



# BY-LAW ONE

AS REVISED AND AMENDED AT THE  
ANNUAL MEETING ON JUNE 14, 2025



Wherever the context herein permits, reference to the male shall be inclusive of all gender identities and gender expressions.

Highlighted sections and/or paragraphs are new or changed sections.



# BY-LAW ONE

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**A By-Law relating generally to the conduct of the affairs of the Ontario Minor Hockey Association Inc.**

**BE IT ENACTED as a By-Law of the Ontario Minor Hockey Association Inc. as follows:**

**1.0 REGISTERED OFFICE AND SEAL**

- 1.1** The corporate seal of the OMHA shall be in the form as the Board may by resolution from time to time adopt and shall be entrusted to the Executive Director of the OMHA for its use and safekeeping.
- 1.2** The registered head office of the OMHA shall be located in York Region, in the Province of Ontario, as may be determined by the Board from time to time, and outside of York Region as may from time to time be determined by Special Resolution of the voting Members pursuant to the Act. The OMHA may establish such other offices within Canada, as the Board may deem expedient by resolution.

**2.0 AFFILIATIONS**

- 2.1** The OMHA shall have the following affiliations:
- a) the OMHA shall be a member partner of the Ontario Hockey Federation (OHF); and,
  - b) the OMHA shall be affiliated to Hockey Canada through the OHF.

## 3.0 CLASSES OF MEMBERS

**3.1** There shall be three (3) classes of Members in the OMHA, as follows:

- a) Active Members (voting)
- b) General Members (voting via Delegates)
- c) Associate Members (non-voting)

## 4.0 TERMS OF MEMBERSHIP

### 4.1 Terms

a) **Active Members**

i) Active Members shall include the following:

- Elected and appointed Directors
- Immediate Past President
- Past Presidents
- Life Members
- WOAA Representative
- Area Convenors
- Appointed Development Program Chairs

ii) Life Membership may be granted to any individual who has served a minimum of fifteen (15) years on the Board and who has rendered extraordinary and distinguished service to the OMHA. Individuals may only be nominated for Life Membership by a Director, and the granting of Life Membership must be confirmed by a seventy-five (75) percent of the eligible votes cast and not spoiled from Board members present, all in accordance with and subject to the OMHA's current Life Membership Policy.

b) **General Members**

i) In respect of each membership year, Associations who remain In Good Standing with the OMHA and comply with all membership requirements that may be set out in this By-law, the Regulations and Policies, shall continue to be General Members in the OMHA. The Board may also grant new membership, as a General Member, to any minor hockey association that meets the membership entry requirements set forth in the Regulations and Policies from time to time. Each General Member shall be entitled to send voting Delegates to a Meeting of Members, as determined in accordance with **Subsection 5.3b)** of this By-law.

ii) Notwithstanding **Subsection 4.1b)i)** of this By-law, every General Member that is operating as an unincorporated association shall transition into a not-for-profit corporation by no later than the commencement of the OMHA's 2025 Annual Meeting, as more particularly set out and described in the Regulations.

c) **Associate Members**

Associate Members shall include convenors, coordinators, instructors, HCOP officials, minor officials, and league administrators.

d) **One Class of Membership**

Although it is possible for a Member to be qualified for more than one (1) class of membership in the OMHA, no person may hold more than one (1) class of membership. It is therefore mandatory that each Member shall declare their

self prior to the start of any Meeting of Members and advise the Chairperson of the membership class he wishes to represent. Once the meeting is called to order, the Member must remain in that class of membership and may not change to another category or class of membership.

#### **4.2 Membership and Board Lists**

The Executive Director shall prepare and maintain a list of all Directors and Members (by class) in accordance with the information required by the Act. This list shall be kept at the head office, be updated as necessary and be made available to all Directors. Such list of Directors and Members shall be used to determine eligibility to attend and vote at any Board meeting or Meeting of Members, as the case may be. The Members' list may only be made available to a Member pursuant to a written request in accordance with the Act.

#### **4.3 Membership Year**

Unless otherwise determined by the Board, every membership, other than the Past Presidents and Life Members, shall commence immediately following the Annual Meeting and shall terminate on the 1st day following the next Annual Meeting.

#### **4.4 Termination or Disciplinary Action**

- a) A membership in the OMHA shall not be transferable and shall terminate upon resignation, end of term, or death in the case of an individual membership.
- b) A Member whose conduct is considered by the Board to be contrary to the OMHA's Policies, its stated Code of Conduct or the purposes of the OMHA shall be asked by the Board to explain or justify their actions. If the Member is unwilling

- or unable to do so, they shall be asked by the Board to resign from the OMHA. If they do not resign, the Board shall give not less than 15 days' written notice to the Member that a proper notice of motion will be considered at the next Board meeting, requesting that the Member be sanctioned, suspended or expelled from the OMHA. The notice shall set out the reasons for the disciplinary action or termination of membership and a copy of this motion shall be communicated to the Member concerned within a reasonable period of time to allow for a written response. If a response is made, it shall be circulated with the notice of motion. Approval of such a motion shall require a two-thirds (2/3) vote in favour of the motion conducted by way of a Ballot at the meeting. The Member concerned shall be invited to attend the Board meeting and to explain their position(s) and/or give the Board a written submission opposing the disciplinary action or termination not less than two (2) Business Days before such Board meeting. The Board shall consider the Member's written submission and oral arguments before a vote is taken on a final decision regarding any disciplinary action or termination of membership. Any disciplinary action or termination shall become effective five (5) days after the Board meeting at which the vote was taken.
- c) A Member may resign from the OMHA by submitting a resignation in writing addressed to the Executive Director, who in turn notifies the appropriate Board members.
  - d) A Member In Good Standing, whose membership fees are in arrears shall be suspended from membership and not permitted to vote, make nominations, or hold office in the

OMHA. The Executive Director shall inform those concerned of this suspension in writing.

- e) Any General Member found by the Board to be in default of Section 5.1(b) of this By-law, may have its membership suspended or terminated. If found in default, the General Member shall be requested by the Board to explain the default and how it proposes to remedy the default. If the General Member is unable or unwilling to remedy the default, it will be asked to resign its membership within the OMHA. If the General Member does not resign or relinquish its status when requested to do so, the Board shall give not less than 15 days' written notice to the General Member that a proper notice of motion will be considered at the next Board meeting, requesting the suspension or expulsion of such General Member. A copy of the motion shall be communicated to the General Member along with reasons for the disciplinary action or termination of membership, allowing a 15-day period for a written response. If a written response is received prior to the Board meeting, it shall be circulated among the Board members. Approval of such a motion shall require a two-thirds (2/3) vote in favour of the motion conducted by way of Ballot at the meeting. The General Member concerned shall also be invited to send up to two representatives to attend the Board meeting and to explain their position(s). The Board shall consider the Member's written submission and oral arguments before a vote is taken on a final decision regarding any disciplinary action or termination of membership. Any disciplinary action or termination shall become effective five (5) days after the Board meeting at which the vote was taken.

#### **4.5 Membership Fees**

Membership fees shall be established annually by the Finance Committee and be approved by the Board. Fees for any unexpired term of membership are not refundable. However, the Board may, in its sole discretion, grant a request for such a refund in extenuating circumstances.

#### **4.6 Right to Attend and Vote**

All Members shall be entitled to notice of and attend all Meetings of Members. Only Active Members (Subsection **4.1a**) and General Members (**Subsection 4.1b**), who are at the time of the Meeting of Members In Good Standing, shall be entitled to participate in and vote at such Meetings of Members of the OMHA. Associate Members may not participate in or vote at any Meeting of Members.

### **5.0 MEETINGS OF THE MEMBERS**

#### **5.1 Annual Meeting of Members**

The Annual Meeting shall be held each year in the month of June with preference to be given to the second Saturday of June. The date, time and place shall be determined by the Board. Such decision is to be communicated to the Members at least four (4) months prior to the Annual Meeting. The transaction of at least the following business is to be set out in the agenda of such Annual Meeting:

- a) approval of the agenda.
- b) approval of the minutes of the previous Meeting of Members.
- c) receiving reports of the activities of the OMHA during the preceding year.

- d) receiving information regarding the planned activities of the OMHA for the current year.
- e) receiving the annual financial statements and consideration of the audit report or review engagement report of the auditor of the OMHA from the previous financial year and a projected financial position for the current year.
- f) approval or ratification of the appointment (or reappointment) of the auditor or person appointed to conduct a review engagement for the ensuing year, subject to the financial review requirements stipulated under the Act.
- g) election of Directors to the Board.
- h) consideration of any proposed amendments to the Articles, By-Laws, or Regulations of the OMHA in accordance with **Article 17** of this By-law.
- i) consideration of any other proposal submitted by a Member to the Executive Director of the OMHA at least 60 days before the date of the Annual Meeting, subject to the requirements of the Act.

## **5.2 Special Meetings of Members**

- (a) In addition to the Annual Meeting, a Special Meeting of the Members may be called at any time by:
  - (i) The Board; or
  - (ii) On requisition to the Board, signed by at least 10% of all voting Members, specifying the nature of the business to be discussed at such Special Meeting. Within ten (10) days of receiving such requisition, the Board shall provide notice to the Members of the time, date and place of such Special Meeting.

(b) Only the business specified in the notice of Special Meeting shall be transacted at that meeting, and no other.

### **5.3 Voter Eligibility**

- a) All Active Members shall each be entitled to one (1) vote at all meetings of members of the OMHA.
- b) In respect of the General Members, each Association In Good Standing shall be entitled to send Delegates to each Meeting of Members, on the basis of one (1) Delegate for each team eligible for an OMHA Championship. In addition, each Association which has House/Local League teams, and each affiliated Independent House/Local League (as defined in the Regulations) organization, shall be entitled to one (1) Delegate for every twenty (20) teams or part thereof. An Association's Delegate(s) must be at least eighteen (18) years of age and must be a member of that Association. Each Delegate shall be entitled to one (1) vote at all Meetings of Members of the OMHA.

### **5.4 Notice of Meeting (Annual or Special)**

- a) A notice stating the date, time and place of a Meeting of Members shall be sent to (i) each Member entitled to receive the notice, (ii) each Director, and (iii) the OMHA's auditor or person appointed to conduct a review engagement, by electronic mail at the Recorded Address for such Persons, at least ten (10) days and not more than fifty (50) days prior to the Meeting of Members. The notice of any Meeting of Members shall also be posted concurrently on the face page of the OMHA's website.

- b) The notice of Annual Meeting shall set out the agenda in accordance with **Section 5.1** of this By-law. If any special business is to be transacted, whether at an Annual or Special Meeting, the notice shall also state the nature of the business to be transacted at the meeting in sufficient detail to permit a Member to form a reasoned judgment on the business, and the text of any Special Resolution to be submitted at the meeting shall also be provided.
- c) In the case of a Meeting of Members held entirely by one or more telephonic or electronic means, or by a combination of in-person attendance and one or more telephonic or electronic means, the notice of meeting must include instructions for attending and participating in the meeting and, if applicable, instructions for voting electronically at the meeting. If the meeting is to be held entirely by telephonic or electronic means, the notice of meeting need not specify a place of the meeting.
- d) An inadvertent error or omission in giving notice of any Meeting of Members or any adjourned meeting, shall not invalidate such a meeting or make void any proceedings taken at such meeting. Any Member may at any time waive notice of any such meeting and will remain eligible to attend and participate in all actions or proceedings at any such meeting.

## **5.5 Quorum**

A quorum for any Meeting of Members shall be that the number of non-Board Members in attendance and eligible to vote shall be at least equal to the number of Directors in attendance, plus one. No business shall be transacted in the absence of a quorum except to take measures to obtain a

quorum, to establish the time to which to adjourn, or to take a recess.

## **5.6 Voting Procedures**

- a) A majority of votes cast by Members present and voting, unless otherwise required by the Act or this By-Law, shall decide every question proposed for consideration at a Meeting of Members.
- b) Subject to **Subsection 5.6c)** of this By-law, at Meetings of Members, every question shall be decided by a show of hands unless a specific count or secret Ballot is required by the Chair or demanded by any Member entitled to vote. Whenever a vote by show of hands has been taken upon a question, a declaration by the Chair that a resolution has been 'carried' or 'defeated' and an entry to that effect in the minutes of the meeting is conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.
- c) A vote at a Meeting of Members may be conducted entirely by one or more telephonic or electronic means or by a combination of one or more telephonic or electronic means and in-person voting.

## **5.7 No Proxies**

Proxies will not be permitted. Members must be present at Annual Meetings and Special Meetings in order to exercise their voting rights.

## **5.8 Adjournments**

Any Meeting of Members may be adjourned at any time, and from time to time, and any such business may be transacted

at the adjourned meeting(s) as might have been transacted at the original meeting(s) from which such adjournment took place. No notice shall be required for any such adjourned meeting other than to those Members who were present in-person at the original meeting. Such adjournment may be made regardless of whether a quorum is present.

### **5.9 Chair**

In the absence of the President and Vice-Presidents, the Members present and entitled to vote at any Meeting of Members shall choose another Director to act as Chair. If no Director is present or if all the Directors present decline to act as Chair, the Members present shall choose any Member present to be Chair.

### **5.10 Board Election Results**

The numerical results of the election for office of Directors of the OMHA will be posted in a prominent place on the OMHA's website within a reasonable period of time following the elections. The results will also be available upon written request to the Executive Director of the OMHA.

### **5.11 Recount of Board Election Results by Ballot**

A request for a recount of the results of any election of a Director carried out by Ballot must be filed by the candidate so requesting in writing and signed by the candidate. The request must be presented to the Chair of the meeting, at which the Ballot was conducted, within ten (10) minutes of the Chair's disclosure of that election result as described in **Section 5.10** of this By-law.

### **5.12 Destruction of Ballots of Board Election Results**

The results of the election of Directors conducted in accordance with **Sections 5.10** and **5.11** of this By-law, including the results of voting by any telephonic or electronic means, shall be considered final and a motion to destroy any paper Ballots used in respect of any such election may be considered prior to the adjournment of such meeting.

### **5.13 Meetings of Members held by Telephonic or Electronic Means**

The Board may choose to hold a Meeting of Members entirely by one or more telephonic or electronic means, or by a combination of in-person attendance and one or more telephonic or electronic means, that enables all persons entitled to attend the meeting to reasonably participate. A Member participating in such a meeting is deemed to be present at the meeting and shall be counted for the purposes of determining a quorum under **Section 5.5** of this By-law. Any person participating in a Meeting of Members pursuant to this section who is entitled to vote at that meeting may vote, subject to the Act, by means of any telephonic or electronic means made available for that purpose.

## **6.0 BOARD OF DIRECTORS**

### **6.1 Composition and Eligibility**

- a) **Director.** To be eligible to be a Director of the OMHA, such candidate must:
  - i) Be an individual who is at least eighteen (18) years of age or older;
  - ii) Not have the status of an undischarged bankrupt;

- iii) Not be a person found to be incapable of managing property under of managing property under the *Substitutes Decisions Act, 1992* or the *Mental Health Act*;
  - iv) Not be found to be incapable by any court in Canada or elsewhere; and
  - v) Be a Member In Good Standing at the time of his or her election or appointment and remain so throughout his or her term of office, except where the election or appointment of a non-Member is specifically provided for under this By-law.
- b) **Nominees**
- i) Each nominee for President shall have served on the Board three (3) of the last four (4) years, one of which must have been as a Vice-President.
  - ii) Each nominee for District Vice-President shall be a resident of the District to which he is to be elected or have a substantial involvement with the OMHA within the District. They shall have served at least one (1) year on the Board, with the year having been one of the previous two (2) years.
  - iii) Each nominee for Regional Director shall be a resident of the Region to which they are to be elected or have a substantial involvement with an Association or the OMHA in that Region.
  - iv) A Board member shall not hold more than one (1) position on the Board.
- c) **Number of Directors**
- i) Unless otherwise changed in accordance with the Act, the affairs of the OMHA shall be managed by a Board consisting of nineteen (19) Directors as identified in **Subsection 7.2 a)** of this By-law.

- ii) If the Articles provide for a range of Directors, the Members may, by Special Resolution, increase or decrease the number of Directors within such range, provided that if the Members have, by Special Resolution, empowered the Board to fix the number in within the range provided for in the Articles, the Board may change the number of Directors within the range specified in the Articles. In either case, any change in the number of Directors shall be in accordance with the Act.
- d) **Term of Office**
  - i) The President shall be elected for a two (2) year term and is not eligible to serve more than two (2) such two (2) year terms, which must be consecutive.
  - ii) The District Vice-Presidents shall be elected by the voting Members for a two (2) year term. The Central District Vice-President shall be elected in the even numbered years and the Western and Eastern District Vice-Presidents shall be elected in the odd numbered years.
  - iii) Each Region will be represented by two (2) Regional Directors elected from that Region. One of the two positions in each Region shall be elected annually for a two (2) year term.
  - iv) Subject to **Subsection 6.1 f)** of this By-law, all OMHA Directors and Officers shall remain in office until the end of the Annual Meeting during which their successors are to be elected or appointed.
- e) **Delegate Voting Restrictions**

Delegates may vote annually for only one candidate for President, one candidate in each District for District Vice-

President (as required) and one candidate for Regional Director. For the position of Regional Director, Delegate votes are restricted to only candidates in their Region.

## **7.0 PROCEDURE FOR ELECTION OF THE BOARD OF DIRECTORS**

### **7.1 Nominations Committee and Eligibility**

#### **a) Nominations Committee**

i) The Nominations Committee will be comprised of the Chairpersons of the three (3) District Nomination Committees and be chaired by the Immediate Past President or designate.

ii) Each of the three (3) District Nomination Committees will be chaired by a Past President, Life Member or current Director who is not in the final year of their term and, in addition to the Chair, will have four (4) Members, one from each Area of that District.

iii) Role and Responsibility of Nominations Committee:  
The Nominations Committee:

i) shall ensure that a slate of candidates, as required under Subsection 7.1d) of this By-law, is presented at the Annual Meeting.

ii) may present candidates for the Office of Treasurer to the Board.

#### **b) Nomination Procedure**

The election of the Board shall take place at the Annual Meeting. No election or appointment of a Director shall be effective unless such Director consents (in writing) to act as a director within 10 days after their election or appointment. Nomination forms for the Board shall be

available each year from the Nominations Committee by **March 1st**. A nomination form must be completed by all nominees and two (2) nominators who are voting Members of the OMHA. Nomination forms must be delivered to the Nominations Committee no later than forty-five (45) days prior to the Annual Meeting. If, at the Annual Meeting, there are an insufficient number of nominees to fill the positions up for election, nominees may be solicited from the floor of the Annual Meeting. In the case of a District Vice-President, the nominee for District Vice-President must reside in the District related to the position and the nomination form must be signed by voting Members from that District. In the case of a Regional Director, the nominee for Regional Director must reside in the Region related to the position and the nomination form must be signed by voting Members from that Region.

c) **Eligibility**

A person shall not be considered eligible for nomination to the Board until such time as that person states in writing that they have no connection whatsoever with any professional hockey organization and that they qualify for office under all OMHA, OHF, and HC regulations. The Executive Director shall advise all nominees, in writing, of the qualification requirements before the nomination is accepted. During their term of office, a Director shall not serve on the board or executive, or be engaged as a volunteer or employee, of any local minor hockey association nor shall they be eligible to act as a team official of an OMHA team or an active on-ice official. This restriction

does not apply to life membership in a local minor hockey organization.

## **7.2 Board Positions**

- a) The Board shall be comprised of the following nineteen (19) positions:
  - i) President (elected for a two (2) year term)
  - ii) Immediate Past President
  - iii) Three (3) District Vice-Presidents (elected for a two (2) year term)
  - iv) Treasurer (appointed for a one (1) year term)
  - v) Twelve (12) Regional Directors (elected for a two (2) year term)
  - vi) WOAA Representative (automatic appointment for a one (1) year term) in accordance with the WOAA minor hockey affiliation agreement, a copy of which may be obtained from the OMHA upon request by a Member.
- b) Prior to the Annual Meeting, the Board shall appoint a Treasurer for the ensuing membership year. This appointment shall be presented to the Members at the Annual Meeting and will be subject to ratification by the new Board immediately following the Annual Meeting.
- c) A Director shall not be permitted to hold any salary position with the OMHA during their term of office.
- d) The Board shall be entitled to appoint Area Convenors who will, until otherwise determined by the Board, be entitled to attend Board meetings and participate in discussions relevant to their duties within the Region to which they are assigned. Area Convenors shall not be considered Directors and will therefore not be entitled to make any motions or vote at Board meetings.

- e) The Board shall appoint for a one (1) year term Development Program Chairs, as listed below, who will be responsible to the Board for the implementation and the delivery of the OMHA's Development Programs. The Development Program Chairs will, when requested by the Board, attend Board meetings to report and advise on such Development Programs, and will be referred to as follows:
- i) Chair, Coaches Program, responsible for the NCCP
  - ii) Chair, Referees Program, responsible for the HCOP
  - iii) Chair, Trainers Program, responsible for the HTCP

### **7.3 Election Procedures**

The Nominations Committee will prepare an initial report of nominations for circulation to the membership by **March 31st**. Further nominations for election may be made by electronic mail or registered mail or equivalent to the Nominations Committee not later than forty-five (45) days in advance of the Annual Meeting. The Executive Director shall in turn notify by electronic mail, all Members of the final list of nominations thirty (30) days prior to the Annual Meeting. An individual may be nominated for President, District Vice-President and Regional Director; provided that an individual may only be nominated, if the position's term is set to expire at the Annual Meeting, or the position was vacant or filled by a replacement appointed by the Board prior to the Annual Meeting. Candidates may stand for a maximum of two (2) positions, in descending order, and must be eligible and nominated for both positions. Any Director seeking election to a higher position is considered to have resigned their current position by election time at the Annual Meeting. Elections for the Board, as required, shall be held in descending order beginning with the position of President,

followed by the election of the District Vice-President(s), and then the Regional Director(s). Nominees for election to the Board shall be In Good Standing with the OMHA.

#### **7.4 Vacancies**

Subject to **Subsection 7.5a)** of this By-law, any vacancy occurring on the Board (except for the Immediate Past President) may, by a resolution of the Board, be filled by appointment, provided there is a quorum of the Board then in office. If the Board elects to fill a vacant position, the Board shall provide a period of not less than thirty (30) days to consider applications from Members for appointment to the vacant position. The Director appointed to fill a vacancy only holds office for the unexpired term of the vacant position.

#### **7.5 Termination or Suspension**

a) **Removal of Director by Membership**

Subject to the Act, provided a notice specifying the intention to pass such a resolution has been given with the notice of Meeting of Members, eligible voting Members of the OMHA may, by an ordinary resolution passed at a Meeting of Members, remove any elected Director before the expiration of their term of office. Members of the OMHA, by a majority of the votes cast at that meeting, may elect any person in their stead for the remainder of the removed Director's term, providing that the person is In Good Standing with the OMHA.

b) **Absenteeism**

The absence of a Board member from three (3) consecutive Board meetings or the absence of a Board member from any four (4) out of eight (8) consecutive Board meetings shall

be deemed to be a resignation from the Board, unless such period of absence has been specifically excused and approved by the other members of the Board.

c) **Resignation**

A member of the Board may resign their membership in the OMHA by submitting a letter of resignation to the President of the OMHA.

d) **Suspension**

Notwithstanding that only the Members may remove an elected Director prior to the end of their term, the Board may, by a two-thirds (2/3rds) vote passed at a special Board meeting, suspend a Director from attending and voting at Board meetings as a result of a major infraction alleged to have been committed by such Director, in violation of the OMHA's Code of Conduct pursuant to a formal complaint, where the nature and severity of such alleged infraction is sufficiently serious to warrant the Director's suspension from the Board until the earlier of such time as the Board has had a sufficient opportunity to investigate and decide the complaint in favour of suspending the Director or the next Meeting of Members at which the Members may, in their sole discretion, vote to remove or retain such Director.

## **8.0 BOARD OF DIRECTORS MEETINGS**

### **8.1 Governance**

The Board of Directors shall govern the OMHA in compliance with the purposes, powers, By-Laws, Regulations, and Policies of the OMHA.

## 8.2 Board Meetings

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

Except as otherwise required by law, the Board may hold meetings at such place or places as the President or, in their absence, a Vice-President, may from time to time determine. The Board shall meet not less than seven (7) times per year.

### b) **Special Board Meetings**

Special Board meetings may be called:

(i) by the President or a Vice-President in the absence of the President, on providing not less than two (2) Business Days written notice to all Directors; or

(ii) on written requisition to the Executive Director signed by any three (3) voting Board members, which requisition shall specifying the nature of the business to be transacted at such meeting. Upon such receipt of such requisition, the Executive Director shall convene on no less than two (2) Business Days written notice to all Directors.

Business transacted at a special Board meeting shall be limited to that specified in the notice calling the meeting.

### d) **Directors' Meetings held by Telephonic or Electronic Means**

With the consent of the Board, a meeting of the Board (or a committee of the Board) may be held entirely by one or more telephonic or electronic means, or by a combination of in-person attendance and by one or more telephonic or electronic means, that permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously during the meeting,

and a Director participating in the meeting by these means is deemed to be present at the meeting, including for the purposes of determining a quorum under **Section 8.6** of this By-law. Any such consent shall be effective whether given before or after the meeting to which it relates and may be given with respect to all meetings of the Board or of committees of the Board.

### **8.3 Notice of Board Meetings**

- a) Notice shall be communicated to all Board members at least seven (7) days in advance of a Board meeting, unless all Board members agree to the calling of a meeting on shorter notice or the Board meeting is held on a regular day or date each month or immediately following a Meeting of Members.
- b) Notice shall state the date, time, and place of meeting, but need not specify the purposes of or the business to be transacted, unless the meeting is intended to address any of the following matters:
  - (i) Any question or matter requiring the approval of the Members;
  - (ii) To fill a vacancy among the Directors, position of auditor or person conducting a review engagement;
  - (iii) To appoint additional Directors;
  - (iv) To issue debt obligations;
  - (v) To approve any financial statements;
  - (vi) To adopt, amend or repeal by-laws; or
  - (vii) To establish contributions or dues to be made or paid by the Members.

Notwithstanding the foregoing, the notice of meeting will include a tentative agenda in the case of a regular Board meeting and shall specify the nature of any business to be conducted in the case of a special Board meeting.

- c) No formal notice of any Board meeting shall be necessary if all the Board members are present or if those absent signify their consent to the meeting being held in their absence.
- d) In the case of a Board meeting held entirely or partially by telephonic or electronic means pursuant to **Subsection 7.2c)**, the notice of meeting shall include instructions for attending and participating in the meeting and, if applicable, instructions for voting electronically at the meeting. If the meeting is held entirely by telephonic or electronic means, the notice of meeting need not specify a place for the meeting.

#### **8.4 Error or Omission in Notice**

No error or omission in giving notice for a Board meeting shall invalidate such meeting or invalidate or make void any proceedings taken at such meeting, and any Board member may at any time waive notice of any such meeting and may ratify and approve of any or all proceedings taken or had thereat.

#### **8.5 Adjournment of Board of Directors' Meetings**

Any Board meeting may be adjourned at any time and from time to time and such business may be transacted at the adjourned meeting as might have been transacted at the original meeting from which such adjournment took place. No notice shall be required for the adjourned meeting other than to those

Directors who were present in person at the original meeting. Such adjournment may be made regardless of whether a quorum is present.

### **8.6 Quorum**

A quorum for Board meetings shall consist of a majority of the Directors eligible for the said meeting, which shall include a minimum of three (3) Officers. No business of the Board shall be transacted in the absence of a quorum.

### **8.7 Voting Rights**

Each voting Board member present at a Board meeting, including the Chair, shall be entitled to one vote. The Chair shall have a second or casting vote in the event of a tie vote.

### **8.8 Voting Procedures**

A majority of votes of the Board members present and voting at a Board meeting shall decide every question. Every question shall be decided in the first instance by a show of hands and, unless a secret Ballot is demanded by a Board member present, a declaration by the Chair that the motion has been carried or not carried and an entry to that effect in the minutes of the meeting shall be sufficient evidence of the fact, without proof of the number or proportion of the votes recorded in favour or against such motion.

### **8.9 Remuneration**

Board members shall serve without remuneration and no Board member shall indirectly or directly receive any remuneration, salary or profit from their position as a Board member or for any service rendered to the OMHA. The Board

may establish Policies relating to the reimbursement of the Board members for reasonable expenses incurred in the performance of their duties as members of the Board and may issue honoraria as approved by the Board.

### **8.10 Conflict of Interest**

- a) Subject to the Act, every Director or Officer who is a party to a material contract or transaction or proposed material contract or transaction with the OMHA, or is a Director or Officer of, or has a material interest in, any Person who is a party to a material contract or transaction or proposed material contract or transaction with the OMHA, shall disclose to the OMHA or request to have entered in the minutes of the Board meeting a full and fair declaration of the nature and extent of their interest..
- b) The declaration of a conflict of interest shall be made at the Board meeting at which the question of entering into the contract or transaction is first taken into consideration or, if the Board member is not present at that Board meeting, at the next Board meeting attended by the Board member.
- c) After making such a declaration, the Board member shall not enter into discussion nor vote on such a contract or transaction, nor shall they be counted in the quorum in respect of such a contract or transaction.
- d) If a Board member has made a declaration of an interest in a contract or transaction in compliance with this Section, the Board member is not accountable to the OMHA for any profit realized from the contract or transaction.
- e) If a Board member fails to make a declaration of interest in a contract or transaction in compliance with this Section, the Board member shall account to and reimburse the

OMHA for all profits realized, directly or indirectly, from such contract or transaction.

### **8.11 Indemnification of Directors and Officers**

- a) The OMHA shall indemnify a Director or Officer of the OMHA, a former Director or Officer of the OMHA or an individual who acts or acted at the OMHA's request as a Director or Officer, or in a similar capacity, of another entity, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by the individual in respect of any civil, criminal, administrative, investigative or other action or proceeding in which the individual is involved because of that association with the OMHA or other entity.
- b) The OMHA may advance money to a Director, Officer or other individual referred to in **Subsection 8.11a)** for the costs, charges and expenses of an action or proceeding referred to in that subsection, provided that the individual shall repay the money if the individual does not fulfil the conditions set out in **Subsection 8.11c)** of this By-law.
- c) The OMHA shall not indemnify an individual referred to in **Subsection 8.11a)** of this Bylaw unless the individual acted honestly and in good faith with a view to the best interests of the OMHA or other entity, as the case may be, and if the matter is a criminal or administrative proceeding that is enforced by a monetary penalty, the individual had reasonable grounds for believing that their conduct was lawful.
- d) The OMHA may purchase and maintain such insurance for the benefit of an individual referred to in **Subsection 8.11a)**

of this Bylaw, as the Board may from time to time determine.

### **8.12 Confidentiality**

Every Board member, and every Area Convenor, shall respect the confidentiality of matters brought before the Board, particularly those matters brought for consideration in-camera.

### **8.13 In-Camera Meetings**

(a) The Board shall be required to hold an in-camera session to:

(i) entertain, discuss and decide business matters and transactions which affect the character and/or reputation of a Member or other Person; or

(ii) if the decision required is based on the character or reputation of a Member or other Person; or

(iii) when the business is such that the OMHA could be prejudiced by reporting of the business discussed in the private session.

(b) At any in-camera session, the Board shall appoint a Director as recording secretary, and all notes and recordings shall be maintained by said appointed Director, until the business matter is concluded and a resolution of the Board is made respecting same. All notes and records arising from such in camera session shall be assembled in one file and sealed and

thereafter, be provided to the Executive Director of OMHA, for safekeeping.

### **8.14 Rules of Operation**

The Board shall have the power to pass or amend, without any immediate confirmation or ratification by the voting Members of the OMHA, all necessary rules and Regulations as it deems expedient or related in any way to the operations of the OMHA, including, without limitation, the conduct of its Members, Board, Officers, Association teams, and guests, provided such rules and Regulations are not otherwise inconsistent with the Articles or this By-law. Such prescribed rules and Regulations shall have force and effect only until the next Annual Meeting when they shall be confirmed and in default of confirmation at such Annual Meeting shall, at and from that time, cease to have force and effect.

## **9.0 BOARD MEMBER RESPONSIBILITIES**

### **9.1 Officers**

The Officers shall consist of the President, the Immediate Past President, the three District Vice-Presidents and the Treasurer.

### **9.2 Roles and Responsibilities of Officers**

#### **a) President**

The President shall:

- i) be the official representative of the OMHA to other amateur ruling bodies as permitted by that body and as directed by the OMHA.

- ii) preside at all Meetings of Members and the Board, unless otherwise indicated by the By-Laws or Board policy, with the usual privileges of office.
- iii) exercise general supervision of the OMHA in accordance with Policies determined by the Board.
- iv) be a non-voting member of all committees and sub committees of the OMHA.
- v) report regularly to the Board on matters of interest
- vi) delegate tasks as necessary.
- vii) not convene any league while holding office.

b) **Immediate Past President**

The Immediate Past President shall:

- i) Chair the Nominations and Annual Meeting Committees.
- ii) be available to assist any Board member requiring assistance in the completion of their functions.
- iii) carry out other duties as assigned by the President or the Board.

c) **District Vice-Presidents**

Each District Vice-President shall:

- i) be responsible for their specific District.
- ii) assist the Regional Directors from their District.
- iii) facilitate information sharing, problem solving and the development of minor hockey in their District.
- iv) attend meetings of the Board and Meetings of Members.
- v) perform any other duties as assigned by the President or the Board.
- vi) not convene any league while holding office.
- vii) Chair one of the OMHA Appeals Committees.

d) **Treasurer**

The Treasurer shall:

- i) ensure adherence to and implementation of financial Policies in the financial administration of the OMHA.
- ii) present an accurate record of all monies received and disbursed, and reporting same at each regular Board meeting.
- iii) ensure the submission of the books of account to the auditor of the OMHA at the end of the financial year.
- iv) present a report of the auditor from the previous financial year and a projected financial position for the current year to the membership at the Annual Meeting.
- v) evaluate, review and recommend financial policy to the Finance Committee.
- vi) Chair the Finance Committee.
- vii) pay all accounts by cheque or electronic transfer of funds, signed by themselves and one other person authorized by the Board.
- viii) perform any other duties as assigned by the President or the Board.

**9.3 Roles and Responsibilities of Regional Directors/Area Convenors**

- a) Regional Director: The Regional Directors, under the direction of a District Vice-President and the President shall:
  - i) organize, form and supervise Leagues, ensuring schedules are created and standings are compiled and reported, as required.

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- ii) attend League meetings under their jurisdiction, and attend League, playoff and OMHA Championship games as necessary.
  - iii) approve eligibility of players and Team Officials to participate as per the Regulations and Policies of the OMHA.
  - iv) administer automatic suspensions as established in the Regulations and Policies of the OMHA.
  - v) assess and administer suspensions for match penalties, reporting situations and decisions to the President and District Vice-President.
  - vi) serve on hearing and match penalty committees.
  - vii) attend meetings of the Board and general meetings of Members.
  - viii) serve on Standing and Ad Hoc Committees, and on OMHA Appeals Committees, as designated by the President.
  - ix) report matters of concern or interest to their District Vice-President for information and possible action by the President, an OMHA committee or the Board.
  - x) carry out duties or assignments as requested by their District Vice-President, the President or the Board.
  - xi) annually appoint Regional Nomination Committee members from their area.
  - xii) cannot be a convenor for another Regional Director/Area Convenor while holding office.
- b) Area Convenor: One or more Area Convenors, under the direction of a District Vice-President and the President, may be appointed by the Board, who shall be delegated all or part of the powers, authority and responsibilities of a Regional Director

set out in **Subsection 9.3a)** of this By-law and shall serve at the pleasure of the Board.

#### **9.4 Responsibilities of the Board**

The Board shall:

- a) have the powers of the OMHA and may delegate, subject to any limitations contained in the Act, any of its powers, duties and functions as is deemed necessary.
- b) make Policies and procedures as necessary for the governance of the OMHA, including Policies and procedures relating to conduct, discipline and the management of disputes.
- c) have the power to suspend, expel or take disciplinary action against any Association, League, team, player, team official, game official or individual for any breach of the OMHA By-Laws or of any decision, Policy or Regulation of the Board.
- d) interpret and clarify any clause of the Regulations and, at the request of a Board member, have the authority to correct or amend any decision or omission which may have been granted or allowed by that Board member or their designate, or by the preceding Board member or their designate.
- e) fill any vacancy which may occur in its number, with the position to be filled by election at the next Annual Meeting.
- f) be empowered to make agreements, from time to time, with other recognized hockey organizations, provided only that such agreements are within the general rules of organized hockey.
- g) to determine the Associations comprising each Area and Region, as may be revised from time to time by the Board.

## **10.0 EXECUTIVE DIRECTOR**

**10.1** The OMHA shall employ an Executive Director to administer the day-to-day operations of the OMHA.

### **10.2 Responsibilities of Executive Director**

The Executive Director shall:

- a) record or delegate the recording of the minutes of Meetings of Members, Board meetings and any other meetings as required, and ensure that OMHA records are regularly and properly kept and all business is conducted in accordance with any applicable statute or law, the Articles, By-Laws, Regulations and the Policies and procedures established by the Board or by the Members.
- b) ensure the proper custody of the OMHA's corporate seal, corporate minutes and resolutions and other corporate records and documents.
- c) be responsible for receiving and distributing all correspondence received or sent by the OMHA and all communications within the OMHA.
- d) keep an accurate record of affiliated minor hockey associations and teams of the OMHA.
- e) prepare or delegate the preparation of schedules for Championships, in concert with anyone appointed to assist by the Board.
- f) be responsible for notifying all teams of the Championships schedules.
- g) recommend policy to the Board regarding internal and external communications of the OMHA.

- h) ensure that all necessary and appropriate insurance has been purchased.
- i) receive minutes from the Chairpersons of all Standing Committees and distribute same to all members of the Board.
- j) prepare payment of all accounts.
- k) maintain the membership list referred to in **Section 4.2** of this By-law.
- l) carry out duties as assigned by the President or the Board.
- m) receive and certify all electronic registrations submitted on behalf of the players, Team Officials and on-ice officials applying for registration in the OMHA.
- n) be the legal holder of the trophies for the OMHA.
- o) conduct such activities as necessary for the welfare of the OMHA.

## **11.0 COMMITTEES OF THE BOARD**

### **11.1 Standing Committees**

- a) Nothing in this By-Law shall be construed to limit the ability of the Directors and Members from abolishing or creating Standing Committees by By-Law or from establishing such Ad Hoc Committees or Sub-Committees by Board resolution as may be desired or required from time to time.
- b) All Standing and Ad Hoc Committees will be comprised of a Chairperson, Directors, and/or any other Active Members or members of an Association as directed by the Board.
- c) The following may be the Standing Committees of the OMHA:

- AAA
- Annual Meeting
- Appeals
- By-Law and Regulations
- Category/Championships
- Finance
- League Structure
- Hockey Development
- Hockey Programming
- Overseas
- Subcommittee
- Tournaments and Awards

## **11.2 Standing Committee Procedure**

### **a) Compliance**

- i) All Standing Committees shall comply with all By-Laws, guidelines, Policies and procedures of the OMHA as determined by the Board or the Members, from time to time, and also shall comply with all requirements of the OMHA, the OHF, HC and, if applicable, any other hockey organizations with which OMHA teams are participating.
- ii) The Treasurer shall hold the position of Chairperson for the Finance Committee.
- iii) With the exception of the Finance Committee, no Board member shall hold the position of Chairperson of a specific committee for a term of longer than three (3) years, without Special Resolution of the Board.
- iv) In addition to the Directors, any other Active Members or member of an Association, and all OMHA referees,

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convenors and development personnel, shall be eligible to serve on a Standing Committee.

b) **Meetings**

Each Standing Committee shall meet at the call of the Chair as required.

c) **Notice**

Notice of all meetings of Standing Committees shall be communicated to all members of the Standing Committee at least seven (7) days prior to the meeting, except in the case of emergencies or that such notice may be waived by consent of all members of the Standing Committee.

d) **Quorum**

A quorum for a Standing Committee shall be a majority of the members of the Standing Committee.

e) **Voting Rights**

Each member of a Standing Committee present at a meeting of the Standing Committee shall be entitled to one vote. In the case of a tie vote, the Chair shall have a second or casting vote.

f) **Minutes**

Standing Committees shall maintain and keep minutes of their meetings and shall report to the Board at regular intervals and at any other time upon request by the Board.

g) **Annual Report**

Each Standing Committee may prepare an annual report of the matters for which it is responsible, to be presented to the Members at the Annual Meeting.

### **11.3 Subcommittees and Ad Hoc Committees**

The Standing Committee procedure shall also govern the procedures for all Subcommittees and Ad Hoc committees of the OMHA.

### **11.4 Subcommittee**

- a) The Subcommittee shall be chaired by the President and shall be comprised of the Officers of the OMHA and three (3) Regional Directors, one from each District. Any Director who has an issue or problem related to the area for which they are responsible, and on the advice of the President, may attend.
- b) The Subcommittee shall be empowered to carry on interim and emergent activities as necessary, but may not set OMHA policy.
- c) A quorum of the Subcommittee shall consist of seventy-five percent (75%) of the committee members eligible to attend such meetings.
- d) All proceedings of the Subcommittee must be presented at the next Board meeting for ratification.

## **12.0 EXECUTION OF DOCUMENTS**

### **12.1 Execution of Documents**

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

## **12.2 Books and Records**

The Board shall ensure that all necessary books and records of the OMHA required by the Act and this By-Law, or by any other applicable statute, are regularly and properly maintained and any contracts or agreements are filed for safekeeping.

## **13.0 FINANCIAL YEAR**

### **13.1 Financial Year**

The financial year of the OMHA shall end on **April 30th** in each year or on such other date as the Board may from time to time by resolution determine.

## **14.0 BANKING ARRANGEMENTS**

### **14.1 Banking Resolution**

The Board shall designate, by resolution, the Officers and other persons authorized to transact the banking business of the OMHA, or any part thereof, with the bank, trust company, or other corporation carrying on a banking business that the Board has designated as the banker of the OMHA, to have the authority to set out in the resolution, including, unless otherwise restricted, the power to:

- a) operate the accounts of the OMHA with a bank or a trust company.
- b) make, sign, draw, accept, endorse, negotiate, lodge, deposit or transfer any of the cheques, promissory notes, drafts, acceptances, bills of exchange and orders for the payment of money.
- c) issue receipts for and orders relating to any property of the OMHA.

- d) authorize any officer of the bank or trust company to do any act or thing on behalf of the OMHA to facilitate the activities of the OMHA.

#### **14.2 Deposit of Securities**

The securities of the OMHA shall be deposited for safekeeping with one or more banks, trust companies or other place or places of safekeeping to be selected by the Board. Any and all securities so deposited may be withdrawn, from time to time, only upon the written order of the OMHA signed by such Officer or Officers, agent or agents of the OMHA, and in such manner as shall be determined from time to time by resolution of the Board, and such authority may be general or confined to specific instances. The institutions which may be so selected as custodians of the OMHA shall be fully protected in acting in accordance with the directions of the OMHA and shall in no event be liable for the due application of the securities so withdrawn from deposit or the proceeds thereof.

#### **14.3 Bonding**

All authorized signing officers and the Executive Director shall be bonded in an appropriate amount at the expense of the OMHA.

#### **14.4 Cheques or Electronic Transfer of Funds**

All accounts shall be paid by cheque or electronic transfer of funds with two authorized signatures. Until otherwise determined by the Board, the authorized signees shall be the Treasurer and any one of either the Executive Director or President.

### **14.5 Absence**

During an unavoidable absence or incapacity of the Treasurer, as determined by the Board, the Board shall appoint a temporary signing officer for the duration of such absence or incapacity.

## **15.0 BORROWING BY THE OMHA**

### **15.1 Borrowing Power**

Subject to the limitations set out in the Articles, By-Laws or Policies of the OMHA, the Board may by resolution authorize the OMHA to:

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

### **15.2 Borrowing Resolution**

From time to time, the Board may authorize any Director or Officer of the OMHA, or any other person to make arrangements with reference to the monies so borrowed or to be borrowed and as to the terms and conditions of any loan, and as to the security to be given therefore, with power to vary or modify such arrangements, terms and conditions, and to give such additional security as the Board may authorize, and generally to manage, transact and settle the borrowing of money by the OMHA.

## **16.0 NOTICE**

### **16.1 Computation of Time**

In computing the date when notice must be given under any provision of this By-Law requiring a specified number of days' notice of any meeting or other event, the date of giving the notice is excluded, unless otherwise permitted under the Act, and the deadline on the final day of the notice period shall be 11:59 p.m.

### **16.2 Omissions and Errors**

The accidental omission to give notice of any meeting of the Board or Members or the non-receipt of any notice by any Director or Member or by the auditor of the OMHA or any error in any notice not affecting its substance does not invalidate any resolution passed or any proceedings taken at the meeting. Any Director, Member or the auditor of the OMHA may at any time waive notice of any meeting and may ratify and approve any or all proceedings taken thereat.

### **16.3 Method of Giving Notice**

Whenever any notice, communication or other document is required or permitted under any provision of the Act, Articles, By-laws, Regulations, Policies or otherwise by the OMHA to any Member, Director, Officer, auditor or member of a committee of the Board shall be sufficiently given if (i) sent by electronic mail (email) or by an recognized overnight courier service, or (ii) personally delivered to the person to whom it is to be given or to his or her recorded address, or (iii) sent by prepaid ordinary mail to such person at his or her recorded address. A notice sent by electronic mail or a recognized overnight courier

service shall be deemed to have been received on the next Business Day following such delivery. A notice personally delivered shall be deemed to have been delivered immediately upon personal delivery. A notice sent by prepaid ordinary mail shall be deemed to have been given when deposited in a post office or public letter box and shall be deemed to have been received on the fifth (5th) Business Day after mailing. The Executive Director or, in the absence of the Executive Director, any other Officer of the Association, may change or cause to be changed the recorded address of any Member, Director, Officer, auditor or member of a committee of the Board in accordance with any information believed by such Officer to be reliable. The declaration by the Executive Director, or any other Officer of the Association, that notice has been given pursuant to this By-law shall be sufficient and conclusive evidence of the giving of such notice. The recorded address of a Director shall be his or her latest address as shown in the records of the OMHA or in the most recent notice filed under the Act, whichever is the more current.

## **17.0 PASSING AND AMENDING BY-LAWS**

**17.1** The Board or any Member In Good Standing may, from time to time, recommend to the Members amendments to the By-Laws or Regulations.

**17.2** Notice of proposed amendments to a By-Law or Regulation must be made in writing, signed by a Member In Good Standing and must be received by the Executive Director by electronic mail, registered mail or the equivalent at least sixty

(60) days in advance of the Annual Meeting at which they are to be considered.

**17.3** Except where the amendment proposed in accordance with either **Section 17.1** or **17.2** does not comply with the Act, the Executive Director shall, by electronic mail, ordinary mail or the equivalent, notify all Members of the list of proposed amendments at least thirty (30) days prior to the Annual Meeting.

**17.4** If the Board intends to discuss any amendment of the By-Laws or Regulations at a Board meeting, written notice of such intention shall be sent by the Executive Director to each Director not less than ten (10) days before such meeting. Where such notice is not provided, any recommendation to amend the By-Laws or Regulations may nevertheless be moved at the meeting and discussion and voting thereon adjourned to the next meeting for which written notice of intention to pass or amend such By-Laws or Regulations shall be given.

**17.5** a) A By-Law, Regulation or an amendment to a By-Law or Regulation, recommended by the Board or proposed by a Member, shall be presented for adoption by the Members at the next Annual Meeting or a Special Meeting called by the Board for that purpose in accordance with the Act. The notice of such Annual Meeting shall refer to, describe and explain the By-Law, Regulation or amendment(s) to the By-Law or Regulation to be presented at the Meeting of Members, including the proposed text of such By-Law, Regulation or amendment(s) to a By-Law or Regulation.

- b) Except as otherwise required by the Act, a motion to amend the By-Laws, recommended by the Board or proposed by a Member at an Annual Meeting or at a Special Meeting called for that purpose, must be approved by a majority of the Members present and voting at such meeting.
- c) A motion to amend the Regulations, recommended by the Board or proposed by a Member, at an Annual Meeting or at a Special Meeting called for that purpose, must be approved by a majority of the Members present and voting at such meeting.
- d) The Members at an Annual Meeting or at a Special Meeting may confirm the proposed By-Law, Regulation or amended By-Law or Regulation as presented, or amend or reject the proposed By-Law, Regulation or amended By-Law or Regulation.

**17.6** Any changes to **Hockey Canada or OHF Regulations**, which make the Regulations more stringent than the current OMHA Regulations, will be adopted by the OMHA and be implemented for the current playing season.

**17.7** In addition to the Chair of any Meeting of Members pursuant to **Section 5.9** of this By-law, an independent “**Resolutions Chairperson**” may be appointed by the Board to conduct that portion of the Meeting of Members dealing with changes or amendments to the By-Laws and/or changes or amendments to the Regulations.

## **18.0 REPEAL OF PRIOR BY-LAWS**

### **18.1 Repeal**

All prior by-laws of the OMHA are hereby repealed as of the coming into force of this By-Law.

### **18.2 Proviso**

The repeal of all prior by-laws of the OMHA shall not impair in any way the validity of any act or thing done or right, privilege, obligation or liability acquired or incurred under, or the validity of any contract or agreement made pursuant to any such by-laws prior to its repeal.

## **19.0 RULES OF PROCEDURE**

**19.1** The most current edition of "Procedures for Meetings and Organizations" by M.K. Kerr and Hubert W. King shall govern the rules and procedures to be used in conducting the meetings and affairs of the OMHA in all cases to which they are applicable, provided they are not inconsistent with the By-Laws or any other governing documents or laws affecting the OMHA.

## **20.0 ENACTMENT & EFFECTIVE DATE**

**20.1** This By-Law shall come into force at the close of the 2025 OMHA Annual Meeting without further formality, upon its enactment after approval by the Voting Members of the OMHA.

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**20.2** This By-law is hereby enacted, sanctioned, confirmed and approved without variation by the affirmative vote of the Voting Members at a Meeting of Members held on the 14<sup>th</sup> day of June, 2025.

## **ELECTORAL REGIONS**

### **REGION ONE - WESTERN DISTRICT**

Ausable Valley	Mooretown	St. Thomas
Belle River	Mount Brydges	Strathroy
Dresden	Petrolia	Talbot
East Lambton	Point Edward	Tecumseh-Shoreline
Elgin Thames	Port Stanley	Thamesford
Lake Erie	Riverside	Wallaceburg
Kent	South Huron	West Lorne
Lambeth	South Kent	Windsor
Lambton Shores	Southwest	
Lasalle	St. Marys	

### **REGION TWO - WESTERN DISTRICT**

Ayr	Hamilton Steel	Port Colborne
Beverly	Jordan	South Oxford
Brant County	Langton	Southern Tier Zone
Delhi Norwich	New Hamburg	Stoney Creek
Embrow	Niagara Falls	Tavistock
Garden City	Niagara North Zone	Thorold
Garden City Kiwanis	Niagara-On-The-Lake	Twin Centre
Glancaster	Norfolk	Wainfleet
Greater Fort Erie	Pelham	Welland
Haldimand	Plattsville	West Niagara

**REGION THREE - CENTRAL DISTRICT**

Arthur	Dundas	Halton Zone
Brampton	Erin-Hillsburgh	Hespeler
Burlington	Flamborough	Milton
Caledon	Guelph	Oakville
Centre Wellington	Guelph Zone	Orangeville
Credit River Zone	Halton Hills	Woolwich

**REGION FOUR - CENTRAL DISTRICT**

Aurora	Markham/Unionville	Upper York
Barrie	Markham Zone	Whitchurch-Stouffville
Barrie Zone	Newmarket	York Simcoe Zone
Beeton	New Tecumseth	
King Township	Orillia	
Lefroy	Richmond Hill	
Markham House League	South Simcoe Thornton	

**REGION FIVE - EASTERN DISTRICT**

Almaguin	Grand Valley	North Central Zone
Apsley	Grey Bruce Zone	Oro
Bancroft	Highland Storm	Orono
Brock	Honeywood	Osprey
Clearview	Huntsville	Owen Sound
Coldwater	Kawartha	Parry Sound
Collingwood	Lindsay	Shelburne
Durham	Manvers	South Grey
Elmvale	Mariposa	South Muskoka
Essa	Millbrook	Sturgeon Lake
Georgian Bay	Muskoka Rock	Wasaga Beach
Georgian Shores	Newcastle	Woodville

**REGION SIX - EASTERN DISTRICT**

Ajax Pickering	Ennismore	Norwood
Belleville	Frontenac	Oshawa
Brighton	Gananoque	Otonabee
Campbellford	Grafton	Peterborough
Central Ontario Zone	Greater Kingston Zone	Peterborough Zone
Centre Hastings	Havelock	Prince Edward County
Church Athletic League of Kingston	Kingston Area	Quinte West
Clarington	Lakefield	Quinte Zone
Clarington Rec	Loyalist Township	Stirling
Colborne	Napanee	Stone Mills
Deseronto	North Durham	Tweed
Douro	North Shore Zone	Warkworth
	Northumberland	Whitby

**WOAA**

Arran-Elderslie	Kincardine	South Bruce
Blyth-Brussels	Listowel	Southeast
Bruce Grey	Mid-Huron	Southwest Admirals
Bruce Peninsula	Midwest	Tri-Centre
Central Perth	Minto Township	Walkerton
Chatsworth & District	Mitchell	Wallace
Drayton	Mount Forest	West Coast
Goderich	Saugeen Shores	Wingham
Howick	Saugeen Valley	Zurich
Huron-Bruce	Shallow Lake	

**Note:** The current OMHA-WOAA agreement is on file with both the OMHA and the WOAA.