

OTTAWA VALLEY TITANS MINOR HOCKEY ASSOCIATION

BY-LAW NO. 1

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GENERAL BY-LAW

A by-law relating generally to the transaction of the affairs of Ottawa Valley Titans Minor Hockey Association;

BE IT ENACTED as a by-law of Ottawa Valley Titans Minor Hockey Association as follows:

DEFINITIONS

1. In this General By-law of the Corporation, unless otherwise defined herein,:

"Board of Directors" means the Board of Directors of the Corporation described in Section 10(a) of this General By-law;

"CAHA" shall mean the Canadian Amateur Hockey Association, the governing body for amateur hockey in Canada;

"Community Association" means Home Associations within Districts four (4) and five (5) as established in the ODMHA constitution;

"Corporation" shall mean the Ottawa Valley Titans Minor Hockey Association;

"Director(s)" shall mean those individuals described in Section 10 (a) of this General By-law who have been elected by the Members, as Officers and Directors of the Corporation, to carry on the day to day affairs of the Corporation;

"District" shall mean a grouping of minor hockey associations in a geographical subdivision of eastern Ontario, as established in the ODMHA constitution;

"District Association" means a minor hockey association with a District;

"District Council" means a meeting of the presidents of the Home Associations within a District;

"Home Association" shall mean the minor hockey associations within the territory granted the Corporation as established by the ODMHA, for which a person would normally play by virtue of residence;

"Members" shall mean those members of the Corporation described in Section 4(a)(i), (ii) and (iii) of this General By-law who are in compliance with the constitutions, letters patent, by-laws and regulations, as the case may be, of the CAHA, ODHA, ODMHA and the Corporation and who are not under suspension for any breach of the foregoing;

"ODHA" shall mean the Ottawa District Hockey Association, the governing body for amateur hockey in eastern Ontario, as established in the CAHA constitution;

"ODMHA" shall mean the Ottawa District Minor Hockey Association, the governing body for minor hockey in eastern Ontario, as established in the ODHA constitution;

"ODMHL" shall mean the Ottawa District Minor Hockey League; and

"Officers" shall mean those individuals described in Section 10 of this General By-law who have been elected by the Members, as Officers and Directors of the Corporation, to carry on the day to day affairs of the Corporation.

HEAD OFFICE

2. The Head Office of the Corporation shall be in Rideau Township, Town of Kars, in the Province of Ontario, and at such place therein as the Board of Directors may from time to time determine.

SEAL

3. The seal, an impression whereof is stamped in the margin hereof, shall be the corporate seal of the Corporation.

MEMBERS

4. (a) Membership of the Corporation shall be comprised of the following classes of Members:

(i) Regular Members, which shall consist of:

- (1) each parent or legal guardian of each individual who is on the Corporation or CAHA players registration certificate, who shall become Regular Members upon payment of the player's annual registration fee according to the amount and schedule which shall be set from time to time by the Board of Directors;
- (2) each Officer and Director of the Corporation, who shall become Regular Members upon election as an Officer and Director; and

- (3) each member of team management (coach, assistant coach, manager), who shall become Regular Members upon approval of their appointment to team management by the Board of Directors.

Each Regular Member shall be entitled to one (1) vote each, at all meetings of Members. Membership for all Regular Members shall cease on June 30 of each year.

- (ii) Special Members, which shall consist of those individuals designated by the Board of Directors from time to time who have demonstrated their desire to take an active part in promoting and participating in the activities of the Corporation. Each Special Member shall be entitled to one (1) vote each, at all meetings of Members. Membership for all Special Members shall cease on June 30 in each year.
- (iii) Life Members, which shall consist of those individuals designated by the Board of Directors from time to time, by a two-thirds (2/3) vote of the Board of Directors, who have made an exceptional contribution to the activities of the Corporation over a number of years. Each Life Member shall be entitled to one (1) vote each, at all meetings of Members. Nominations for Life Membership may be made by any Regular Member and shall be considered once in each playing season by the Board of Directors at the Board of Directors meeting held immediately prior to the annual meeting of Members. Life Members shall be announced at the annual meeting. The presentation of a Life Members Award shall be made at a time and place decided by the Board of Directors.

(b) The dues or fees payable by Members shall be fixed from time to time by the Board of Directors. The Secretary shall notify the Members on or before February 1st in each year of the dues or fees payable by them and, if any are not paid within sixty (60) days of the date of such notice such Members shall thereupon automatically cease to be Members.

(c) Members may resign by resignation in writing, which shall be effective upon delivery to the Board of Directors. In the event of resignation by a Member, such Member shall remain liable for payment of any assessment or other sum levied or which became payable by him or her to the Corporation prior to delivery of his or her resignation.

(d) All Members shall abide by the provisions of Letters Patent and By-laws of the Corporation.

(e) Membership as a coach, player, parent, guardian or member of the Executive, in the Ottawa Valley Titans Minor Hockey Association is a privilege, not a right. Failure to obey the rules, bylaws and code of conduct of the Corporation could result in suspension from all Titan team

and association functions for a specified period of time or complete expulsion from the Titan Association.

(f) Any individual who repeatedly displays behaviour that breaches the code of conduct and fails to respect the policies and bylaws of the Corporation shall be refused membership in the Corporation.

(g) In the event a parent / guardian breaches a suspension imposed in Paragraph 4 above, the player of said parent / guardian can be suspended from all Team and Association activities or complete expulsion from the association as a means of forcing the parent / guardian to serve the suspension.

MEETINGS AND QUORUM, MEMBERS

5. (a) The annual or any special meeting of the Members shall be held at such place in Ontario and at such time as the Board of Directors may determine.

(b) The presence of at least ten (10) Members in person or represented by proxy shall constitute a quorum at any meeting of Members.

(c) No public notice nor advertisement of any meeting of Members shall be required, however, except as otherwise expressly provided herein, notice of the time and place of every meeting of Members shall be given to each Member by sending the notice by pre-paid mail or facsimile, not less than twenty (20) days before the time fixed for the holding of such meeting, provided that any meetings of Members may be held at any time and place without such notice if all the Members are present thereat and consent to the holding of such meeting, and at such meeting any business may be transacted which the Corporation may transact.

6. (a) There shall be an annual meeting of the Corporation which shall be held at a place, date and time determined by the Board of Directors which, unless otherwise fixed by the Board of Directors shall be held prior to the completion of the hockey season and in any case not later than the 15th day of May in each year. At every annual meeting, in addition to any other business that may be transacted, the report of the Board of Directors, the financial statements and the report of the auditors shall be presented, the Officers and Directors shall be elected and auditors appointed and their remuneration fixed for the ensuing year. The Members may consider and transact any business, without any notice thereof at any meeting of the Members.

(b) The order of business at the annual meeting shall be as follows:

- (i) calling the meeting to order;
- (ii) reading of minutes of last annual meeting;
- (iii) reporting of committees, President's report and report of the Board of Directors;
- (iv) treasurer's report;

- (v) old business;
- (vi) new business, resolutions, or matters that may properly be brought before the meeting, including without restriction the approval of the financial statements and acceptance of the report of the auditors;
- (vii) the appointment of auditors and fixing of their remuneration;
- (viii) presentation of slate of nominees for election of Officers and Directors;
- (ix) confirmation of appointment of two (2) scrutineers;
- (x) election of Officers and Directors;
- (xi) President's final remarks;
- (xii) termination.

7. The Board of Directors shall have power to call, at any time, a special meeting of the Members. The Board of Directors shall call a special meeting of Members on the written requisition of not less than one-tenth (1/10) of the Members, which requisition shall state the general nature of the business to be presented at the meeting.

VOTING, MEMBERS

8. (a) Subject to the provisions, if any, contained in the Letters Patent of the Corporation, each Member of the Corporation, shall at all meetings of Members be entitled to one vote and he or she may vote by proxy. A proxyholder need not be a Member but before voting shall produce and deposit with the Secretary sufficient appointment in writing from his or her constituent or constituents.

(b) Questions arising at any meeting of Members, other than the election of Officers and Directors and except as expressly provided herein, shall be decided by a majority of the votes of those present in person or represented by proxy who are eligible to vote, save and except as expressly provided herein. In the case of an equality of votes, the President shall have in addition to his or her original vote, a second or casting vote.

(c) The method of voting at meetings of Members, except for election of Officers and Directors, shall be by a show of hands, unless it is decided by a majority of the Members present in person or represented by proxy at any meeting that the method of voting shall be of any other means, whether secret or not. A declaration by the President that a resolution has been carried or not carried and an entry to that effect in the minutes of the Corporation shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes accorded in favour of or against such resolution. The demand for any method of voting other than by show of hands may be withdrawn, but if demanded and not withdrawn the question shall be decided by a majority of votes given by the Members present in person or represented by proxy, and such vote shall be taken in such manner as the President shall direct and the result of such vote shall be deemed the decision of the Corporation in the meeting, upon the matter in question.

ERROR OR OMISSION IN NOTICE, MEMBERS

9. No error or omission in giving notice of any meeting or any adjourned meeting of the Members of the Corporation shall invalidate such meeting or invalidate or make void any proceedings taken thereat and any Member may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat.

BOARD OF DIRECTORS

10. (a) Subject to the terms of this General By-law, the affairs of the Corporation shall be managed by a board of eleven (11) Directors. Directors shall be eighteen years of age or over with power under law to contract. The Board of Directors shall be comprised of the following Officers of the Corporation who shall (with the exception of the Past President) be elected as Directors and Officers of the Corporation in accordance with Article 11 of this General By-law:

- (i) President;
- (ii) First Vice-President;
- (iii) Second Vice-President;
- (iv) Secretary;
- (v) Treasurer;
- (vi) ODMHL Representative;
- (vii) Equipment Manager;
- (viii) Tournament and Ice Convener;
- (ix) Registrar;
- (x) Past President; and
- (xi) Director of Risk Management.

(b) The Members may, by resolution passed by at least two-thirds of the votes cast at a meeting of which notice specifying the intention to pass such resolution has been given, remove any Officer and Director as an Officer and Director before the expiration of his or her term of office, and may, by a majority of the votes cast at that meeting, elect any person in his or her stead for the remainder of his or her term.

ELECTION OF OFFICERS AND DIRECTORS

11. (a) For greater certainty, the Members shall elect the Officers as Officers and Directors and there shall not be separate elections for the Officers and Directors of the Corporation.

(b) No person shall be nominated for, or elected as an Officer and Director or as a Director of the Corporation unless he or she is a Member.

(c) Each candidate for election as an Officer and Director shall be nominated in writing by a Member which written nomination shall be delivered to the Secretary at least five (5) full

calendar days prior to the annual meeting. After all the nominations have been tabled at the annual meeting, any person who has been nominated may withdraw by announcing his or her withdrawal to the President, who shall thereupon instruct the Secretary to strike the name from the list. A candidate may not be nominated at the time of the annual meeting.

(d) Nominations will be accepted for election to the following offices, which individuals shall be elected as Officers and Directors at the annual meeting of Members by a plurality of votes cast by the Members:

- (i) President, provided that, except in respect of the first election of the President following incorporation of the Corporation, nominations of an individual to the office of President shall be accepted only if such individual has previously been elected as an Officer and Director of the Corporation;
- (ii) First Vice-President;
- (iii) Second Vice-President;
- (iv) Secretary;
- (v) Treasurer;
- (vi) ODMHL Representative;
- (vii) Tournament and Ice Convener;
- (viii) Equipment Manager; and
- (ix) Registrar;
- (x) Director of Risk Management.

(e) The Past President of the Corporation shall be an ex-officio Officer and Director who shall hold such positions until such time as he/she is replaced by a former President whose term of office has expired provided that in order to fully constitute the first Board of Directors and to recognize the contribution of Roslyn Cape to the predecessor of the Corporation, the first Past President need not have previously served as President of the Corporation and shall be Roslyn Cape.

(f) The term of each Officer and Director shall be two (2) years. The President, Secretary, ODMHL Representative, Equipment Manager and Registrar shall be elected in even numbered years and the First Vice-President, Second Vice-President, Treasurer, Tournament and Ice Convener and Director of Risk Management shall be elected in odd numbered years. Provided that, in order to stagger the terms of such Officers and Directors as described in the preceding sentence, in respect of the first election of such Officers and Directors following incorporation of the

Corporation, the First Vice-President, Second Vice-President, Treasurer and Tournament and Ice Convener will be elected for a term of one (1) year and all other Officers and Directors will be elected for a term of two (2) years.

(g) Election of all Officers and Directors shall be by secret ballot distributed at the annual meeting. Those elected will be announced by name only. Vote tallies will not be disclosed. The voting procedures for the election of Officers and Directors be conducted at the annual meeting as follows:

- (i) There shall be a returning officer, who shall be responsible for the counting of the ballots on the completion of voting and shall be assisted by two (2) scrutineers. The returning officer shall be appointed by the Board of Directors prior to the meeting. The returning officer shall prepare and distribute all ballots.
- (ii) Voting shall be scrutineered by two (2) scrutineers who shall be appointed by the President, provided that such appointments shall be approved by the Members at the meeting.
- (iii) Any candidate or Member may view the tally sheet in the presence of the returning officer.
- (iv) Any candidate may request a recount of the ballots after the voting. The returning officer will conduct the recount of the ballots and shall be assisted by the two (2) scrutineers.
- (v) Any ballots used in conducting of such votes shall be destroyed upon completion of the voting process.

VACANCIES

12. Vacancies of Officers and Directors, however caused, shall, so long as a quorum of Directors remain in office, be filled by the Board of Directors but if there is not a quorum of Directors, the remaining Directors shall forthwith call a meeting of the Members to fill the vacancy.

POWERS OF OFFICERS AND DIRECTORS

13. The Board of Directors shall administer the affairs of the Corporation in all things and make or cause to be made for the Corporation, in its name, any kind of contract which the Corporation may lawfully enter into and, save as hereinafter provided, generally, may exercise all such other powers and do all such other acts and things as the Corporation is, by its letters patent or otherwise, authorized to exercise and do.

Without in any way derogating from the foregoing, the Board of Directors:

- (a) is expressly empowered, from time to time, to purchase, lease or otherwise acquire, alienate, sell, exchange or otherwise dispose of shares, stocks, rights, warrants, options and other securities, lands, buildings and other property, movable or immovable, real or personal, or any right or interest therein owned by the Corporation, for such consideration and upon such terms and conditions as they may deem advisable;
- (b) shall advise the Members on all matters of policy and shall review the previous seasons operations prior to the annual meeting of Members and establish policies for the forthcoming season prior to the commencement of training camp;
- (c) shall maintain liaison with District Associations through District Council meetings for the purpose of ensuring that the Corporation policies and practices are not in conflict with those of the Home Associations;
- (d) may, in the event of a general or specific dissatisfaction with the operation of the Corporation, by majority resolution, cause a Board of Directors meeting to be held within seven (7) days thereafter to discuss such matters. In the event that such concerns are not resolved at that time, the Directors, by majority resolution may call a special meeting of Members to consider the relevant matter;
- (e) will ensure that a slate of nominees for Officers and Directors is available for each position for which there is to be an election, provided that, Members may make nominations in accordance with the provisions of Section 11(c);
- (f) shall appoint all coaches, and approve additional personnel that constitute the team management, for each team;
- (g) shall monitor and ensure that each Member abides by the letters patent and by-laws of the Corporation and players abide by any rules or regulations approved by the Corporation, the ODMHA and CAHA;
- (h) may suspend or expel any Member who fails to comply with the letters patent and by-laws of the Corporation provided that the Board of Directors shall follow the principles of natural justice in the case of any such suspension or expulsion;
- (i) may approve expenditure of Corporation funds;

- (j) shall provide to all Members in attendance at the annual meeting a full report of the activities of the Corporation since the last annual meeting; and
- (k) shall have the power to consult with, or engage the services of legal counsel with respect to the affairs of the Corporation.

MEETINGS AND QUORUM, BOARD OF DIRECTORS

14. (a) Subject to any express provision provided herein, meetings of the Board of Directors may be called by the President or either Vice-President, or by the Secretary on direction of the President or either Vice-President, or by the Secretary on direction in writing of two (2) Directors.

(b) The Board of Directors may hold its meetings at such place or places as it may from time to time determine.

(c) Not less than five (5) Directors shall form a quorum for the transaction of business at meetings of the Board of Directors.

(d) No formal notice of any such meeting shall be necessary if all the Directors are present and waive notice, or if those absent have signified their consent to the meeting being held in their absence. Notice of such meetings shall be delivered, telephoned or facsimiled to each Director not less than forty-eight (48) hours before the meeting is to take place or shall be mailed to each Director not less than fourteen (14) days before the meeting is to take place. The statutory declaration of the President or Secretary that notice has been given shall be sufficient and conclusive evidence of the giving of such notice.

15. The Board of Directors may appoint a day or days in any month or months for regular meetings at an hour to be named and no notice of such meeting need be sent. A meeting of the Board of Directors may also be held, without notice, immediately following the annual meeting of the Corporation.

VOTING, BOARD OF DIRECTORS

16. Questions arising at any meeting of the Board of Directors shall be decided by a majority of votes. In case of an equality of votes, the President, in addition to his or her original vote, shall have a second or casting vote. All votes at such meeting shall be taken by ballot if so demanded by any Director present, but if no demand be made, the vote shall be taken by a show of hands. A declaration by the President that a resolution has been carried and an entry to that effect in the minutes shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

ERROR OR OMISSION IN NOTICE, BOARD OF DIRECTORS

17. No error or omission in giving notice of any meeting or any adjourned meeting of the Board of Directors shall invalidate such meeting or invalidate or make void any proceedings taken or had thereat or at any adjourned meeting and any Director may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat.

INDEMNIFICATION

18. Every officer and Officer and Director 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,

- (a) all costs, charges and expenses whatsoever that he or she sustains or incurs in or about any action, suit or proceeding that 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 or her office; and
- (b) all other costs, charges and expenses that he or she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his or her own wilful neglect or default.

REMUNERATION OF OFFICERS AND DIRECTORS

19. The officers and Officers and Directors shall receive no remuneration for acting as such.

OFFICERS

20. The Officers shall be those individuals elected from time to time by the Members of the Corporation as Officers and Directors to the offices described in Section 10(a) and such other officers as the Board of Directors may determine from time to time, provided that, such other officers shall be appointed by majority resolution of the Board of Directors and shall not be deemed to be Directors of the Corporation.

PRESIDENT AND VICE-PRESIDENTS

21. (a) The President shall provide leadership to the Corporation and shall preside at all meetings of the Members and the Board of Directors. The President shall have the general management and supervision of the affairs and operations of the Corporation and shall perform all duties as are customary for a president of a corporation similar in size and operation to the Corporation. The President shall, together with the Secretary, or other Officer designated by the Board of Directors for the purpose, sign all by-laws and membership certificates.

(b) The President may appoint such committees or sub-committees such as, for example, coach selection committees from the Members as the President may deem necessary in the interests of the Corporation. Such committees shall appoint a chairman, who shall submit a written report of its recommendations and such other reports as are required by the Board of Directors. Any member of a committee or sub-committee may be removed at any time at the discretion of the Board of Directors.

22. The First Vice-President shall, in the absence of the President or in the case of the President's inability to act, perform all duties of the President. The First Vice-President shall render such assistance to the President as may be required by the President. In the case of a vacancy in the office of President, the First Vice-President shall preside until a new President is elected. The First Vice-President shall be specifically responsible for team liaison at the levels assigned prior to the start of tryouts.

23. The Second Vice-President shall, in the absence of the President and the First Vice-President or in the case of their inability to act, perform all duties of the President. The Second Vice-President shall render such assistance to the President as may be required by the President. In the case of a vacancy in the offices of President and First Vice-President, the Second Vice-President shall preside until a new President is elected. The Second Vice-President shall be specifically responsible for team liaison at the levels assigned prior to the start of tryouts.

PAST PRESIDENT

24. By virtue of experience, the Past President shall be a source of guidance on past practices of the Corporation. Specific additional duties of the Past President shall be determined by the Board of Directors.

SECRETARY

25. (a) The Secretary shall keep a proper record of the proceedings of all meetings of the Members and Board of Directors and shall prepare proper minutes of every such meeting.

(b) The Secretary shall have charge of all books, documents and papers of a non-financial nature, and perform other duties as determined by the Board of Directors.

(c) The Secretary shall forward notices of all meetings of Members and the Board of Directors to each respective member.

(d) The Secretary shall keep a record of all persons who are Members which will include all necessary information determined from time to time as necessary by the Board of Directors including, without restriction, the date on which each person became or ceased to be a Member.

TREASURER

26. (a) The Treasurer shall have charge of all books pertaining to the financial affairs of the Corporation.

(b) The Treasurer shall have care and custody of the funds of the Corporation and deposit the same in the name of the Corporation in such bank or banks as the Board of Directors may direct. The Treasurer shall also have care and custody of the securities of the Corporation and may deposit the same in a safety deposit box to be provided by the Corporation for that purpose.

(c) The Treasurer shall keep an accurate record of all monies received and disbursed to the satisfaction of the auditors of the Corporation and produce the same for inspection within ten (10) days of a request therefor.

(d) The Treasurer shall keep a petty cash account and shall have power to use the same for purposes of expenditures not exceeding the sum of one hundred dollars (\$100.00).

(e) The Treasurer shall prepare an annual report giving the receipts and disbursements of that year. Copies of the report shall be printed and made available on request to any Member. The Treasurer shall prepare an interim financial report giving receipts and disbursements to date at the annual meeting of the Corporation for presentation.

(f) The Treasurer shall, with the approval of the Board of Directors, invest and keep invested, from time to time, the Corporation monies.

ODMHL REPRESENTATIVE

27. The ODMHL Representative shall be responsible for all liaison between the Corporation and the ODMHL. The ODMHL Representative shall attend all ODMHL meetings and act as the representative of the Corporation at such meetings.

EQUIPMENT MANAGER

28. The Equipment Manager shall purchase, repair and maintain an accurate inventory of all equipment as approved by the Board of Directors.

TOURNAMENT AND ICE CONVENER

29. The Tournament and Ice Convener shall acquire and allocate ice for games and practices and ensure that the appropriate ice schedules are delivered, in a timely fashion, to the coaches of the respective teams and ODMHL Representative. He or she shall also arrange all details for any tournaments the Corporation may wish to host.

REGISTRAR

30. (a) The Registrar shall be responsible for the registration of all players and coaches in the Corporation.

(b) The Registrar shall ensure that all cards and team lists are correctly completed and forwarded to the District registrar.

(c) The Registrar shall maintain a listing of all current players.

RISK MANAGEMENT

31. (a) The Risk Management Officer shall be responsible for risk, abuse and harassment issues within the Corporation.

(b) Inform the District 4 Risk and Safety Officer

DUTIES OF OTHER OFFICERS

32. The duties of all other officers of the Corporation shall be such as the terms of their engagement call for or as the Board of Directors determines.

SPECIAL OFFICERS

33. The Board of Directors may, by resolution, from time to time, appoint one or more persons as special officers of the Corporation in recognition of (i) their respective contributions to the Corporation or its predecessor; and (ii) their ability to provide ongoing advice and counsel to the Board of Directors by virtue of their experience. Special officers shall be entitled to receive notice of and to attend all meetings of the Board of Directors but shall not be entitled to vote thereat. Special officers shall hold office at the discretion of the Board of Directors.

RULES OF ORDER, ADJOURNMENTS

34. (a) The President shall preserve order and decorum, and decide questions of rules of order or practice, stating the applicable rule. Except as expressly provided herein, the rules of order contained in Wainberg's, Society Meetings shall be followed at all meetings of Members, the Board of Directors and other committees of the Corporation.

(b) When the ruling of the President is appealed against, he or she shall, without debate, put the question in the following words, "Shall the ruling of the President be sustained". He or she shall have the right to state his or her reason for the decision given.

(c) All motions, before being debated, shall be read by the Secretary.

(d) Any meetings of the Members or of the Board of Directors may be adjourned to any time and from time to time and such business may be transacted at such adjourned meeting as might have been transacted at the original meeting from which such adjournment took place. No notice shall be required of any such adjournment. Such adjournment may be made notwithstanding that a quorum is not present.

REVENUE

31. The revenue of the Corporation shall be derived as follows:

(a) Members dues;

- (b) registration fees charged each player in an amount and manner to be determined by the Board of Directors;
- (c) sponsorship fee charged to sponsors in an amount and manner to be determined by the Board of Directors;
- (d) fundraising projects, both optional and compulsory, as approved by the Board of Directors; and
- (e) parent donations, to be determined by team management.

EXECUTION OF DOCUMENTS

32. (a) Deeds, transfer, licences, contracts, engagements and any other instrument in writing to be signed by the Corporation may be signed on behalf of the Corporation by either the President or the First Vice-President, together with the Treasurer. The Secretary shall affix the seal of the Corporation to such instruments as require the same.

(b) The President or the First Vice-President, together with the Treasurer, or any person or persons from time to time designated by the Board of Directors, may transfer any and all shares, bonds or other securities from time to time outstanding in the name of the Corporation in its individual or any other capacity or as trustee or otherwise and may accept in the name and on behalf of the Corporation transfers of shares, bonds or other securities from time to time transferred to the Corporation, and may affix the corporate seal to any such transfers or acceptances of transfers, and may make, execute and deliver under the corporate seal any and all instruments in writing necessary or proper for such purposes, including the appointment of an attorney or attorneys to make or accept transfers of shares, bonds or other securities on the books of any company or corporation.

(c) All cheques, bills of exchange or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by either the President or the First Vice-President, together with the Treasurer or by any person or persons from time to time designated, and in such manner as determined by resolution of the Board of Directors and any such person may alone endorse notes and drafts for collection on account of the Corporation through its bankers, endorse notes and cheques for deposit with the Corporation's bankers for the credit of the Corporation, or the same may be endorsed "for collection" or "for deposit" with the bankers of the Corporation. Any one of such persons so appointed may arrange, settle, balance and certify all books and accounts between the Corporation and the Corporation's bankers and may receive all paid cheques and vouchers and sign all the bank's forms or settlement of balances and release or verification slips.

BOOKS AND RECORDS

33. The Board of Directors shall see that all necessary books and records of the Corporation required by the by-laws of the Corporation or by any applicable statute or law are regularly and properly kept.

FISCAL YEAR

34. The fiscal year of the Corporation shall end on the last day of February in each year.

INSPECTION BY MEMBERS

35. All Members shall have the right to inspect any account or book or document relating to the finances of the Corporation, provided that, such accounts, books or documents shall be made available to such Member at the Corporation office within ten (10) days after receipt of a request in writing.

PETITION AND REFERENDUM

36. Subject to applicable law, no Member shall send out, or cause to be sent out or circulated any petition or communication relating to any resolution, referendum or proposal under consideration or that deals with the policy of the Corporation without first having been authorized to do so by the Board of Directors.

AMENDMENTS TO BY-LAWS

37. (a) Amendments to the by-laws of the Corporation may be proposed by a Member and shall be considered by the Board of Directors if received by the Secretary in writing prior to the 1st day of January in each year.

(b) The Board of Directors shall consider such proposed amendment and, if passed by the Board of Directors, notice of proposed amendments to the By-laws shall be circulated to all Members, together with the notice of the annual meeting or special meeting, as the case may be.

(c) Amendments to the by-laws of the Corporation shall be passed by majority vote of the Members at an annual meeting or special meeting, as the case may be.

NOTICE

38. Notices of meetings of the Members and the Board of Directors shall contain such notices of motion and a business agenda so as to permit participants at such meeting to form a reasoned judgement thereon. Any notice (which term includes any communication or document) to be given, sent, delivered or served pursuant to the Corporations Act (Ontario), the letters patent, the by-laws or otherwise to a Member, Officer and Director, other officer or auditor shall be sufficiently given if delivered personally to the person to whom it is to be given or if delivered to his or her recorded address or if mailed to him or her at his or her recorded address by prepaid air or ordinary mail, or if sent to him or her at his or her recorded address by any means of prepaid transmitted or recorded communication. A notice so delivered shall be deemed to have been given when it is delivered personally or at 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 sent by any means 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, Officer and Director, other officer or auditor in accordance with any information believed by him or her to be reliable.

BORROWING

39. The Board of Directors may from time to time
- (a) borrow money on the credit of the Corporation; or
 - (b) issue, sell or pledge securities of the Corporation; or
 - (c) charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Corporation, 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 Corporation.

From time to time the Board of Directors may authorize any Officer and Director, other officer or employee of the Corporation or any other person to make arrangements with reference to the moneys borrowed or to be borrowed as aforesaid and as to the terms and conditions of the loan thereof, and as to the security to be given therefor, with power to vary or modify such arrangements, terms and conditions and to give such additional security for any moneys borrowed or remaining due by the Corporation as the Board of Directors may authorize, and generally to manage, transact and settle the borrowing of money by the Corporation.

INTERPRETATION

40. (a) In this General By-law and in all other by-laws of the Corporation hereafter passed unless the context otherwise requires, words importing the singular number or the masculine gender shall include the plural number or the feminine gender, as the case may be, and vice versa, and references to persons shall include firms and corporations.

(b) This General By-law shall be read subject to applicable law including, without restriction, the applicable provisions of the Corporations Act (Ontario) and, to the extent of any inconsistency between the provisions of this General By-law and any such law, the provisions of such law shall prevail.

Passed by the Board of Directors and sealed with the corporate seal this 4th day of July, 2007.

Director

Director

CONFIRMED by the Members this 4th day of July, 2007.

President

First Vice-President