and unless a poll is demanded, a declaration by the Chair that a resolution has been carried or not carried and an entry to that effect in the minutes of the Association shall be conclusive evidence of whether the resolution was carried or lost.
- xiii. The demand for a poll may be withdrawn, but if a poll is demanded and not withdrawn, the question shall be decided by a majority of votes given by the members present in person, and the poll shall be taken in such manner as the Chair shall direct and the result of the poll shall be deemed the decision of the Association in general meeting upon the matter in question.
- xiv. In case of an equality of votes at any general meeting, whether upon a show of hands or at a poll, the Chair shall be entitled to a deciding vote.

IV (l) Chair of Members' Meetings

If the chair of the Executive and the vice-chair of the Executive are absent, the members who are present and entitled to vote at the meeting shall choose one of their number to chair the meeting.

IV (m) Quorum at Members' Meetings

A quorum at any meeting of the members (unless a greater number of members are required to be present by the Act) shall be a majority of the members entitled to vote at the meeting. If a quorum is present at the opening of a meeting of members, the members present may proceed with the business of the meeting even if a quorum is not present throughout the meeting.

IV (n) Votes to Govern at Members' Meetings

At any meeting of members every question shall, unless otherwise provided by the articles or by-laws or by the Act, be determined by a majority of the votes cast on the questions. In case of an equality of votes either on a show of hands or on a ballot or on the results of electronic voting, the chair of the meeting shall not have a second or casting vote.

Section V Confidentiality and Conflicts of Interest

V (a) Confidentiality

Every director, officer, committee member, employee and volunteer shall respect the confidentiality of matters brought before the Executive or before any committee of the Executive, or any matter dealt with in the course of employment or involvement of such person in the activities of the Corporation.

V (b) Conflict of Interest

- i. Disclosure of Interests in Contracts: Every director, officer (member of the Executive), and or employee of the Corporation who is directly or indirectly interested in a proposed contract or a contract with the Corporation shall declare his/her interest at a meeting of the Executive and shall abstain from any discussions or votes thereon.
- ii. Time of Declaration: In the case of a proposed contract, the declaration shall be made at the meeting of the Executive when the question of entering into the contract is first taken into consideration or, if the director is not at the date of that meeting interested in the proposed contract, at the next meeting of the Executive held after s/he becomes interested, and, in a case where the director becomes interested in a contract after it is made, the declaration shall be made at the first meeting of the Executive held after s/he becomes interested.
- iii. General Notice: A general notice given to the Executive by a director to the effect that s/he is a shareholder of or otherwise interested in any other company, or is a member of a specified firm and is to be regarded as interested in any other company, or is a member of a specified firm and is to be regarded as interested in any contract made with the other company or firm, shall be deemed to be a sufficient declaration of interest in relation to a contract so made, but the notice is not effective unless it is given at a meeting of the

Executive or the director takes reasonable steps to ensure that it is brought up and read at the next meeting of the Executive after it is given.

- iv. Effect of Declaration: If a director has made a declaration of interest in a proposed contract or contract and has not voted in respect of the contract, s/he is not accountable to the Corporation or to any of its members or creditors for any profit realized from the contract, and the contract is not voidable by reason only of his/her holding that office or of the fiduciary relationship established thereby.
- v. Confirmation by Members: A director is not accountable to the Corporation or to any of its members or creditors for any profit realized from the contract and the contract is not by reason only of his/her interest therein voidable, if it is confirmed by a majority of the votes cast at a general meeting of the members duly called for that purpose and if his/her interest in the contract is declared in the notice calling the meeting.

Article V Association Policies & Procedures

Section I Playing Rules

All hockey played under the jurisdiction of the Association shall be governed by Hockey Canada. Rules subject to certain amendments set by the OWSA and the Association. The specific quoting of the Hockey Canada Rules in various subsections of the Constitution and By- Laws does not eliminate the other Hockey Canada rules not otherwise included.

Section II Registration and Registration Fees

II (a) Registration

- i. Annual player registration fees are calculated annually the Executive through consultation with the League Administrator. A thorough breakdown of all fees must be documented. Annual fees are to be voted on by the Executive prior to House League registrations and Rep Try-outs. The Executive shall determine the amount of the annual registration fees for players in the CYGHA
- ii. The League Administrator is responsible for overseeing all registration numbers and the collection of all league registration fees. The financial transactions that are managed by the league administrator are overseen by the Treasurer. Registration numbers are to be updated regularly to the appropriate Vice President.

- iii. The method of collecting registrations is established by the Executive. If on-line registration is used, the League Administrator is responsible for setting up the registration, regularly monitoring numbers to the appropriate Vice-President.
- iv. Rep Hockey registrations occur following the Rep tryouts in April. Each Rep team Manager works in collaboration with the League Administrator to ensure all CYGHA and OWHA Policies and Procedures are followed.
- v. Any consideration to increase the number of teams in any division shall be considered if sufficient ice has been secured by the CYGHA. The ice assignor must be consulted before any new team is considered. No new team shall jeopardize the current programs in place unless the Executive approves the changes.

II (b) Notification of Fees Due

- i. Treasurer or the League Administrator on behalf of the Treasurer, may notify any player at any time that the player's registration fees are due and, if not paid within thirty (30) days of such notice, the member shall be in default
- ii. Any player who is in default of the payment of player registration fees can, at the discretion of the Executive, lose her playing and membership privileges until the amount owing has been paid in full. In those instances, involving extenuating circumstances, it will be at the discretion of the Executive as to the appropriate course of action.
- iii.

II (c) Member Resignation Refunds

Any Member may resign from the Association by giving written notice to the League Administrator, but if the resignation occurs after January 1st, any player registration fees paid shall be forfeited. If the resignation occurs prior to January 1st, player registration fees shall be refundable in such amount as the Executive determines to be fair and reasonable in the circumstances as per the Corporations refund policy.

II (d) Refund Process & Policy

Annually, the Executive shall set the refund schedule and process. The schedule and process shall be posted on the CYGHA website. Refunds to rep team players will be governed by the process set forth under the Rep League Policies.

Refunds are determined based on the posted Refund Policy and request form on the CYGHA website and updated annually.

Section III Waiting Period

- i. Players are placed on House League teams in all divisions in the order in which they are registered, to a maximum of 16 players per team.
- ii. NSF cheques and an outstanding balance owing will see the player put on the waiting list for a period of ten (10) business days. If the balance owing has not been received and paid for by the end of the ten-day period, the held spot on a team will be forfeited and given to the next available player on the waiting list who has paid their fees
- iii. Preference will be given to players residing within CYGHA boundaries, as outlined in the current years' residency rules and map on the CYGHA website, should there be more players then spots. Normal refund policy will apply.

Section IV House League Policies

- i. The current House League Policy document is posted on the CYGHA website and will be amended yearly by the VP of House League and approved by the Executive.
- ii. Failure to comply with any of the policies as outlined can result in a sanction. The sanction applied, the level and length of the sanction will be based on the recommendation by the Discipline Chair and appointed committee with approval by the Executive.

Section V Rep Team Policies

- i. The current Rep Policy document is posted on the CYGHA website and will be amended yearly by the VP of Rep and approved by the Executive. Failure to comply with any of the policies as outlined can result in a sanction.
- ii. The sanction applied, the level and length of the sanction will be based on the recommendation by the Discipline Chair and appointed committee with approval by the Executive.

Section VI Harassment and Abuse Policy

- i. It is the policy of the CYGHA that there shall be no abuse or neglect, whether physical, emotional, or sexual of any participant in any of its programs. The

CYGHA expects every parent, volunteer, and staff member to take all reasonable steps to safeguard the welfare of its participants and protect them from any form of maltreatment

- ii. The CYGHA is committed to providing a sport and work environment that promotes equal opportunities and prohibits discriminatory practices
- iii. Harassment is a form of discrimination. Harassment is prohibited by human rights legislation in each province of Canada. In its most extreme forms, harassment can be an offense under Canada's Criminal Code.

Section VII Residency

Player residency requirements will set out in the CYGHA Rep and House League policy documents as approved by the Executive each year and can be found on the CYGHA website.

Section VIII Dressing Room Policy

- i. The safety and comfort of girls playing in the CYGHA is a priority for the Association which starts in the dressing room. While the CYGHA allows some latitude at the Novice level, all other divisions should be following these rules:
- ii. No males allowed in the dressing room while the girls are changing. This includes members of the Coaching staff.
- iii. A Team Mom and/or Female Trainer should be designated to monitor the dressing room *at all times* and not permit entry by males until girls are dressed
- iv. Coaches may implement rules that allow them to enter the dressing room 5 minutes prior to a game (This is for HL. Rep teams may implement their own rules for being at the rink and changed) and have late arrivals change in the washroom but still must receive the green light to enter from the Team Mom or Female Trainer
- v. There should always be at least 2 adults in the dressing room (for protection of the girls and parents) and one of these adults should ALWAYS be female.
- vi. Monitoring includes prohibiting the use of cell phones and PDAs (Personal Digital Assistant).
- vii. The Head Coach is entirely accountable for ensuring these rules are followed.

ARTICLE VI Financials

Section I Definitions

The term “documents” includes deeds, mortgages, hypothecs, charges, conveyances, transfers and assignments of property, real or personal, immovable or movable, agreements, releases, receipts and discharges for the payment of money or other obligations, conveyances, transfers and assignments of shares, bonds, debentures or other securities and all paper writings.

Section II Financial Administration

II (a) Execution of Documents

Documents requiring execution by the Corporation may be signed by any two directors, officers, or administrative staff as authorized, and all documents so signed are binding upon the Corporation without any further authorization or formality. The Executive may from time to time appoint any officer or officers or any person or persons, on behalf of the Corporation, either to sign documents generally or to sign specific documents. The corporate seal of the Corporation may, when required, be affixed to documents executed in accordance with the foregoing.

II (b) Definitions

The term “documents” includes deeds, mortgages, hypothecs, charges, conveyances, transfers and assignments of property, real or personal, immovable or movable, agreements, releases, receipts and discharges for the payment of money or other obligations, conveyances, transfers and assignments of shares, bonds, debentures or other securities and all paper writings.

II (c) Operating Year

The financial and operating year of the Corporation shall commence on May 1st, and end on the following April 30th of each year. Upon the dissolution of the corporation and after the payment of all debts and liabilities, its remaining property shall be distributed or disposed of to charitable organizations with similar goals which carry on their work solely in Ontario. Operation of CYGHA shall be governed by these articles of this Constitution, including the By-Laws and any policies or procedures that the Executive approves provided they are approved in accordance with the By-laws of the Corporation.

II (d) Cheques, Drafts, Notes, Etc.

All cheques or other orders for the payment of money issued in the name of the Association shall be signed by any two of the President, Vice President and Treasurer, or such other officers or employees of the Association as shall be from time to time determined by resolution of the Executive.

II (e) Books and Records

- i. The Executive shall see that all necessary books and records of the Corporation required by the by-laws of the Corporation or by any applicable statute are regularly and meticulously kept.
- ii. All expenses must be authorized by the Treasurer.
- iii. All expenses more than \$1000 must be approved by the Executive Committee.
- iv. All rep teams are to use league sanctioned budget templates as provided by treasurer and updated annually.

II (f) Banking Arrangements

The banking business of the Corporation shall be transacted at such bank, trust company or other firm or corporation carrying on a banking business in Canada or elsewhere as the Executive may designate, appoint or authorize from time to time by resolution. The banking business or any part of it shall be transacted by an officer or officers of the Corporation and/or other persons as the Executive may by resolution from time to time designate, direct, or authorize.

II (g) Borrowing Powers

The directors of the Corporation may, without authorization of the members,

- i. borrow money on the credit of the corporation.
- ii. issue, reissue, sell, pledge or hypothecate debt obligations of the corporation.
- iii. give a guarantee on behalf and mortgage, hypothecate, pledge, or otherwise create a security interest in all or any property of the corporation, owned or subsequently acquired, to secure any debt obligation of the corporation.

II (h) Annual Financial Statements Review

As a non-public benefit corporation, the members will elect to retain a CPA for the purposes of a year-end review engagement or audit of the financial statements.

Should the corporation be deemed a public benefit corporation at any time, the members will elect to retain a CPA for the purposes of a year-end audit of the financial statements.

Approval to waive an audit or to waive both an audit and review engagement requires an extraordinary resolution, which is approval from at least 80 per cent of the votes cast

at a special members' meeting where there are enough members to take a vote or if all voting members consent in writing.

II(i) Distribution of Annual Financial Statements

The Corporation may, instead of sending copies of the annual financial statements and other documents referred to in subsection 98(1) (Annual Financial Statements) of the Act to the members, publish a notice to its members stating that the annual financial statements and documents provided in subsection 98(2) are available at the registered office of the Corporation and any member may, on request, obtain a copy free of charge at the registered office or by prepaid mail.

The financial statements and minutes of members' and directors' meetings may be inspected by any member with one (1) weeks' notice at the registered office of the Corporation.

II (j) Remuneration

Any remuneration to be paid to any Officer, Executive of Director member, employee, or volunteer shall be authorized in advance by the Executive representatives.

II (k) Reserves

The Executive shall manage the financial affairs of the Corporation with the aim of maintaining financial strength and prudence by keeping a reserve fund in such amount as may be deemed reasonable in the circumstances by the Executive.

II (l) Capital Expenditures Limit

Any expenditure for capital items in excess of \$50,000 as calculated annually, on a cumulative basis, must be approved in advance by a vote of the members at a properly held meeting of the members convened with due notice for the purpose of considering such expenditure.