

NEPEAN MINOR HOCKEY ASSOCIATION



MINUTES OF MEETING COVER SHEET

THE NEPEAN MINOR HOCKEY ASSOCIATION

ANNUAL GENERAL MEETING

Meeting – May 11th, 2011

Nepean Sportsplex – Hall A 7p.m.

EXECUTIVE DIRECTORS PRESENT: Karen Russell, Craig Shouldice, Janet Shouldice, Greg Clarke, Nikki Lothian, Christine Shute and Gail Wistaff

DIRECTORS PRESENT: Amy Smith Arlene Cameron Caise Chandler Chris Woodcock
Dale Booth Eric Klaus Hart Wolf Jane Shepherd Jim Hiel(regrets) John Murray(regrets) Karla
Clarke Kim Johnson Joanne Diotte Marilyn Hargreaves Mark Hargreaves Melissa Klaus
Nicole Kingsbury Mark Kingsbury Patricia Steele Steve Brush Terry Martin Valerie Paul

AWARDS:

Eric Klaus introduced Sam De Forest and Gerry McClelland with The Optimist Club of Ottawa - Nepean presented him with the Midget Goaler Award

House League

Coach

A Greg Wallace presented by Patricia Steele

B Brad Lindahl presented by Terry Martin

C Dave McIntyre presented by Patricia Steele

Manager – Dan Howes presented by Mark Kingsbury

Trainer – Jim Cover presented by Terry Martin

Competitive

AA Coach – Peter Rowe Major Peewee AA

A Coach – Todd Paterson Major Peewee A

B Coach- Ted Hay Major Bantam B

Trainer – Greg Bright Minor Peewee B

Manager – Dawn Carle Major Atom AA

Presidents Award of Merit – Marilyn Hargreaves

Volunteer of the Year – Cathy and Ed Crilly

Parent of the Year – Mark and Nicole Kingsbury

Retiring Directors are Christine Shute, Kristina Tam, Eric Klaus and Melissa Klaus

MINUTES

Eric Klaus moved and Mark Hargreaves seconded the approval of the Minutes of the previous Annual General Meeting of May 12, 2010

Presidents Report – Karen Russell

I would like to take this opportunity to thank all of you for coming to the AGM. My name is Karen Russell and I will be chairing tonight's meeting. I would like to introduce you to your Board of Directors. These people put in countless volunteer hours long before the season starts and just as many hours throughout the season. They are the ones who register your children, place your kids on teams, schedule more than 7000 hours of ice, hand out sweaters, set up clinics for coaches and trainers, find sponsors for teams, set up budgets, organize tryouts and so much more. What I'm trying to say is that without these people, we wouldn't have an association for our kids to play hockey. They are an amazing group of people and I want to thank them for all that they do and all they help they have given to me over the last year. Thank you.

We will begin the evening with the presentation of Awards.

We have a few directors retiring from the Board this year. They are Christine Shute, our Treasurer, Kristina Tam, our Sweater Director, Melissa Klaus, Midget Competitive Director and Eric Klaus Midget House League Director. I would like to thank each of you

for all your time and efforts. We are very grateful to have had you with us on our Board. We are going to miss you.

This year's recipient of the President's Award of Merit is Marilyn Hargreaves. Marilyn has been a volunteer with the NMHA for longer than I can remember. Marilyn has been a team manager for various competitive teams over the years, even when her children were no longer playing, she was our competitive ice scheduler for a number of years, she has been a member of the competitive board, she stepped in and took over as sweater director a few years ago as well as communications director and this year Marilyn added the role of sponsorship director. Marilyn has done a fabulous job maintaining relationships with our past sponsors as well as recruiting new sponsors to the NMHA. We value and appreciate all her efforts. Congratulations Marilyn.

PRESIDENT'S ADDRESS

This is my first year as President of the NMHA and I have to admit I was pretty nervous taking on this role, not to mention chairing this meeting. It was quite the learning curve for me and I must say that I have enjoyed it and have learned a lot, not just hockey stuff but management and organization, budgets and overall operations of the NMHA. I even had interviews with reporters on a couple of occasions, which was a first experience for me. All was good. This past season we had over 2900 players on 173 teams. That's a lot of organization.

The NMHA has seen many highs this year. We had many teams win tournament championships in cities as far away as Chicago to right here at home at both house league and competitive levels. We won division championships had many teams as finalists and enjoyed some great hockey games throughout the playoffs. We've had 4 young men from the Minor Midget AAA team drafted into the OHL.

We also celebrated our 45th Anniversary as an Association. We held our Volunteer Appreciation night in early November to coincide with the anniversary. The Volunteer Appreciation Night is an event we hold each year where we recognize the efforts of all the volunteers throughout the association. We had a few of our past Presidents join us for the evening including Ray MacDonald who was the 3rd President from 1975 to 1985. It was also a tough year as we suffered a great loss a few months ago when Ted Hay passed away. Ted was a loving husband and father, a beloved coach the players looked up to, a mentor and a well respected gentleman and friend. Ted will be fondly remembered by all who knew him. The NMHA has made a donation in memory of Ted Hay to the Boys and Girls Club of Ottawa, a charity we think Ted would have supported. We also received a donation from Magic 100 radio station in memory of Ted that will be put towards the financial assistance of a player in need. Ted was the voice of Santa for Magic 100.

Late last night we received a \$500 donation from the McFadden-Toews family. Josh Toews, a player within the NMHA, whose grandfather passed away last month thought it would be a testament to his grandfather who was a lifelong hockey fan, to make a donation to support a player in the NMHA who needed financial assistance. It's a lovely gesture and we are honored to accept this donation.

I'd like to thank all of our sponsors who have generously donated funds to help support the NMHA. I encourage you to check out the sponsor page on our website and support the businesses that have supported us.

I'd like thank our conveners, coaches, assistant coaches, managers and trainers for the time they put in with our children. I'd like to thank Mary Lou Zywicki, our ice scheduler, Jay Kleiman, our referee and timekeeper assigner, Dan O'Brien, who looks after our goalie rentals and Warren MacDonald, our accountant, Susan Oliver, our webmaster who retired this year and Peter Daigle who took over for her, James Hanlon, our Technical Director, Alex Sperberg, our Coach Mentor, Greg Scott and Graeme Hughes, our competitive goalie mentors and Carole-Ann Fenning who looks after the NMHA Bingo. Thank you, we couldn't exist without you.

NOTICE OF MOTIONS:

We have 2 motions before us tonight. The first motion is brought forward by Craig Shouldice and seconded by Greg Clarke. This motion proposes that all of the past amendments to the Constitution that have passed at prior AGM's since May 1997 be accepted into our current Constitution. Craig would you like to speak about the motion before we vote?

This NMHA Constitution has been amended various times at Annual General Meetings. This latest version was updated at the May, 2011 AGM.

Constitution of The Nepean Minor Hockey Association

As Approved at the Annual General Meeting May 1986 and updated as of the Annual General Meeting, May 2011

WHEREAS the Nepean Minor Hockey Association is a voluntary association of members, players and individuals, intended to provide the youth of Nepean with the opportunity to learn and play the game of hockey;

AND WHEREAS members, players and individuals participating in the activities sponsored by the N.M.H.A. have confidence in the judgment of the Board of Directors of the Association;

AND WHEREAS it is declared that one of the purposes of this Constitution and the Association's By-Laws and Regulations shall be to confer on the N.M.H.A. and its Board of Directors all the powers of a fully governing organization;

NOW THEREFORE BE IT ENACTED;

ARTICLE I

This organization shall be called the "Nepean Minor Hockey Association", hereafter referred to as "the Association".

ARTICLE II

This Association, through its Board of Directors, shall govern the hockey activities of its members, players and individuals.

Indemnity - Every Director and Officer of the Association his/her heir executors and administrators and estates and effects, respectively shall from time to time and at all times be indemnified and saved harmless out of the funds of the Association from and against:

- a. 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 execution of the duties of his/her office; and
- b. all other costs, charges or expenses that he/she sustains or incurs in or about or in relation to the affairs of the Association except such costs, charges or expenses as are occasioned by his/her own willful neglect or default.

ARTICLE III

OBJECTIVE AND AIMS

The objective of the Association is to foster and encourage the sport of minor hockey throughout the City of Nepean.

The aims of the Association are:

- a. to provide the youth of Nepean with the opportunity to learn and play hockey.
- b. to establish and maintain a variety of hockey programs for all minor age groupings, as established by the Canadian Amateur Hockey Association.
- c. to ensure that each player, to the extent possible, will be able to participate in a hockey program suited to that player's skill and abilities.
- d. to encourage the participation of any and all interested persons and organizations wishing to volunteer their services in the administration and support of the Association's affairs.
- e. to foster and develop sportsmanship, team discipline, self-discipline, self-confidence, respect for others and enjoyment through participation in hockey.

ARTICLE IV

The Association shall be a member of the Ottawa District Minor Hockey Association (O.D.M.H.A.), the Ottawa District Hockey Association (O.D.H.A.) and Hockey Canada.

ARTICLE V

- a. Subject to the requirements of the By-Laws of the Association, the members at any Annual General Meeting, or Special General Meeting convened specifically for such purpose, may adopt, amend, revise or repeal the By-Laws or Regulations of the Association by a majority vote of the members, present in person or represented by duly appointed proxy.
- b. A motion to alter the number of directors shall require a two-thirds affirmative vote of the members present.

ARTICLE VI

Subject to the By-Laws of the Association, the members may, by a majority vote of members present, or represented by duly appointed proxy, revoke, amend or alter the Constitution of the Association at an Annual General Meeting or a Special General Meeting specifically called for that purpose.

BY-LAW 12

A By-Law relating to the transaction of the affairs of the NEPEAN MINOR HOCKEY ASSOCIATION.

SECTION 1.

BY-LAW REPEALED

By-Law #11, approved by the members convened in an Annual General Meeting on May 17, 1982 is hereby repealed.

SECTION 2.

MEMBERSHIP

- a. Players registered in any of the programs or activities of the Association shall be considered junior members of the Association, and shall not be entitled to vote at general meetings of the Association if they are less than 18 years of age.

b. Senior members of the Association, hereafter referred to as "members", shall be the only persons entitled to vote on matters of the Association. All such members shall be 18 years of age or older and shall only include:

- i. officers and directors of the Association;
- ii. up to a maximum of four team officials per team, providing such persons are at least eighteen years of age and are registered with the Association as team officials prior to December 31st of the hockey year;
- iii. each parent or legal guardian of one or more junior members of the Association for the current year;
- iv. players registered with the Association for the current or the ensuing hockey year who are at least eighteen years of age;
- v. the applicants for the incorporation of the Association;
- vi. persons appointed by the Board of Directors to fulfil voluntary responsibilities on behalf of the Association who would not otherwise qualify as members.

c. The Association shall have full right to establish conditions of membership, and to refuse membership to persons failing to satisfy those conditions.

SECTION 3

ANNUAL GENERAL MEETING

a. A general meeting of the Association shall be held annually prior to the last day of May in the hockey year, at a place, date and time determined by the Board of Directors.

b. the business of the Annual General Meeting shall include:

- i. presentation and adoption of the minutes of the previous Annual General Meeting and any Special General Meetings held during the hockey year;
- ii. presentation of awards and guests;
- iii. reports of Officers, Directors and Committees;
- iv. the report of the auditors for the previous hockey year;
- v. the interim financial statements for the hockey year in which the meeting is held;
- vi. the budget for the ensuing year;
- vii. appointment of auditors for the ensuing year;
- viii. motions to adopt, amend, revise or repeal Articles of the Constitution or By-Laws of the Association for which due notice has been provided;
- ix. motions to adopt, amend, revise or repeal the Regulations of the Association for which no due notice is required;
- x. other business of interest and concern to the members;
- xi. election of Officers and Directors;
- xii. adjournment.

SECTION 4

SPECIAL GENERAL MEETINGS

a. A Special General Meeting of the Association shall be called by the Board of Directors within six weeks of the receipt, by the Secretary, of a written request for such a meeting signed by at least one hundred voting members of the Association.

b. The written request shall specify the business to be transacted at this meeting, and only the specified business shall be transacted.

c. The Board of Directors, by resolution, shall have full authority to convene a Special General Meeting.

SECTION 5

DUE NOTICE OF GENERAL MEETINGS

- a. Written notice of the date, time and place of every such meeting shall be provided to each member, no later than ten days prior to the meeting. For the purpose of sending notice to any member, for any meeting or otherwise, wherever possible, the current electronic mail address will be used. Where the member does not have a valid electronic mail address, written notice will be sent by pre-paid mail to the member's current street address, as indicated in the registration rolls. This written notice will be prominently placed on the NMHA web site, 20 days prior to the meeting.
- b. No later than six (6) weeks prior to every annual meeting, the Board of Directors shall appoint a Nominations Committee, consisting of the immediate Past President of the Association and four other senior members, none of whom shall be officers of the Corporation. No later than twenty (20) days prior to the annual meeting, this committee shall submit to the board at least one nomination for each position that would become vacant at the annual meeting. A list of all nominations submitted to the Board by the Nominations Committee shall be mailed to all senior members of the Association in accordance with the requirements for due notice set out in subsection a) of this section.
- c. Nominations of persons to fill vacancies on the Board of Directors may be made a member at an Annual or Special General Meeting, called for that purpose, provided that written notice of the nomination is delivered to the Secretary at least twenty days prior to the date of the meeting. Notice of the nomination must include the name of the nominee and the nominee's acceptance in writing.
- d. Any member may move, at a General Meeting, to adopt, amend, revise or repeal any Article of the Constitution or any By-Law of the Association, provided that written notice of the motion is delivered to the Secretary at least twenty days prior to the meeting.
- e. No error or omission in giving notice of any general meeting or any adjourned meeting of the members of the Association shall invalidate such meeting or make void any proceedings taken at the meeting.
- f. The text of this section shall form part of the notice of any General Meeting provided to the members of the Association.

SECTION 6

VOTING AT A GENERAL MEETING

- a. Each member of the Association shall be entitled to one vote on each question, motion, resolution or nomination at any General Meeting, notwithstanding that the person may qualify as a member under more than one category of membership, or that the person is the parent or legal guardian of more than one player registered with the Association.
- b. A member of the Association may vote in person, or through a duly authorized proxy. A person exercising a proxy need not be a senior member, but before voting, shall produce and deposit with the Secretary sufficient appointment in writing from the senior member who issued the proxy.
- c. No business may be transacted at any General Meeting unless at least fifty members are personally present.
- d. At all General Meetings of members, every question shall be decided by a majority of votes of the members present in person or represented by a duly authorised proxy.
- e. Every question shall be decided, in the first instance, by a show of hands. A declaration by the Chair that a resolution has been carried, or not carried, and an entry to that effect in the minutes of the meeting, shall be admissible in evidence as prima facie proof of the fact, without further proof of the number or proportion of the votes accorded in favour or against the resolution.

f. Any member, present, may demand that the question shall be answered by poll. The demand for poll may be withdrawn, but if not, the question shall be decided by a majority of votes given by the members, present in person or by proxy, and such poll shall be taken in the manner directed by the Chair. The result of such poll shall be deemed the decision of the Association upon the matter in question.

g. In the case of an equality of votes at any General Meeting, whether upon the show of hands or at poll, the Chair shall be entitled to cast the deciding vote.

SECTION 7

COMPOSITION OF THE BOARD OF DIRECTORS

a. Subject to the Constitution and By-Laws of the Association, the affairs of the Association shall be managed by a Board of Directors who shall have full authority to conduct the business of the Association.

b. The Board of Directors shall consist of thirty officers and Directors.

c. As Officers of the Association, the President, Vice President, House League Chair, Treasurer, Secretary and Registrar shall be, ex officio, members of the Board of Directors, with duties as specified in SECTION 8.

d. In addition to Officers and Directors, the immediate past president shall be, ex officio, a member of the Board of Directors.

e. Directors of the Association shall be elected at an Annual General Meeting and shall hold office until the adjournment of the second Annual General Meeting following the Annual General Meeting at which the Director was elected. A Director may be re-elected.

f. Vacancies on the Board of Directors, however caused, may be filled by resolution of the Board of Directors, so long as a quorum of fifty percent of the Board of Directors remain in office.

g. A person may only be appointed a Director until the adjournment of the next Annual General Meeting.

h. If a quorum of Directors do not remain in office, the remaining Officers and Directors shall, within thirty days, convene an Annual General Meeting or a Special General Meeting to fill sufficient vacancies to at least constitute a quorum.

i. If it is deemed necessary by the Board of Directors to increase the number of Directors to the maximum allowed in SECTION 7(b), a vacancy or vacancies to the number required shall be deemed to have occurred.

SECTION 8

DUTIES OF OFFICERS OF THE ASSOCIATION

a. The President, Vice President, House League Chair, Treasurer, Secretary and Registrar shall be officers of the Association.

b. At the discretion of the Board of Directors, the positions of Secretary and Treasurer, or Secretary and Registrar may be held by the same person.

c. No person may be nominated for, acclaimed to or elected to the position of President unless that person has served as an Officer or Director of the Association for at least two years during the preceding three years.

d. The President may not be nominated for, acclaimed to or elected President for a third consecutive term.

e. The President shall be elected by the members at the Annual General Meeting, and shall hold office until the adjournment of the second Annual General Meeting thereafter.

f. The duties and responsibilities of the President shall include:

i. chairing meetings of the Board of Directors;

ii. signing on behalf of the Association all By laws, documents and certificates;

iii. co-ordinating the work of the Board of Directors;

- iv. representing the Association at all meetings or functions of senior hockey bodies;
- v. representing the Association within the community;
- vi. serving as an ex officio member of all committees of the Association;
- vii. assuming from time to time other duties as may be determined by the Board of Directors;
- viii. appointing individual Directors to fulfil specific responsibilities, including the offices of Treasurer, Secretary and Registrar, within thirty days of the Annual General Meeting, with the consent of the Board of Directors.
- g. The President may delegate any of the foregoing duties and responsibilities to the Vice Presidents, or any Officer or Director of the Association.
- h. The president shall have full authority to suspend any team, team official, game official, individual player or member up to a maximum of fourteen days for conduct prejudicial to the aims and objectives of the Association.
- i. The Vice President shall be elected by the members at the Annual General Meeting, and shall hold office until the adjournment of the second Annual General Meeting thereafter.
- j. In the absence or inability of the President, the Vice President shall fulfil the duties and responsibilities of President.
- k. If for any reason the position of President becomes permanently vacant, the Vice President shall fulfill the duties and responsibilities of President until the adjournment of the next Annual General Meeting. If for any reason the Vice Presidency becomes vacant, the Board of Directors may appoint an officer or director to be Vice-President of the Association, who shall so service until the adjournment of the next Annual General Meeting.
- l. The Vice President shall be the Chair of the Competitive Committee.
- m. The House League Chair shall administer the House League Program for the NMHA.
- n. The Secretary shall be an ex officio Clerk of the Board of Directors and shall attend all meetings of the Board and ensure that all facts and minutes of the Board's proceedings are recorded in the books of the Association.
- o. The Secretary shall be the custodian of the Seal of the Corporation, instruments of incorporation, correspondence, contracts and other documents belonging to the Association, which the Secretary shall deliver up only when authorized by a resolution of the Board of Directors and to such person or persons as may be named in the resolution.
- p. The Secretary shall ensure all proper notice required by the Constitution and By-Laws of the Association are provided to all members and Directors as required.
- q. The Secretary shall fulfill other duties and responsibilities as may, from time to time be determined by the President or the Board of Directors.
- r. The Treasurer shall keep full and accurate accounts of all receipts and disbursements of the Association in proper books of account, and shall deposit all monies or other valuable effects in the name and to the credit of the Association in such bank or banks as may be designated by the Board of Directors.
- s. The Treasurer shall disburse the funds of the Association under the direction of the Board of Directors, taking proper vouchers therefore, and shall render to the Board of Directors, at its regular meetings, or when otherwise required by the Board of Directors, an account of all transactions and the financial position of the Association.
- t. The Treasurer shall also perform other duties and responsibilities that may be determined by the Board of Directors.

u. the Registrar shall process and record all registrations in the manner set forth by the Association and its senior hockey bodies and shall maintain a record of all membership within the Association.

v. The Registrar shall perform other duties and responsibilities that may be determined by the Board of Directors.

SECTION 9

MEETING OF THE BOARD OF DIRECTORS

a. Except as otherwise required By-Law, the Board of Directors may hold its meetings at such place or places as it may, from time to time, determine.

b. The board may appoint a day or days in any month or months for regular meetings at a specific hour and place and for such meetings no notice need be sent.

c. Meetings may be formally called by the President or Vice President.

d. On the written direction of four directors, the Secretary must convene a meeting of the Board of Directors within forty eight hours of receiving the written direction.

e. Otherwise than provided in section 6(b), the Secretary must, in writing or by telephone provide each director with notice of meetings of the Board of Directors at least twenty four hours prior to the time of the meeting. Such notice shall include the date, time and place of the proposed meeting.

f. The statutory declaration of the Secretary or President that notice has been given pursuant to this section shall be sufficient and conclusive evidence of the giving of such notice.

g. No error or omission in giving notice, pursuant to this By-Law, for a meeting of the Board of Directors shall invalidate or make void any proceedings taken or held at such meetings. Any director may at any time waive notice of any such meetings and may ratify and approve of any or all proceedings taken or held at such meetings.

h. Fifty percent plus one of the directors shall form a quorum for the transaction of business.

i. Questions arising at any meeting of the Board of Directors shall be decided by a majority of votes of the directors who are present.

j. The chair does not have a vote except in instances where the vote is evenly divided. In the case of an equality of votes on any matter, the Chair shall cast the deciding vote.

k. Any votes at any meeting of the Board of Directors shall be taken by secret ballot if so demanded by any director present.

l. Any director may request a vote by show of hands or poll on any resolution at a meeting of the Board of Directors.

m. A declaration by the Chair 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.

n. In the absence of the President, the Vice President or such other officer or director as the Board may from time to time appoint for such purpose, shall chair the meeting.

SECTION 10

RESIGNATION OR IMPEACHMENT

a. Officers and Directors are required to attend meetings of the Board. Any Officer or Director who fails to attend three consecutive board meetings without notifying the Secretary, either directly or indirectly, of inability to attend, shall be deemed to have resigned.

b. The members of the Association, subject to the requirements of SECTION 5 requiring proper notice, may, by resolution passed by at least two-thirds of the votes cast by senior members at an Annual General Meeting or a Special General Meeting called for that specific purpose, remove any Officer or Director before the expiration of that person's term of office, and elect another person or persons as set out in this Constitution or By-Laws.

SECTION 11
GENERAL POWERS AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS

Subject to the Constitution and By-Laws of the Association the Board of Directors shall:

- a. have all full and necessary powers and authorities to manage, order, administer and direct the affairs of the Association.
- b. administer the affairs of the Association in all things and make or cause to be made for the Association, in its name, any kind of contract which the Association may lawfully enter into, and generally may exercise all such powers and do all such other acts and things as the Association is by its charter or otherwise authorize to exercise, upon such terms and conditions as they may deem advisable.
- c. have the authority 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 and immovable, real or personal, or any right or interest therein owned by the Association, for such consideration and upon such terms and conditions as the directors deem advisable.
- d. authorize the borrowing of money on the credit of the Association, and the issuing, sale or pledging of the securities of the Association.
- e. Charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Association, including book debts, rights, powers, franchises and undertakings, to secure any securities or any money borrowed, or other debt, obligation or liability of the Association.
- f. From time to time authorize any officer, director, employee of the Association or any other person to make arrangements with reference to the monies borrowed or to be borrowed and as to the terms and conditions such loans, as to the securities to be given thereof, with power to vary or modify such arrangements, terms and conditions and to give such additional securities for any monies to be borrowed or remaining due to the Association as the directors may authorize, and generally manage, transact and settle the borrowing of money by the Association.
- g. Set, establish, increase, decrease and determine membership and registration fees, other fees, dues and levies.
- h. Adopt, amend, revise, revoke or repeal the Regulations of the Association.
- i. Subject to the Corporations Act, enact, alter, amend, repeal or revoke the By-Laws of the Association, but such undertakings must be ratified by the senior members at the next Annual General Meeting or a Special General Meeting convened for such purpose.
- j. Exercise the right of prior review and approval of all minor hockey activities, programs and undertakings in the name of the Association and establish terms, conditions, standards and objectives for them.
- k. Assess, appoint, hire, engage employees of the Association, coaches, assistant coaches, trainers, team managers, referees, linesmen and timekeepers and other persons, all of whom shall hold their positions at the pleasure of the Board of Directors.
- l. Establish, appoint and direct the work of various committees to advise it on general or specific issues.
- m. Direct any other undertaking necessary to provide the Association with sound and effective administration.

SECTION 12
BOOKS AND RECORDS EXECUTION OF DOCUMENTS

- a. Deeds, transfers, licenses, contracts and engagements on behalf of the Association shall be signed by any two of; the President, Vice President, Treasurer or other persons designated by

the Board of Directors. The corporate seal of the Association shall be affixed to the instruments, as require the same.

b. Contracts, in the ordinary course of the Association's operations, may be entered into on behalf of the Association by any two of; the President, Vice President, Treasurer or other person so authorized by the Board of Directors.

c. Any two of; the President, Vice President, Treasurer or other person so authorised by the Board of Directors, may transfer any and all shares, bonds or other securities from, time to time standing in the name of the Association, it its individual or any other capacity, or as trustee or otherwise and may accept in the name and on behalf of the Association, transfers of shares, bonds or other securities, from time to time transferred to the Association, and may affix the corporate seal to any such transfers and acceptances of transfers, and may make, execute and deliver under corporate seal 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.

d. All cheques, bills of exchange or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Association, shall be signed by such officer or officers, agent or agents or the Association and in such manner as shall, from time to time, be determined by resolution of the Board of Directors.

e. Any one of the aforementioned persons in Section (d) may, alone, endorse notes and drafts for collection on account of the Association through its bankers, and endorse notes and cheques for deposit with the Association's bankers for the credit of the Association, or the same may be endorsed "for collection" or "for deposit" with the bankers of the Association by using the Association's rubber stamp for that purpose.

f. Any one of such persons authorised by Section (d) may arrange, settle, balance and certify all books and accounts between the Association and the Association'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.

g. The securities of the Association shall be deposited for safekeeping with one or more bankers, trust companies or other financial institutions to be selected by the Board of Directors.

h. Any and all securities, so deposited, may be withdrawn, from time to time, only upon written order of the Association signed by such officer, officers, agent or agents of the Association, and in such manner, as shall from time to time be determined by resolution of the Board of Directors and such authority may be general or confined to specific instances. The institutions which may be so selected as custodians of the Board of Directors shall be fully protected in acting accordance with the directions of the Board of Directors and shall in no event be liable for the due application of the securities so withdrawn from deposit or the proceeds thereof.

i. The Board of Directors shall see that all necessary books and records of the Association, required by the By- Laws of the Association or by an applicable statute of law are regularly and properly kept.

SECTION 13

FINANCIAL AND HOCKEY YEAR

a. Unless otherwise ordered by the Board of Directors, the fiscal year-end of the Association shall be on the 31st day of May, in each year.

b. For the purposes of any Articles of the Constitution or By-Laws of the Association, the hockey year of the Association shall be the twelve month period between the 1st day of June and the 31st day of May, each year.

SECTION 14

INTERPRETATION

In these By-Laws, and all other By-Laws of the Association hereafter passed, unless the context otherwise requires, words importing the singular number of the masculine gender shall include the plural number or the feminine gender, as the case may be, and vice versa, and reference to persons shall include firms and corporations.

This is the end of the NMHA Constitution

All those in favour of the motion please raise your hand. All those who oppose the motion please raise your hand. The motion has been carried.

The second motion we have this evening is brought forward by James Hanlon and seconded by Trevor MacLeod. James would you like to speak regarding your motion? There will be time for questions after James has had a chance to speak.

MOTION TO SEVER HOCKEY ADMINISTRATION FROM HOCKEY DEVELOPMENT NOTICE TO THE ENTIRE NMHA MEMBERSHIP

DATED: FEBRUARY 27/2011

REGARDING: A VOTE AT THE 2011 AGM

To NMHA Members,

The people behind this proposal are aware of the amount of work that NMHA volunteers do but also think the intentions/opinions/agendas of administrative volunteers should not hinder improvements to one of the largest hockey associations in Canada.

The current structure of the NMHA is outdated and does not allow hockey programs to be developed, implemented and managed in a forward looking, progressive and creative manner that best serves the NMHA members. The proposal below does not look to abolish any of the current volunteer administrative positions that currently exist within the NMHA, however, it does call for those same positions to be restructured so that they are no longer responsible for hockey development items. Below we have outlined a brief summary of the problem and a brief summary of the solution. Although in many large associations, process and structure change can take years, we will tell you that the proposal below can be implemented immediately following a vote at the 2011 AGM and be in place prior to the 2011-2012 season. Remember that we are not abolishing any existing volunteer administrative position or structure but just reducing their current work load. With a reduced current workload and no major changes to player registration, ice schedules etc, the proposal can easily be implemented over the summer months. We believe there will be enough support for this proposal by the NMHA Membership and we would hope that all NMHA Volunteers would stay on in their current positions should it be successful. Thank you for time and consideration.

See Page 2 below for Motion to Sever Hockey Administration from Hockey Development.

The Problem:

A. Disconnect between our NMHA Initiation Program, NMHA Novice Program and our NMHA Competitive Program. *Currently, in our NMHA Structure, we have 3 separate Chairs for each of these 3 divisions who were elected to handle all the administrative duties related to their respective divisions. In actual effect, they are "managing" all the related hockey development duties and making*

all essential hockey development decisions as well. Due to this structure, there is a lack of time and an unwillingness to bridge the 3 programs together. In addition, there is no minimum hockey playing experience or technical coaching experience required from the 3 Chairs that would enable them to build a connected hockey program. In the past, technical coaches for individual programs have been hired by these Chairs (Power skating etc) but these have been “band aid” solutions that provide little in the way of sustainable, tangible program improvements.

B. Disconnect between the needs of the Initiation & Novice Programs and the rest of House League. *Initiation & Novice are the foundation of the association and the competitive program, they should not be organized or managed the same way as our Atom-Midget House League program is. They require the most attention to detail and the most qualified staff and coaches the NMHA can find. The success or failure of the entire NMHA Competitive program comes from the success or failure of our core/base programs. The current structure is failing our developmental programs in Initiation and Novice.*

C. No structure or process in place within the Competitive “Committee”.

1. There is no minimum hockey criteria required to be involved on the committee. 2. All current members are asked to join without any formal process known to the NMHA Membership. 3. There are no minutes recorded. 4. Members are not accountable to the Membership for their decisions. 5. Most NMHA members do not understand how competitive committee decisions are made or what roles each competitive committee member has. This is not a true committee.

D. Outdated View on Revenue Generating Programs including Sponsorship. *The current sponsorship model is outdated and is not making the best use of resources available to improve the NMHA programs and/or providing best “value for money” to the NMHA Membership. NMHA Board of Directors has frowned upon a business minded approach to hockey development because they “have always been a volunteer-based organization.”*

Please see Solutions below.

The Solutions:

***Formation of a new Hockey Department.**

***Hire a General Manager of the Hockey Department.** General Manager will then hire his/her own staff including but not limited to: Goalie Mentors, Coach Mentors, Divisional Leaders, Power skating instructors, off-ice coordinators etc.

***Minimum Hockey Playing or Technical Coaching experience (or combination) needed as a criteria to be hired as the General Manager and/or hired as staff by the General Manager.** This would be an essential change needed for any new program. If we are one of the largest hockey associations in Canada, then the Manchester United Youth Academy might be one of largest soccer associations in England. Consider the thought of administrative volunteers, who might have no playing or coaching experience, managing their youth academy and making all related soccer development decisions.

***Hockey Department’s Budget and Accountability.** With revenue created from new sponsorships, camps/clinics and tournaments, cost to the NMHA Membership would be minimal. A business plan would be provided by the Hockey Department, prior to each AGM, to the Board of Directors and the NMHA Membership. The Hockey Department would be accountable to the BOD and the membership based on the information provided in the approved business plan (training provided, number of staff, benefits to membership

etc). Hockey Department would include proposed changes to NMHA Rules and Regulations, on an ongoing basis, as the program is developed. Naturally, the Hockey Department would also have to work within any existing ODMHA and/or Hockey Canada rules.

***Competitive Committee, House League Chair, IP Chair and other Volunteers would continue to manage administrative duties related to each program.** These duties would include, but not be limited to: handling registrations, ordering sweaters, recording suspensions, organizing social activities, handling transfers, notifying registrants of tryout times, notifying registrants of their sort out teams etc.

***Hockey Department would now manage all hockey development items within the NMHA Competitive Program, Initiation Program and Novice Program.** These hockey development items would include but not be limited to: coach selection, coach development, coach evaluation, player selection, player development, player evaluation, sorting of teams, on-ice programs, off-ice programs, tryout process, camps, clinics and tournaments etc.

Please see specific solutions to current problems below:

Here are some specific solutions to the problems listed on the previous page:

A. Disconnect between our NMHA Initiation Program, NMHA Novice Program and our NMHA Competitive Program. *Hockey Department would now oversee all 3 programs. They could implement one program that combines the needs of all 3 levels and provide a better flow through for the initial first 3 years of minor hockey. In so doing, there would be more familiarity with players & coaches and areas needing improvement. Hockey Department would also manage all youth/junior coordinators currently working in these programs.*

B. Disconnect between the needs of the Initiation & Novice Programs and the rest of House League. *Atom-Midget House League would have no changes. House League Chairs and other volunteers would remain as an administrative support team for the Hockey Department for all Initiation and Novice teams. All hockey development decisions in Initiation and Novice Programs would now be managed by the GM and the Hockey Department, who would be qualified to do so.*

C. No structure or process in place within the Competitive “Committee”. *Hockey Department would now function as a business unit and not a committee. Competitive committee would remain as an administrative support team for the Hockey Department and the 25 competitive teams. All Competitive hockey development decisions would now be handled by the GM and Hockey Department, who would be qualified to do so. Hockey Department would now be accountable to the BOD and the NMHA membership as per the approved Business Plan (*See above).*

D. Outdated View on Revenue Generating Programs including Sponsorship. *The NMHA will always be “volunteer based”. However, any new Hockey Department should be able to look for ways to maximize revenue from all avenues including new Hockey Department sponsors in order to improve the program. You will notice other community volunteer associations already operating this way. As a loose example, Ottawa South United is a “Nike” club with a large paid Technical team. They maximize revenue from tournaments, sponsors, camps, clinics, winter programs in order to improve their program. They are still “volunteer based” but with a large, qualified technical team, they have been voted best soccer development program in Ontario for 4 years running.*

All those in favour of the motion please raise your hand. All those who oppose the motion please raise your hand. Motion not carried

Directors/Committee Reports

District Chair
Competitive Chair
House League Chair
Registrar
Technical Director – Amy
Risk & Safety
Ice Scheduler
Sweaters
Tournaments
Referee in Chief

The floor is now open if anyone has any questions they would like to ask.

I'd like to thank the Junior A Raiders who are here tonight and have graciously donated a family pass for their first regular season game to all those who have attended tonight's AGM. They have also donated 6 season family passes as door prizes for tonight's meeting.

We also have complimentary tickets from Capital City Speedway. Their 50th Anniversary Season Opener is on Wednesday, May 18th. Please feel free to pick up tickets from the registration desk if you haven't already. Racing starts at 7:30 and the Spectator Gate is open at 5:30. The tickets can be used for any of the race dates not just the season opener. You can check their website for dates at www.capitalcityspeedway.ca

REPORT/DISTRICT CHAIR – CRAIG SHOULDICE

CORRESPONDENCE - NIL

VICE PRESIDENT/COMPETITIVE CHAIR – GREG CLARKE

Program highlights – NMHA Competitive Program 2010-1011

Before I begin my report, I would like to thank the members of the Competitive program. A lot of time and effort goes into managing the program and I would like to recognize then efforts of the following Board members:

Melissa Klaus – Midget Director

Chris Woodcock – Bantam Director and Tryout Coordinator

Steve Brush – Peewee Director

Dale Booth – Atom Director

Linda Pietrantonio – Manager Liaison

James Hanlon - Technical Director

I would also like to thank all the volunteers, our 23 coaches, assistant coaches, managers and trainers in helping to make 2010-2011 a success and a positive experience for the kids.

I'd also like to offer special thanks Melissa Klaus, who will be leaving the Committee. She's made a real contribution over the years.

On a sadder note, I would also like to acknowledge the loss of Ted Hay to the competitive program. Ted was a popular coach and will be sorely missed by all of us.

AAA Hockey

I'd like to offer our congratulations to the following NMHA players that were drafted in the 2011 OHL draft last Saturday.

* Nicholas Baptiste - 1st round, 6th overall - Sudbury Wolves

* Mitch Allen - 7th round, 130th overall - Kingston Frontenacs

* Derian Plouffe - 8th round, 152nd overall - Guelph Storm

* David Bennett - 12th round 242nd overall - St Michaels Majors

The NMHA continued its commitment to the AAA Senators by again entering into an agreement to help offset ice costs. This subsidy amounted to \$10,200.

NMHA

Technical Director

At the end of the season it was decided to re-tender the NMHA Technical Director contract. I'd like to thank James Hanlon for his contributions over the last five years.

I'd also like to thank the members of the Selection Committee: Karen Russell, Nikki Lothian, Dale Booth, Chris Woodcock, Craig Shouldice and Mark Kingsbury. I am pleased to announce that our new Technical Director is Bob Byrnes. Bob has an extensive resume of coaching qualifications and was most recently the Coach Mentor at the ODHA. We look forward to working with Bob.

Turkey Tournament

Our second edition of the Turkey Tournament was a success and I would like to acknowledge the efforts of Karen Russell, the tournament Chair, and James Hanlon who were instrumental in this achievement. The tournament was attended by 42 teams, 10 of which were from outside of the ODMHA. The tournament raised \$6035 for the NMHA.

2010-2011 Season Summary

This season saw a much improved playoff performance from all our NMHA teams. 22 of our 23 teams made the playoffs and made for some exciting hockey as a number teams had good playoff runs. I'd like to make to of:

- * Mike Killingsworth's Minor Bantam B team won their championship;
- * Jaime Squirrel's Minor Midget B team won their championship;
- * Peter Rowe's Major Peewee AA team were finalists;
- * Garry Galley's Major Atom AA team were finalists;
- * Ted Hay's Major Bantam B team was finalists.

We had lots of tournament wins that are far too numerous to mention here but are listed on the NMHA website. We want to carry this success forward to next year.

Coaches for 2010-2011

B coaches

Minor Atom B – Jeff Drost / We're still looking for a coach

Major Atom B – Gil Fraser and Daniel Stargatt

Minor Peewee B – Paul Adams and Lincoln MacDonald

Major Peewee B – Sylvain Bertiaume

Minor Bantam B – Gord McWilliams and Ron Graham

Major Bantam B – Still looking for a coach

Minor Midget B – Len Damiano

Major Midget B – Peter Rowe

A Coaches

Minor Atom A – John Cosentino

Major Atom A – Gord Weatherall

Minor Peewee A – Jeff Mercier

Major Peewee A – Grahame Hughes

AA Coaches

Major Atom AA – Brian McDivitt

Minor Peewee AA – Garry Galley

Major Peewee AA – Wayne Newell

Minor Bantam AA – Todd Paterson

Major Bantam AA – Mike Killingsworth

Minor Midget AA – Sylvain Croteau

Major Midget AA – Peter Tenute.

Registrar- Janet Shouldice

TREASURER – Christine Shute

HOUSELEAGUE – NIKKI LOTHIAN
2010-2011 House League Report
Volunteers

I would first like to thank the countless volunteers for all the help this season. With an organization of our size, House League alone consisting of 153 teams , it takes an

outstanding number of volunteers each year and every year to step up and offer their time and effort. On behalf of all of us, I would like to extend a sincere thank-you to all our

- coaches
- assistant coaches
- trainers
- managers
- Parent volunteers
- All the student volunteers that helped this season

We appreciate all your help this season.

Directors/Convenors

A huge Thank-you to the Directors and Convenors.

These people dedicate a tremendous amount of time and effort to make sure all our divisions run as smooth as possible and to insure that players and parents have the best season possible. So I wanted to make sure I thank them for the dedication and all hard work, these are amazing people and I am very thankful to work with such a great bunch.

HL Mentors

I would also like to thank Alex Sperberg and Ken Lothian our HL mentors for all their efforts and hard work this season with our HL teams. We will continue our focus on player development at the Novice and Atom with their help.

Bantam/Midget Non- Body checking division

2010-2011 season

- Non Body checking division introduced at the B level for Bantam and Midget.
- Unfortunately from the feedback throughout the season from our members this was not well received.

2011-2012

- Bantam and Midget B division will return to a body checking division as previous years.

Kanata Interlock

- HL has completed its 4th year of our interlocked divisions with Kanata.
- This year the interlock consisted of Novice through Bantam division.
- The feedback we've received from coaches, players and parents is still positive and we will continue to interlock with Kanata next season
- We're happy about this success and that we've been able to provide this element to our teams

Championship Teams

I would like to congratulate all the championship teams. Thanks to all teams for such exciting hockey during the round robin, finials

INITIATION – JIM HIEL-NIL

REFEREE IN CHIEF – CAISE CHANDLER - NIL

VOLUNTEERS – KARLA CLARKE-NIL

RISK AND SAFETY- JANE SHEPHERD-NIL

SWEATERS – JOHANNE DIOTTE-NIL

SUSPENSTIONS – HOUSE LEAGUE – KIM JOHNSON-NIL

GENERAL BUSINESS - NIL

Elections –

The following directors are running for election or re-election.
Amy Smith, Nikki Lothian, Valerie Paul, Gail Wistaff, Caise Chandler, Karla Clarke, Marilyn Hargreaves, Patricia Steele, Johanne Diotte, and Arlene Thiessen

FREE REGISTRATIONS – Greg Bright, Brian O'Rourke

ADJOURNMENT

Terry Martin moved and Craig Shouldice seconded the motion to adjourn the meeting
carried

