

2025

Thamesford Area Minor Hockey Association (TAMHA) Constitution, Rules & By-laws



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Thamesford Area Minor Hockey Association (TAMHA)

Constitution, Rules and By-laws

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Thamesford Area Minor Hockey Association (TAMHA)

Constitution, Rules and By-laws

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1.0 – Name, Mission and Definitions

Name

- 1.1. The organization shall be known as the 'Thamesford Area Minor Hockey Association' and will be a non-profit organization. All monies collected shall be used to further the objective and Mission Statement of the organization.
- 1.2. A By-law relating generally to the organization and the transaction of the affairs of the Thamesford Area Minor Hockey Association.
- 1.3. The Thamesford Area Minor Hockey Association, hereinafter referred to as TAMHA was incorporated under the laws of Canada by letters patent date February 4th, 1986 and is a Corporation without share capital which is subject to Part II of the Canada Corporation Act.

Objective and Mission Statement

- 1.4. It is the mission of TAMHA to:
 - 1.4.1. Arouse interest in, to foster, teach and perpetuate the sport of amateur hockey within the village of Thamesford and surrounding area.
 - 1.4.2. To establish, preserve, maintain and enhance a philosophy of recreational hockey based upon skill development and to provide programs in which each member may maximize their potential as an athlete and a human being.
 - 1.4.3. Protect the mutual interests of each team and player affiliated with the Association.
 - 1.4.4. Organize leagues and carry out competition for championships in Thamesford, and to develop players and teams for competition in such hockey leagues, and against such other hockey associations, as may be determined by the executive of this Association.
 - 1.4.5. Teach players respect for the concepts of the sportsmanship; fair play, to be humble in victory, to take defeat graciously, to abide by referee's decisions, and to love the game above all else.

Definitions

- 1.5. The following definitions apply within this document:
 - 1.5.1. "TAMHA" means Thamesford Area Minor Hockey Association.
 - 1.5.2. "AGM" means the Annual General Meeting of Members.



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- 1.5.3. "BOARD" means the Board of Directors of TAMHA.
- 1.5.4. "EXECUTIVE" means the Executive Committee of TAMHA.
- 1.5.5. "CAHA" means Canadian Amateur Hockey Association.
- 1.5.6. "OMHA" means Ontario Minor Hockey Association.
- 1.5.7. "MEETINGS OF MEMBERS" includes Annual Meetings.
- 1.5.8. "MEMBER" means a member of TAMHA holding a class of membership.
- 1.5.9. "THAMESFORD" means the village of Thamesford proper and its boundaries both Municipal and as defined by the OMHA in its Manual of Operations.
- 1.5.10. Words importing the singular number include the plural and vice versa; words importing the masculine gender include the feminine and neuter genders, and words importing persons include individuals, corporations, partnerships, trusts and unincorporated organizations.

OMHA Manual of Operations

- 1.6. In the event of a dispute leading to a conflict between the provisions of the by-laws and the OMHA Manual of Operations then in force, the latter shall prevail, provided the same is not in contravention of the applicable governing laws of Canada and its provinces, whether statutory or otherwise.

2.0 – Transaction of the Affairs of the Corporation

Head Office

- 2.1. Until changed in accordance with the act, the head office of TAMHA shall be at the Thamesford Recreation Centre, 85 Middleton Street, in the village of Thamesford, in the province of Ontario.

Other Offices

- 2.2. Notwithstanding, section 2.0, the Board may establish such other offices as, and wherever, it deems expedient.

Seal

- 2.3. TAMHA shall have a corporate seal. The Directors may from time to time alter the design on the seal or adopt a new seal.



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Financial Year

- 2.4. Until otherwise ordered by the Board, the financial year of TAMHA will end on the 30th day of April of each year.

Execution of Instruments

- 2.5. Deeds, transfers, assignments, contracts, obligations, certificates and other instruments may be signed on behalf of TAMHA by the President and one (1) of the Treasurer or a Vice President, in addition, the Executive may from time to time direct the manner in which and the person or persons by whom any particular instrument or class of instruments may or shall be signed. Any person authorized to sign an instrument on behalf of TAMHA may affix the Corporate Seal thereto.

Banking Arrangements

- 2.6. The banking arrangements of TAMHA shall be transacted with such chartered banks, as may from time to time be designated by or under authority of the Board. Such banking business or any part thereof shall be transacted under such arrangements, instructions and delegations of power as the Board may from time to time prescribe to authorize.

3.0 – Membership

General Information

- 3.1. Membership in TAMHA may be granted to individuals in good standing who shall abide by and comply with the General By-law and other policies, rules and guidelines of TAMHA.

Governing Body Board of Directors

- 3.2. The following positions comprise TAMHA's governing body:

- President
- Past President
- Vice President
- Secretary
- Treasurer
- Registrar
- Local League Convenor



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- Coaches Coordinator
- Ice Convenor
- Police Check Coordinator
- Fundraiser Coordinator
- Gate & Timekeeper Coordinator
- Equipment Coordinator
- Sponsorship Coordinator
- Trainer & Emergency Response Coordinator
- Social Media
- Webmaster
- Member at Large (Maximum of 3)

3.2.1 The board of directors will begin their respective terms of office immediately following the Annual General Meeting and shall be members of the corporation throughout their respective terms of office.

Executive Committee

- 3.3. Members are those persons elected to the Committee, or those persons appointed by the Board to fill a vacancy in its numbers. One vote per member.
- 3.4. If one (1) member holds more than one (1) position, only one (1) vote is allowed.

General Members

- 3.5. Every player registered with TAMHA will be considered a member and must follow the Constitution and General By-law of the Association. If a player is under the age of 18, an adult representing him will be responsible to ensure that the player does observe and follow all rules and by-laws as stated. Members may attend meetings, however, no voting privileges will be allowed (except in the case of an Annual General Meeting whereby one (1) vote per member will be allowed).
- 3.6. Should a member wish to table an issue at any meeting, the issue must be presented in writing to the President and Secretary at least five (5) business days in advance of the scheduled meeting.

Termination of Executive Committee Membership

3.7. Membership in TAMHA will terminate:

- 3.7.1. If a member resigns by delivering to the Secretary of TAMHA his written resignation.



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- 3.7.2. The resignation shall take effect at the time of such delivery, unless a later date is specified in the resignation.
- 3.7.3. Automatically upon a member becoming of unsound mind, as so found by a court in Canada.
- 3.7.4. Automatically upon there being passed by a Meeting of the Members, by at least three quarters (3/4) of the votes cast on the question, a resolution that such member be expelled as a member. Prior to expulsion, a member shall have the right to be heard by his fellow members.
- 3.7.5. Without limitation, a member may be expelled if in breach of the By-laws.

4.0 - Meetings of Members

Annual General Meeting

- 4.1. The AGM shall be held at such time and on such day prior to May 31st in each year as the Board may from time to time determine for the purpose of receiving the reports and statements required by the Act to be placed before the Annual Meeting, appointing Auditors, electing Directors and Executive for the transaction of such other matters as may properly be brought before the meeting.

General and Special Membership Meetings

- 4.2. The President may call a General Meeting of the membership at any time.

Place of Meetings

- 4.3. Meetings of Members shall be held at the Thamesford Recreation Centre or elsewhere as the Board may designate.

Notice of Meetings

- 4.4. Notice of the time and place of each meeting of members shall be given not less than seven (7) days before the day on which the meeting is to be held. The notice may be placed in the Thamesford Recreation Centre and through other media as determined from time to time. Notice shall state the nature of the matters to be considered at the Meeting of members. Notice of a Special Meeting of Members shall specify clearly the purpose for which the meeting is being called. The only business which may be transacted at a Special Meeting of Members is that referred to in the notice.



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Chair and Secretary

- 4.5. The President or, in his/her absence, a Vice President shall be Chair of any Meeting of Members. If no such Officer shall be present, the Officers present shall choose one (1) of their number to be Chair. If the Secretary is absent, the Chair shall appoint some person to act as Secretary of the meeting.

Right to Vote

- 4.6. At any Meeting of Members, the respective voting rights of Members are those set out in Section Three.

Order of Business

- 4.7. The Order of Business at any Meeting of Members shall be at the discretion of the

Chair of the meeting. Subject to the aforesaid, the Order of Business shall be as follows:

- Call to order
- Reading and confirming of minutes
- Board Member reports
- Committee reports
- Financial reports
- New Business items
- Motions
- Nominations of Board Members(only at AGM)
- Election of Board Members(only at AGM)

Votes to Govern

- 4.8. At any Meeting of Members, every question shall, unless otherwise required by the By-laws of TAMHA be determined by the majority of votes cast on the question.

Show of Hands

- 4.9. Any question at a Meeting of Members shall be decided by a show of hands unless a ballot is required or demanded as hereinafter provided. A simple majority shall be sufficient. The result of the vote so taken shall be announced by the Chair and entered in the minutes of the meeting and entered into the vote log for future reference. The result of the vote shall be the decision of the Members upon the said question.



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Ballots

- 4.10. The Chair may require or any person entitled to vote on the question may demand a ballot thereon. The result of the ballot shall be the decision of the Members upon a said question.

Electronic Voting Ballot

- 4.11. In the case where Members have tabled an issue that requires a vote, and that vote is required between Member Meetings, the voting process can be taken over email. "Show of Hands" email votes must be sent to entire board. "Ballot" email votes must be provided to the Secretary. The Secretary will record the results of the vote and keep a copy of the emails on file, for a period no less than one (1) year. All email voting results will be communicated to the President, whom in turn, will advise the committee.

Casting a Vote

- 4.12. In the case of an equality of votes at any Meeting of Members either upon a show of hands or upon ballot, the Chair of the Meeting shall be entitled to an additional or casting vote.

Adjournment

- 4.13. The Chair at a Meeting of Members, may with the consent of the Members and subject to such conditions as the Meeting may decide, adjourn the meeting from time to time and from place to place.

Procedural Rules

- 4.14. To the extent applicable and provided same are not inconsistent with the By-laws, the rules contained in "Call to Order -Meeting Rules and Procedures for Non-Profit Organizations" by Herb Perry shall govern Meetings of Members.

5.0 – Board of Directors and Executive Committee

Number of Board of Directors and Quorum

- 5.1. The affairs of TAMHA shall be managed by its Executive. Until changed in accordance with the Act, the number of Officers shall not be less than nine (9) or not more than 21 as may be determined from time to time by special resolution of the Executive and as confirmed by the Membership. A quorum will consist of nine (9) of the Executive of which at least three (3) shall be on the Board of Directors.



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Composition of the Executive Committee

5.2. The Executive Committee shall consist of the following:

- President
- Vice President
- Registrar
- Secretary
- Treasurer
- Coaches Coordinator
- Local League Coordinator

or such Directors as required to fill the remaining Executive positions as may be determined from time to time by special resolution of the Board.

5.2.1 The executive committee shall meet as required at the call of the President as chair.

Vacation of Office – Board of Directors

5.3. The office of a Director shall be vacated upon the occurrence of any of the following events:

- 5.3.1. If a Director resigns by delivering to the Secretary of TAMHA his written resignation. The resignation shall take effect at the time of such delivery, unless a later date is specified in the resignation.
- 5.3.2. Automatically upon a Director becoming of unsound mind, as so found by a court in Canada.
- 5.3.3. Automatically upon a Director acquiring a criminal convictions, or who have been charged with such offences that have not yet gone to trial but which continue to be prosecuted.
- 5.3.4. If passed by at least three quarters (3/4) of the votes cast at a duly called Meeting of Members or if passed by at least three quarters (3/4) of the votes cast at a duly called Board Meeting a resolution that such Director be removed as a Director.
- 5.3.5. Automatically upon a Director being in breach of the By-laws.
- 5.3.6. Automatically upon a Director being absent from two (2) consecutive or a total of four (4) Board Meetings during his term, without having given a reasonable explanation to an Executive Member in advance.
- 5.3.7. If the officer of a Director terminates in accordance with the provisions of this Section Five.



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Termination of Signing Privileges

- 5.4. In the event a member holding signing privileges obtains the status of a bankrupt, he will automatically lose Signing privileges, however, he will continue to fulfill the duties of his position on the Executive.

Powers and Duties

- 5.5. Without a limitation on the powers of the Board of Directors to manage the affairs of TAMHA, the Board shall:
- 5.5.1. Assume the responsibility for organizing Minor Hockey in Thamesford, both Recreational and Representative according to the regulations and policies of the OMHA, its affiliated associations or regulatory body such as the CAHA.
 - 5.5.2. Supervise the Executive Committee and from time to time review its actions and decisions.
 - 5.5.3. Control the affairs and conduct the business of TAMHA and do all things necessary to ensure receipt of needed revenues and adequate control of projected expenditures.
 - 5.5.4. Engage the persons whom it deems necessary to carry out TAMHA's business, determine their remuneration if applicable and their conditions of service with power to terminate such service.
 - 5.5.5. Receive and act upon all matters of discipline including, but not limited to, all disagreements, grievances, protests, suspensions and unbecoming conduct of its members wherever dictated by the Manual of Operations of the OMHA or to matters pertaining to the General By-law, guidelines or policies of TAMHA.
 - 5.5.6. Be empowered to establish such standing committees and ad hoc committees as deemed necessary from time to time, and to appoint the Chair of such committees, and to alter the composition of committees appointed by it and to terminate appointments of committee members or to dissolve such committees.
 - 5.5.7. Receive reports from and give direction to the committees of TAMHA.
 - 5.5.8. After soliciting the advice of the relevant committees of TAMHA, determine the size and composition of TAMHA teams in the OMHA.
 - 5.5.9. Uphold the By-law of TAMHA and establish, amend or alter policies, as they evolve, to enable TAMHA to comply with the aims and objectives described in the By-law.
 - 5.5.10. Arrange for and approve all team sponsors and ensure that all fees are made payable to TAMHA.
 - 5.5.11. Arrange all ice times and approve all practice times, games and tournaments for all TAMHA teams.
 - 5.5.12. Fill any vacancy which may occur in its number.
 - 5.5.13. Review at least once annually, the General By-law and the policies and guidelines of



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TAMHA and recommend any changes.

- 5.5.14. Oversee registration procedures, fees, dues, assessments, charges and other budgetary requirements, on an on-going basis and administer and control monies, funds, donations and investments of TAMHA.
- 5.5.15. Subject to governing law, purchase and maintain such insurance as determined by the OMHA.

Election and Term

- 5.6. The Directors shall be elected at each AGM to hold office until the next AGM, save the position of President, which is a two (2) year term. Election shall be by ballot and a simple majority shall carry. Retiring Directors shall be eligible for re-election if qualified. A member can stand for nomination for no more than one (1) position per year.

Vacancies

- 5.7. Vacancies on the Board may be filled by appointment at a Special Meeting of the Board provided the remaining Directors constitute a quorum.

Board of Directors Meetings

- 5.8. Executive Meetings shall be held monthly and posted on the website. Notice shall be given to each Director by the Secretary at least seven (7) days before the time when the meeting is to be held, save that no notice of a meeting shall be necessary if all the Directors present or if those absent waive notice or otherwise signify their consent to such meeting being held. The Board may appoint a day or days in any month or months for regular meetings at a specific place and hour.

Special Meetings

- 5.9. A special meeting of the Executive may be held from time to time at the discretion of the Board. Notice must comply with the time period referred to in Section 5.7 and must specify clearly the purpose for which the meeting is being called. The only business which may be transacted at a special meeting is that referred to in the notice.

Place of Meeting

- 5.10 Meetings of the Executive and Board of Directors shall be held at the Thamesford Recreation Centre or elsewhere in Thamesford as the President or Secretary determines.



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Chair

- 5.10. The President or in his absence, a Vice President shall be Chair of any meeting of the Board of Directors.

Votes to Govern

- 5.11. At all meetings of the Board every question shall be decided by a simple majority of the votes cast on the question, and in the case of an equality of votes, the Chair of the meeting shall be entitled to a second or casting vote.

Procedure at Meetings

- 5.12. The order of business at any meeting shall be at the discretion of the Chair of the meeting to the extent applicable and provided same are not inconsistent with the By-laws. The rules contained in "Call to Order -Meeting Rules and Procedures for Non-profit Organizations" by Herb Perry shall govern Board and Executive Meetings.

Proxies

- 5.13. At any Executive Meeting an Officer may vote through a duly authorized proxy.

Conflict of Interest

- 5.14. Any Officer should declare to the Executive any actual or perceived conflict of interest pertaining to any matter undertaken by the Executive Committee and/or Corporation previous to said undertaking and that Officer must refrain from discussing or voting on said undertaking. Necessary action regarding any conflict of interest may be determined by the Board.

Remuneration

- 5.15. Officers shall receive no remuneration, either directly or indirectly for acting as such and shall not receive, either directly or indirectly, any profit from their office. They shall be paid reasonable out-of-pocket expenses properly incurred by them in carrying out business on behalf of TAMHA and as approved by the Executive Committee.

6.0 - Duties of the Governing Body

President

- 6.0 – The President shall preside at all Meetings of Members of TAMHA and it's Executive. In addition



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they shall:

- 6.1.1. Be the chief spokesperson of TAMHA,
- 6.1.2. Supervise the general management of TAMHA in accordance with the By-laws,
- 6.1.3. Ensure that all orders and resolutions of the Board are carried into effect; and
- 6.1.4. Perform such duties as may be assigned to him/her by the Members, or the Board or as may be incidental to his/her office or provided for in the By-laws.

Past President

- 6.2 Function as a resource to the current Board of Directors and Executive Committee
- 6.2.1 Fulfils the role of President in the previous year prior to the role assignment
- 6.2.2 Resignation as President during the term of office will forfeit eligibility as Past President.
- 6.2.3 Provide guidance and act as a consultant to the Board
- 6.2.3 Chair the Nominations Committee
- 6.2.4 Sit on other committees as requested by the Board

Vice President

- 6.3 During the absence or disability of the President, the Vice President shall be vested with all powers of, and shall perform all the duties of the President. The Vice President shall have such other powers and duties, if any, as may from time to time be assigned to him/her by the Members of the Board.

Secretary

- 6.4 The Secretary shall attend all meetings of the Executive and Meetings of the Members and act as Secretary thereof and record all votes and minutes of all proceedings of such meetings in the books to be kept by them for that purpose. They shall give or cause to be given notice of all Meetings of Members and Executive Meetings and shall keep, or cause to be kept, all books and records required to be kept by TAMHA under governing laws. They shall perform such duties which are usually performed by the Secretary or Honorary Secretary of similar entities. They shall be the custodian of the seal of TAMHA. They shall provide monthly minutes to all Exec members a minimum of 7 days prior to each monthly meeting.

Treasurer

- 6.5 The Treasurer shall attend all meetings of the Executive and Meetings of the Members and shall apprise TAMHA on a regular basis of its financial standing. The Treasurer shall exercise direct and supervisory powers in respect of:



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- 6.5.1 Maintaining the custody of TAMHA funds and securities.
- 6.5.2 Keeping full and accurate accounts of receipts and disbursements in books belonging to TAMHA.
- 6.5.3 Depositing of money and other valuable securities or effects in the name and to the credit of TAMHA in such depositories as may be designated by the Executive from time to time.
- 6.5.4 Disbursing the funds of TAMHA upon the direction of the Executive and its duly constituted committees and taking proper vouchers for such disbursements.
- 6.5.5 Rendering to the President and the Executive at their regular meetings or whenever the President or Executive may require it, an account of the finances of TAMHA.
- 6.5.6 Exhibiting to the President and the Executive, upon request, books and accounts kept under his supervision.
- 6.5.7 They shall also perform other such duties prescribed by the By-laws or as may from time to time be determined by the Executive, or as are usually performed by the Treasurer or similar entities. They may be required to give such bond for the faithful performance of his duties as the Board, in its uncontrolled discretion may require.
- 6.5.8 Upon retirement or removal from office, they shall immediately return to TAMHA all books, papers, vouchers, money and other records or property in his possession or under his control belonging to TAMHA.

Registrar

- 6.6 Shall establish and maintain an association membership list, ensure members are in good standing and registration fees are paid. Coordinate registrations for the Membership of Thamesford Minor Hockey Association and assist with player transfers. Liaise with Ontario Hockey Federation (OHF) and Ontario Minor Hockey Association (OMHA). Assist association members with the Hockey Canada Registry (HCR).

Local League Convenor

- 6.7 Shall attend all local league meetings or designate another board member to attend on their behalf. Shall provide informational updates back to TAMHA regarding league decisions or information requests in a timely manner to allow the board to provide any necessary responses on behalf of TAMHA.

Coach Coordinator

- 6.8 Shall act as the intermediary between the coaches and the board of directors as well as oversee coach selection in conjunction with the President.
- 6.8.1 Coach Coordinator is the first step in resolving all coaching related disputes and requests including but not limited to permissions for special events, rosters, training



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and certifications etc.

- 6.8.2 Shall establish a meeting annually to onboard the coaches and review expectations and provide orientation for the upcoming season.

Ice Convenor

- 6.9 Shall provide support and assistance in booking and allocating ice times to TAMHA teams. Will act as the intermediary to Zorra Township in booking or returning unused ice time throughout the year. Will ensure the ice allocation request is submitted annually to Zorra Township.

Police Check Coordinator

- 6.10 In conjunction with Hockey Canada and the OPP, shall ensure all TAMHA volunteers and coaches who are required to have a police check have completed the process and provided a record to TAMHA.

Fundraiser Coordinator

- 6.11 Shall support the goals of TAMHA through appropriate individual fundraising activities throughout the season with proceeds of the fundraising going to support the ongoing operating costs of TAMHA and shared by all members. This could include such things as events, meal deals, bottle drives, 50:50 etc.

Timekeeper Coordinator

- 6.12 Shall ensure there are adequate resources and trained members of TAMHA to operate the time clock at all home games. This will include ensuring the training on the Gamesheet app as well as the score clock.

Equipment Coordinator

- 6.13 Shall monitor and maintain a record to track all playing equipment provided by TAMHA including jerseys, socks, pucks, pylons, goalie equipment including goalie sticks. Coordinates the request on behalf of TAMHA for sponsored jerseys and socks associated with TAMHA introductory pathways programming from U5-U7. In addition, shall provide notice to the executive when additional resources are needed well in advance of the next season or deadline.

Sponsorship Coordinator

- 6.14 Acts as the main contact for corporate sponsorship and jersey sponsors. Provides a multi-level sponsorship program where companies can support TAMHA at various levels of financial commitment.



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Trainer & Emergency Response Coordinator

- 6.15 Shall ensure all trainer bags are properly stocked with supplies and each team trainer is in possession of trainer's bags to be accessible at all games and practices.
- 6.16 Discuss with trainer's proper online training needed to be a qualified trainer for team rostering.
- 6.17 Collect trainer's bags at end of season and replenish.
- 6.18 Unforeseen circumstances that would include liaising with public health members to determine the best course of action for the well-being of the membership and all associated.

Social Media

- 6.19 Shall provide information and promotion regarding TAMHA activities through social media channels.

Webmaster

- 6.20 Shall maintain and update the information on the TAMHA website including game and practice times, contact details for executive and coaches, as well as any other information bulletins for TAMHA families.

Member at Large

- 6.21 A Member at Large is responsible for providing support and direction to the current board of directors. The Member at Large position is available to members in good standing, excluding the President, who are interested in supporting the TAMHA board of directors and maintain continuity through successive board terms. Maximum number will be three non-voting positions.

Variation of Duties

- 6.22 From time to time, the Members of the Executive Committee may vary, add to or limit the powers and duties of any Officer.

Agents and Attorney's

- 6.23 The Executive Committee shall have the power from time to time to appoint agents or attorneys for TAMHA with such powers of management or otherwise (including the power to appoint) as may be thought fit.



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7.0 – Protection of Directors and Officers

Limitation of Liability

7.1. No Director or Officer of TAMHA shall be liable for the acts, neglects or defaults of any other Director or Officer or employee, for any loss, damage or expense happening to TAMHA through the insufficiency or deficiency of title to any property acquired by the order of the Board or on behalf of TAMHA or for the insufficiency or deficiency of any security in or upon which any of the moneys of TAMHA shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person with whom any of the moneys, securities or effects of TAMHA shall be deposited, or for any loss occasioned by any error of judgment or oversight on his/her part, or for any other loss, damage or misfortune whatever which shall happen in the execution of the duties of his/her office or in relation thereto unless the same shall happen through his/her own willful neglect or default.

Indemnity

7.2. Every Director and Officer of TAMHA and his/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 funds of TAMHA from and against:

7.2.1. All costs charges and expenses whatsoever that such Director or Officer sustains or incurs in or about any action suit or proceeding that is brought commenced or prosecuted against him/her for or in respect of any act deed matter or thing whatsoever made done or permitted by him/her in or about the executive of the duties of his office.

7.2.2. All other costs, charges and expenses that he sustains or incurs in or about or in relation to the affairs of TAMHA.

except such costs, charges or expenses as are occasioned by his own willful neglect or default.

Insurance

7.3. Subject to governing law. TAMHA may purchase and maintain such insurance for the benefit of any person referred to in this section as the Board may from time to time determine.



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8.0 – Other Committees

Rules of Procedure

- 8.1. Any committee appointed by the Executive pursuant to Section Five, may formulate its own rules of procedure, subject to the provisions of the By...Laws and such regulations or directions as the Executive may from time to time make.

Notwithstanding the aforementioned;

- 8.1.1. Any meeting of a committee shall be called by its Chair.
- 8.1.2. A special meeting of a committee may be called by the President at any time. The only business which may be transacted at a special meeting is that referred to in the notice calling same.
- 8.1.3. No meeting of a committee may be held without written notice being given thereof, save that same is not necessary if all members of the committee are present or if those absent waive notice or otherwise signify their consent to such meeting being held.
- 8.1.4. The greater number of three (3) persons and a majority of the number of members of any committee shall constitute a quorum.
- 8.1.5. At all meetings of any committee, every question shall be decided by a majority of the votes cast on the question; and, in the case of an equality of votes, the Chair of the meeting shall be entitled to a second or casting vote.
- 8.1.6. Unless specifically excluded by the terms of appointment of the committee, the President shall be an ex officio member of each committee to which he is not specifically appointed.
- 8.1.7. The order of business at any committee meeting shall be at the discretion of its Chair.
- 8.1.8. Proxies shall not be honoured at any meeting.
- 8.1.9. To the extent applicable and provided same are not inconsistent with the By-laws, the rules contained in "Call to Order -Meeting Rules and Procedures for Non-Profit Organizations" by Herb Perry shall govern meetings of committees.

9.0 – Auditors

Appointment and Remuneration

- 9.1. The members shall at each Annual Meeting of Members appoint an independent third



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party to look over the books and accounts of TAMHA. The remuneration of the independent third party shall be fixed by the Board.

10.0 – Disposition of Assets upon Surrender of Letters Patent

Asset Disposition

- 10.1. Upon TAMHA resolving to surrender its Letters Patent, its assets shall be distributed, or disposed of to a Club, society or association, the primary purpose and function of which is the promotion of recreational amateur sport in Thamesford.

11.0 – Repeal and Amendment of By-laws

Repeal and Amendment

- 11.1. The By-laws of TAMHA may be repealed or amended by-law enacted by the majority of the Directors at a meeting of the Board and sanctioned by an affirmative vote of at least two thirds (2/3) of the Executive at a Special Meeting of Members duly called for the purpose of considering the said by-law.

12.0 – Repeal of Former By-laws

Repeal not to Effect

- 12.1. Such repeal shall not effect the previous operation of any by-law so repealed or affect the validity of any act done, or of any right, privilege, or the validity of any contract or agreement made pursuant to, or the validity of any predecessor Letters Patent of TAMHA obtained pursuant to, any such by-law prior to its repeal. All Officers and persons acting under any by-law so repealed shall continue to act as if appointed under the provisions of such by-law and all resolutions of the Members of the Executive or a committee of TAMHA with continuing effect passed under any repealed by-law shall continue to be good and valid except to the extent inconsistent with this by-law and unit amended or repealed.



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13.0 – Notices

Method of Giving Notice

13.1. Other than notice of meetings, any notice (which term includes any communication or document) to be given, sent, delivered or served pursuant to the Act, the Letters Patent, the By-laws or otherwise to a Member, Director, Officer or Auditor shall be sufficiently given if:

- 13.1.1. The notice is delivered to his/her last address as recorded in the books of TAMHA.
- 13.1.2. The notice is mailed by prepaid ordinary mail addressed to him at his/her last address as recorded in the books of TAMHA.
- 13.1.3. The notice is emailed to his/her last email address as recorded in the books of TAMHA
- 13.1.4. The Secretary may change the address on TAMHA books of any Member, Director, Officer or Auditor in accordance with any information believed by him/her to be reliable.
- 13.1.5. A notice so delivered shall be deemed to have been given when:
- 13.1.6. It is delivered personally or at the address aforesaid.
- 13.1.7. A notice so mailed shall be deemed to have been given when deposited in a post office or public letter box.
- 13.1.8. The notice sent by email has been transmitted successfully and not returned undelivered to the sender.

Computation of Time

13.2. In computing the date when notice must be given under any provision requiring a specified number of days' notice of any meeting or other event, the date of giving the notice shall be excluded and the date of the meeting or other event shall be included.

Omissions and Errors

13.3 The accidental omission to give any notice to any Member, Director, Officer or Auditor or the non-receipt of any notice by any Member, Director, Officer or Auditor or any error in any notice not affecting the substance thereof shall not invalidate any action taken at any meeting held pursuant to such notice or otherwise founded thereon.

Waiver of Notice

13.3. Any member (or his/her duly appointed proxy), Director, Officer or Auditor may waive any notice required to be given to them under any provision of the Act or the Letters Patent or



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- 13.4. the By-laws of TAMHA and such waiver, whether given before or after the meeting or other event of which notice is required to be given, shall cure any default in giving such notice.



14.0 – Languages

Publication and Use

- 14.1 The By-laws shall be published in English and this language will be used in the affairs, business and activities of TAMHA.

15.0 -Approvals

- 15.1 The Constitution, Rules and By-laws as outlined in this document, Revision 01, has been approved and passed by the Executive Committee of the Thamesford Area Minor Hockey Association on this 27th day of May, 2025.

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| TAMHA President  | TAMHA Secretary  |
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