

**Ottawa West Hockey Association  
Constitution and By-Laws  
Revised: [June 5, 2023]**

On July 9, 1986, the Ottawa West Hockey Association (OWHA) Executive approved a motion for the incorporation of the Ottawa West Hockey Association.

On April 21, 1987, the Ottawa West Hockey Association became incorporated under the Laws of the province of Ontario upon the issuance of Letters Patent to Ottawa West Hockey Association.

Article 1

- a) The organization shall be known as the Ottawa West Hockey Association.
- b) The Ottawa West Hockey Association minor hockey teams shall be named “Golden Knights” and the team colours shall be Black, Gold, Orange and White.
- c) All Golden Knights minor hockey teams shall operate under the control and operation of the Ottawa West Hockey Association.

Article 2

The objects of the Ottawa West Hockey Association as set out in its Letters Patent are:

- a) To promote, sponsor, and generally carry out athletic activities and games with affiliated social activities;
- b) To accept donations, gifts, legacies, and benefits.

In furtherance of such objects, the objectives of the Ottawa West Hockey Association are as follows:

- a) To promote and improve competitive hockey in Ottawa West as a member of the Bytown (District B) Minor Hockey Association;
- b) To foster community spirit among its members, supporters and teams;
- c) To maintain and increase the interest in the game of hockey;
- d) To exercise a general care, supervision and direction over the playing interests of its teams and players while fostering a sense of fair play and sportsmanship;
- e) To develop competitive hockey talent within Ottawa West.

Article 3

- a) The Constitution and By-Laws of the Ottawa West Hockey Association can only be altered by resolution of the Board of Directors of the Ottawa West Hockey Association and then confirmed at the next Annual General or Special Meeting of the members of the Ottawa West Hockey Association.
  - a. Notice of the amendments will be made available and posted on the Association website at least ten (10) days in advance of the meeting of members at which such

- amendments are to be considered.
- b. The Vice President Administration shall advertise the Annual General Meeting at least ten (10) days prior to the date by posting a notice on the Association website.
  - c. Any amendments to the Constitution or By-laws must be approved by a majority of the Board of Directors and then confirmed by a vote of not less than a majority of the members voting at a duly called meeting of the members of the Ottawa West Hockey Association.
- b) Subject to clause (d) below, notice of an upcoming Annual General or Special Meeting of Members will be posted on the Association website not less than twenty-one (21) days before the meeting date inviting all members of the OWHA to the meeting and the notice will provide the date, time and location of the Annual General or Special Meeting of Members.
    - a. If directors are to be elected at the meeting of Members, the notice will also notify members which positions are up for election.
    - b. If directors are to be elected at the meeting of Members, written nominations must be received by 6:00 p.m. on a specific date not more than fourteen (14) days before the Annual General or Special Meeting of Members.
    - c. This notice will identify whether there are proposed changes to the Constitution or By-Laws and will provide a link to the website where the proposed changes can be reviewed.
  - c) It will be indicated in the notice posted on the website that nominations will not be accepted from the floor of the Annual General Meeting, and that all unfilled Board of Director positions will be filled by appointment by the Board of Directors as soon as possible after the Annual General Meeting date.
  - d) Notwithstanding the foregoing, for any meeting of members where directors are not to be elected, the meeting may be called on not less than ten (10) days' notice.

## By-Laws

### By-Law 1

#### **Board of Directors**

- a) The Board of Directors shall consist of the President, if available, the immediate Past President, four Vice- Presidents, the Registrar, the Treasurer, and the Association General Manager.
- b) Members of the Board of Directors except for the Treasurer, shall be elected for a two (2) year term;
- c) The positions of President, VP Risk and Safety, and VP Administration shall be elected in EVEN-numbered years.
- d) The positions of General Manager, Registrar, VP Coaching, and VP Ice and Tournaments shall be elected in ODD-numbered years.
- e) The Treasurer shall be appointed by the Board of Directors after the Annual General Meeting;
- f) The signing officer for the OWHA shall be any two of the President, the Treasurer and one additional Board member;

- g) The Board of Directors shall be responsible for the business and administration of the Ottawa West Hockey Association;
- h) The Board of Directors shall have the power to approve policies and procedures from time to time. Such policies and procedures shall be posted on the Association website.

#### Specific Duties of the Board of Directors

#### **President**

The President shall:

- a) Preside at all Board of Director meetings and direct the overall operations of the OWHA;
- b) Ensure the Board of Directors of the OWHA is properly constituted;
- c) Act as a signing officer for the OWHA;
- d) Exercise the powers of the Board of Directors in case of emergency and report such cases to the Board of Directors at its next meeting;
- e) Qualify to sit on all OWHA committees as an ex-officio non-voting member;
- f) Represent the OWHA at District;
- g) Only exercise his/her voting privilege in the event of a tie;
- h) Perform such other duties from time to time prescribed by the Board of Directors.

#### **Vice-President Administration**

The Vice-President Administration shall:

- a) Record minutes of all meetings of the Board of Directors and any meeting of Members;
- b) Carry on all OWHA correspondence and keep copies of all letters;
- c) Manage the OWHA Website;
- d) Manage the OWHA member database;
- e) Ensure that the appropriate members are notified of all meetings;
- f) Under the direction of the Board of Directors organize and promote those activities which will raise funds in order to defray the costs of those playing for OWHA teams;
- g) Chair the Administration Committee;
- h) Perform such other duties from time to time prescribed by the Board of Directors.

#### **Vice-President (Coaching)**

The Vice-President (Coaching) shall:

- a) Chair the Committee of Coaches;
- b) Chair the Coaches Selection Committee;
- c) Recommend to the Board of Directors, for the upgrading of the coaching skills for the coaches under the OWHA;
- d) Present to the Board of Directors on behalf of the Coaches Selection Committee, the slate of coaches selected for the next hockey season;

- e) Recommend to the Board of Directors any disciplinary action which may be necessary with respect to any coach under the jurisdiction of the OWHA;
- f) Oversee the adherence of the OWHA team guidelines;
- g) Perform such other duties from time to time prescribed by the Board of Directors.

### **Vice-President Ice and Tournaments**

The Vice-President (Ice and Tournaments) shall:

- a) Oversee any tournaments sponsored by the OWHA;
- b) Keep the OWHA coaches and managers informed of the most appropriate tournaments available to their teams;
- c) Act as liaison officer with the city of Ottawa and/or any other facility, municipality or association in order to obtain ice allocations for all OWHA teams;
- d) Perform such other duties from time to time prescribed by the Board of Directors.

### **Vice-President (Risk and Safety)**

The Vice-President (Risk and Safety) shall:

- a) Manage the overall safety of the hockey operations for the Association;
- b) Coordinate the police record checks of all volunteers in the Association;
- c) Manage game incidents that may result in suspensions and provides analysis of suspensions to the Board of Directors and other related organizations such as the district risk and safety and the Hockey Eastern Ontario (HEO) Branch regarding OWHA players at all levels;
- d) Chair disciplinary hearings at the Association level and chair fair play code infraction proceedings;
- e) Be responsible for ensuring that all team officials are properly certified including, coaching levels and valid and current trainer certifications;
- f) Perform such other duties from time to time prescribed by the Board of Directors.

### **Registrar**

The Registrar shall:

- a) Be responsible for the proper registration of all players;
- b) Ensure that all team rosters are accurate and up to date;
- c) Act as a signing officer on all player's cards;
- d) Manage all online registration including online payment system;
- e) Manage the electronic database of all OWHA members;
- f) Ensure that travel permits are secured for all teams participating in out-of-branch tournaments;
- g) Perform such other duties from time to time prescribed by the Board of Directors.

## **Treasurer**

The Treasurer shall:

- a) Act as a signing officer for the OWHA;
- b) Submit, for approval of the Board of Directors, a budget for the coming hockey season no later than August first (1<sup>st</sup>) of each year;
- c) Be responsible for all banking;
- d) Keep an accurate record of all receipts and disbursements;
- e) Provide the Board of Directors with a monthly statement showing income and expenditures, and variance from the established budget;
- f) Prepare a financial report prior to the end of season's operation and arrange for an inspection or audit of the Association's financial books and records in time for the Annual General Meeting. This review will be performed as per By-Law 2, Paragraph c);
- g) Obtain a liability insurance policy covering all directors, officers, coaches and managers of the OWHA;
- h) Perform such other duties from time to time prescribed by the Board of Directors.

## **Association General Manager**

The Association General Manager shall:

- a) Assist all members of the Board of Directors when required;
- b) Review all nominated team managers and submit recommendations to the Board of Directors for approval;
- c) Oversee adherence of all OWHA manager's guidelines;
- d) Chair team manager's information meetings at beginning of season and as required thereafter;
- e) Responsible for the procurement, management and distribution of jerseys, pucks and all other necessary equipment to the OWHA teams;
- f) Perform such other duties or responsibilities as may be deemed necessary by the Board of Directors from time to time.

## **Immediate Past President**

The Immediate Past President may participate in the operations of the OWHA.

## By-Law 2

### **Board of Directors Responsibilities, Restrictions and Duties**

- a) The President shall only have a vote on matters considered by the Board of Directors in the event of a tie.
- b) No member of the Board of Directors shall borrow, use or cause to be used funds

- belonging to the OWHA for their personal use or the use of others.
- c) The Board of Directors shall annually appoint two trustees from the Board of Directors, excluding the Treasurer, to act as trustees for the Association. The Trustees shall have the authority at any time during the hockey season to review the books and records of the OWHA. The trustees will, prior to the end of each season's operations, arrange for an audit or inspection of its financial books and records in time for the Annual General Meeting. These trustees shall review the Association's financial statements, books and records and prepare a report of concurrence or non-concurrence and submit their report to the Annual General Meeting. In the event that competent trustees, as designated are unattainable or in the event the Trustees file a report of non-concurrence, the Board of Directors will employ auditors under supervision of a licensed chartered accountant, outside of the Association membership to complete an audit of the association's financial records.

### **Board of Director Duties**

- a) The Board of Directors shall have the power to nominate Honourary and Life Members for confirmation at the Annual General Meeting;
- b) The Board of Directors shall have control of the affairs of the OWHA and shall have the power to fill any vacancy that may occur on the OWHA Board of Directors or any Committee, to amend or alter the Rules and Regulations of the Association and shall advise the members of same.
- c) Duties and responsibilities of the Vice-Presidents, the Registrar and the Association General Manager may be reassigned at the discretion of the Board of Directors.

### By-Law 3

### **Meetings**

- a) The Annual General Meeting of the OWHA shall be held prior to June 30<sup>th</sup> of each year.
- b) All meetings of the Board of Directors shall be at the call of the President, except as outlined under item c) below;
- c) At the request of three (3) members of the Board of Directors, a meeting of the Board of Directors or the Members shall be convened.
- d) A quorum for meetings of the Board of Directors shall consist of a majority of the Board of Directors. A quorum for the Annual General Meeting shall be five (5) members.
- e) Board of Directors Meetings shall be held once a month during the hockey season (September-April)

### By-Law 4

### **Members**

- a) The following shall be members of the OWHA:
  - a. Life Members
  - b. Honourary Members

- c. Past Presidents
  - d. Registered Team Officials
  - e. Members of the Board of Directors
  - f. Members in Good Standing (as defined below)
- b) b) The Executive shall be elected by ballot at the Annual General Meeting for a two-year term
- c) Each Member in good standing shall have one vote.

### **A Member in Good Standing**

Members of the OWHA in good standing shall be one parent or legal guardian representing each family from which a player or players is/are registered with the OWHA up to the call to order at the Annual General Meeting.

### **Nominations**

- a) Each member shall have the privilege of nominating a representative for each elected office of the OWHA subject to the following provisions.
- b) To be eligible for the Office of the President, a candidate shall have served on the current Board of Directors for not less than one year.
- c) A Nominating Committee, chaired by the Immediate Past President (or alternately a Member in Good Standing appointed by the Board of Directors if the Immediate Past President is unwilling to do so) and consisting of two (2) additional Members in Good Standing, shall accept nominations for all elected positions from any member up to fourteen days (14) prior to the call to order at the Annual General Meeting. The Chairman of the Nominating Committee will present the slate of qualified nominees to the Annual General Meeting.

### By-Law 5

### **Life Membership**

Life Membership is the highest honour that can be bestowed by the OWHA, and it is awarded only for very distinctive service to the OWHA. Life Members shall be elected at the Annual General Meeting of the OWHA by a majority of the members voting thereon. A Life Member shall have full voting rights at all Special and Annual General Meetings.

### By-Law 6

### **Standing Committees**

#### **Administration Committee**

Chaired by the Vice-President Administration, the Administration Committee shall be responsible for all manner of OWHA funding, managing the website and the member database and managing

all communication with the OWHA membership.

### **Nominating Committee**

The President shall appoint the Nominating Committee to be Chaired by the Immediate Past-President or substitute and consisting of two additional Members in Good Standing.

### **Committee of Coaches**

The Committee of Coaches shall be chaired by the Vice-President (Coaching) and consists of the registered team officials from each of the OWHA teams. This Committee shall be responsible for the general upgrading and improvement of coaching for the OWHA.

### **Coaches Selection Committee**

The Coaches Selection Committee shall be chaired by the Vice-President (Coaching). The balance of the Committee shall consist of two (2) additional members that have been approved by the President. This Committee shall receive all applications from those qualified to coach in the OWHA. The Committee shall make its recommendations on a coaching slate to the Board of Directors prior to the Annual General Meeting.

### **Equipment Committee**

#### By-Law 7

### **Dissolution**

In the event that the OWHA is dissolved or ceases to operate for any reason, its material assets shall be liquidated and all remaining funds after payment of all outstanding debts and obligations shall be distributed as follows:

1. In the event that a member has paid fees covering a period after the proposed date of dissolution, such member shall be entitled to receive a refund in respect of the fees paid for the post-dissolution period, which shall be distributed pro rata among members to the extent funds are available.

For greater certainty, in the event of a refund, the money will be paid to the parent of the player who signed the membership application.

2. Any remaining funds will be donated to a registered charity in the City of Ottawa, Ontario to be chosen by the Board of Directors at dissolution.

#### By-Law 8

## **Ice Contract Management**

The purpose of the OWHA is to facilitate the development of minor hockey players through the playing of hockey games and the practicing of hockey skills. To be able to achieve that, access to local hockey rinks and arenas is indispensable. Therefore, the OWHA exists through its ability to procure ice from the City of Ottawa via an allocation provided by the West End Hockey League (WEHL) via yearly renewable contracts between WEHL and the City of Ottawa and/or through other contracts directly between OWHA and alternate ice providers as may be required to complement the WEHL allocation. The ice allocations are hereby declared an essential resource that cannot be sold or assigned to another organization by the Board of Directors or any member of the Board of Directors unless done subject to Bylaw 7 (Dissolution). Notwithstanding the above, individual ice sessions within the overall allocation may be sold to the extent they are not required by OWHA, for fair market value to be remitted to the Treasurer. The Board of Directors are responsible for the use of the ice made available from the City of Ottawa, for the prompt settling of accounts with the City of Ottawa and the application on a yearly basis for a renewal of the Contracts held from the previous year. This constitution prohibits the placement of anyone other than a member of the OWHA Board of Directors as the responsible authority for the management of the OWHA ice contracts with the City of Ottawa.

### By-Law 9

#### **Indemnities to Directors and Others**

Every director or officer of OWHA or other person who has undertaken or is about to undertake any liability on behalf of OWHA and their 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 OWHA, from and against,

- (a) all costs, charges and expenses whatsoever which such director, officer or other person sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him for or in respect of any act, deed matter or thing whatsoever, made, done or permitted by him, in or about the execution of the duties of his office or in respect of any such liability; and
- (b) all other costs, charges and expenses which he sustains or incurs in or about or in relation to the affairs thereof,

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

OWHA shall also indemnify any such person in such other circumstances as the Corporations Act (Ontario) or law permits or requires. Nothing in this by-law shall limit the right of any person entitled to indemnity to claim indemnity apart from the provisions of this by-law to the extent permitted by the Corporations Act (Ontario) or law.

REVISED: June 5, 2023