



**Quad County Whitecaps  
Female Hockey Association  
Memorandum of Association  
and By-Laws**

FEBRUARY 24, 2022



## MEMORANDUM OF ASSOCIATION

The Quad County Whitecaps Female Hockey Association is a voluntary Association of "members" and "individuals", as defined in By-Law 4, designed to promote and foster amateur hockey throughout the Female Quad County Zone as defined by Hockey Nova Scotia on a volunteer and non-profit basis. Hockey Nova Scotia is the self-governing body of all amateur hockey in Nova Scotia.

The Quad County Whitecaps Female Hockey Association consists of amateur hockey players, registered team officials, Members and Individuals elected and/or appointed in accordance with the Association's By-Laws.

The Quad County Whitecaps Female Hockey Association members share the same goals, philosophy and responsibilities of membership, and agree to be governed by a set of By-Laws and policies.

The Quad County Whitecaps Female Hockey Association's objectives are to:

- a) grow the sport of amateur female hockey throughout the Female Quad Zone and support the efforts of other FHA's and zones across the province.
- b) build strong development programs at the U7 to U18 divisions, that are capable of producing best-in-class athletes.
- c) show female players the path forward for a lifelong enjoyment of hockey.
- d) develop partnerships in the community that support the development of strong female programs in the U7 to U18 divisions



## **BY-LAWS**

### **1. BY-LAW ONE – NAME OF ASSOCIATION**

- 1.1. This organization shall be called Quad County Whitecaps Female Hockey Association (hereafter referred to as QCWFHA) and shall be comprised of the Female Quad County Zone as defined by Hockey Nova Scotia.
- 1.2. Clubs/Teams within the QCWFHA shall be named Quad County Whitecaps.

### **2. BY-LAW TWO – STATUS OF THE ASSOCIATION**

- 2.1. Hockey Nova Scotia is the governing body of amateur hockey in Nova Scotia; an amateur hockey player is one who is not participating in organized professional hockey. QCWFHA shall conduct itself to the betterment of female hockey within the Female Quad County Zone.
- 2.2. QCWFHA shall create a Board of Directors, which is responsible for the administration of the Association's By-Laws and Policies. The number of Directors shall be between 10-20. The subscribers to the Memorandum of Association of the society shall be the first directors of the Society.
- 2.3. QCWFHA is a member of Hockey Nova Scotia, the governing body of amateur hockey in Nova Scotia.

### **3. BY-LAW THREE – AMENDMENTS TO THE BY-LAWS**

- 3.1. Amendments can only be made to the By-Laws at the Annual General Meeting or at a Special General Meeting of the QCWFHA. With a quorum in place, a three fourths majority of such members entitled to a vote as are present in person is required to adopt an amendment to the By-law. **(see By-Law 8)**
- 3.2. Notices to amend the By-Laws must be received in writing or by electronic mail by the Association President 45 days before the Annual or Special General Meeting. The Association President shall communicate by posting on the QCWFHA's web site all such proposed amendments thirty (30) days before the Annual or Special General Meeting.

### **4. BY-LAW FOUR – MEMBERSHIP**

- 4.1. Whenever used in the By-Laws, Rules or Policies, the words:
  - 4.1.1. "Member" shall be deemed to include where the context permits, any person, teams, or association registered with QCWFHA or participating in games or activities of any kind



sponsored or organized by QCWFHA.

- 4.1.1.1.** The following are deemed to be “voting members” of QCWFHA:
  - 4.1.1.1.1.** Parents or Guardians of the registered hockey players older than 18 years of age.
  - 4.1.1.1.2.** Individuals as defined within this section
  - 4.1.1.1.3.** Individuals elected in accordance with QCWFHA’s By-laws
  - 4.1.1.1.4.** Individuals appointed in accordance with QCWFHA’s By-laws.
- 4.1.2.** "Individual" shall include where the context permits, any player, coach, manager, official, volunteer affiliated with or associated with in any capacity, any team or association participating in games or activities of any kind sponsored or organized by QCWFHA or any of its members and shall include game officials older than 18 years of age.
- 4.1.3.** "Membership in QCWFHA", as defined herein is purely voluntary, but application or acceptance of membership requires acceptance by QCWFHA.
- 4.1.4.** Membership may be acquired by registration to the Registrar of QCWFHA, expressing compliance with and adherence to the By-Laws of QCWFHA and accompanied by the requisite fee for membership. The Registrar will then forward to the QCWFHA Board for acceptance. Implied acceptance is granted to all, except where required the Board may under guidance of Hockey Nova Scotia Female Council and Hockey Nova Scotia decide to revoke acceptance.
- 4.1.5.** QCWFHA Memorandum of Association and By-Laws shall conform to the By- Laws of Hockey Nova Scotia and shall not at any time make any amendments to their own Memorandum of Association or By-Laws which conflicts with the By-Laws of Hockey Nova Scotia. Hockey Nova Scotia's Board of Directors through its Councils must approve such Memorandum of Association and any amendments to such Memorandum of Association or By- Laws on an annual basis.
- 4.2.** A member may resign from membership in QCWFHA by submitting its resignation in writing to the Registrar of QCWFHA. Upon such resignation becoming effective such member shall forfeit all its rights and privileges.
- 4.3.** All games played under QCWFHA, and the qualifications of all persons competing in such games as members of its Teams, Leagues or Associations shall conform to the By-Laws, Rules, Guidelines, Procedures and Policies of QCWFHA and with the rules and conditions of



competition adopted and prescribed by Hockey Nova Scotia.

- 4.4. Any member shall be subject to forfeiture or suspension in the event of failure to comply with any requirements of QCWFHA or any decree or ruling of the QCWFHA Executive Board of Directors and it is expressly stipulated that any decree of forfeiture or suspension when affirmed by two-thirds vote of the QCWFHA Board of Directors voting, shall be binding until the next Annual or Special General Meeting of QCWFHA.
- 4.5. The Female Quad County Zone consists of members who are involved in female hockey and fall within the boundaries of the Minor Hockey Associations of Antigonish, Canso, Cape Breton West and Strait-Richmond.
- 4.6. Members may also include members from other Hockey Associations or Zones who are permitted by Hockey Nova Scotia and the Executive of the Board of Directors to play on a Quad County Club Team.

## 5. **BY-LAW FIVE – EXPULSION**

- 5.1. Any violation of the By-Laws or policies, or failure to accept and endorse all decisions of QCWFHA or the Board of Directors shall render a member, or individual liable to expulsion by a two-thirds vote of the QCWFHA Executive. **(see By-Law 9)**

## 6. **BY-LAW SIX – THE DIRECTORS, THEIR AUTHORITY AND RESPONSIBILITIES**

6.1. The Executive Directors (also called the Executive) of the QCWFHA shall be the:

- President;
- Vice-President Hockey Operations
- Vice-President Development
- Vice-President Finance
- Vice-President Administration

6.2. The Appointed Directors of the QCWFHA shall be the:

- Risk Management Coordinator
- Registrar
- Finance Coordinator
- Coach Coordinator
- Secretary
- Ice Scheduler
- Division Coordinators (U9, U11, U13, U15, U18)
- Equipment Manager
- IT Coordinator
- Minor Hockey Female Reps
- Referee-in-Chief



- Safety Rep

**6.3.** The Executive Directors and the Appointed Directors shall also be known as the Board of Directors (also called the Directors).

**6.4.** The Executive Director positions shall be elected for a term of two (2) years at QCWFHA Annual General Meeting. If there is more than one candidate for any of the positions, then there shall be a vote. The voting for the Executive Directors shall require separate ballots. Election requires a majority of fifty (50%) plus one (1) of the votes cast. If more than two (2) candidates are seeking election for one (1) of these positions, then the candidate who obtains the fewest votes is declared defeated. Voting continues until the required majority is obtained.

**6.5.** The Vice-President Finance is preferred to be a person from a financial background holding a designation of CPA or similar professional experience.

**6.6.** Any Executive Director vacancy will be temporarily filled by the remaining Executive until the next Annual General Meeting.

#### **6.7. President's Responsibilities**

**6.7.1.** The President shall:

**6.7.1.1.** Be the Chair of the Board of Directors. Preside at all the meetings of QCWFHA. They shall generally perform the duties usual to the Office of President and may at their discretion, order the calling of a Special General Meeting of QCWFHA or its Committee(s).

**6.7.1.2.** Be a voting member of the Board of Directors

**6.7.1.3.** In the case of emergency, may exercise all the duties and powers of any of the Board of Directors, but such action shall be referred within fifteen (15) days to the Board of Directors for approval or rejection.

**6.7.1.4.** Has the power to suspend any member/volunteer under the jurisdiction of QCWFHA to include but not limited to: player, team official, league volunteer/board member, association volunteer/board member, coach or referee for any breach or violation:

**6.7.1.4.1.** of the provisions of the By-Laws and Playing rules,

**6.7.1.4.2.** of any decision or ruling of the Board of Directors.



- 6.7.1.4.3. involving unsportsmanlike conduct on or off the ice.
- 6.7.1.4.4. involving maltreatment of any officials.
- 6.7.1.4.5. involving an alleged infraction of the amateur definition.
- 6.7.1.5. Provided that the President or designate is satisfied that such player, coach, manager, team member or individual has committed such breach or violation. Such suspension will be automatically and continuously effective until dealt with by the Board of Directors who shall deal with such suspension within fifteen (15) days.
- 6.7.1.6. Convene Complaints Committees to investigate and recommend complaint resolutions to the Board of Directors for complaints that arise within QCWFHA.
- 6.7.1.7. Be responsible for the regulatory side of QCWFHA including rules, regulations and policy.
- 6.7.1.8. The President or designate shall have the power to impose such suspension in respect to any incident which may occur at anytime whether having to do with a game of any kind (exhibition, regularly scheduled or otherwise). Such suspension automatically terminates at the expiration of the period of suspension. All QCWFHA teams will recognize such suspensions and the President shall notify those necessary of such suspensions and penalties. Any person so suspended shall have the right to appeal to Hockey Nova Scotia.
- 6.7.1.9. The President is an ex-officio member of all committees and shall have signing authority with any one of the designated signing officers approved by the Board of Directors.
- 6.7.1.10. The President shall be the official representative to Hockey Nova Scotia and shall attend the General and Special Meetings of Hockey Nova Scotia.

## **6.8. Vice-President Hockey Operations – Responsibilities**

- 6.8.1. The Vice-President Hockey Operations shall:
  - 6.8.1.1. Report directly to the President.
  - 6.8.1.2. Report directly to the President and in the absence of the President, shall exercise the powers and duties of the President and shall also perform all duties assigned by the President.



- 6.8.1.3. Be a voting member of the Board of Directors.
- 6.8.1.4. Be responsible for the Hockey Operational side of QCWFHA including ice scheduling and ice contracts.
- 6.8.1.5. Be a liaison between QCWFHA and the Leagues in which it plays.
- 6.8.1.6. In cooperation with the Vice-President Development organize and oversee the tryout /evaluation process.
- 6.8.1.7. Be the Board of Director's liaison and be responsible for the monitoring of Divisional Coordinators and the levels they coordinate.
- 6.8.1.8. Be a member of the Development Committee.
- 6.8.1.9. Serve on committees as required.
- 6.8.1.10. Administer the applicable policies of the Association.
- 6.8.1.11. Other duties as assigned by the President.

#### **6.9. Vice-President Development – Responsibilities**

- 6.9.1. The Vice-President Development is responsible for the management of the Association's development program and is the principal contact person within the Association for all player, coach or official skill development activities. More specifically, the Vice-President Development's duties include but are not limited to:
  - 6.9.1.1. Defining and managing the Coach interview process working with the Coaching Coordinator.
  - 6.9.1.2. Perform activities during the QCWFHA tryout / evaluation process and development programs.
  - 6.9.1.3. Confirming the appointment of all Head Coach, Assistant Coach, Trainers and Managers.
  - 6.9.1.4. Liaise with Hockey Nova Scotia Development personnel on coach & player development activities and programs.
  - 6.9.1.5. Outline the budgetary requirements for the overall development program and provide the leadership within the Association to achieve the program objectives.





- 6.9.1.6. Manage team staff disciplinary activities.
- 6.9.1.7. Work with Risk Management Coordinator to ensure bench staff meet all Hockey Nova Scotia Requirements
- 6.9.1.8. Administer the applicable policies of the Association.
- 6.9.1.9. Perform other duties as assigned by the President.

**6.10. Vice-President Finance – Responsibilities**

**6.10.1.** The Vice-President Finance shall report directly to the President, and be the Chair of the Finance Committee, and in addition to the duties of the Finance Committee shall:

- 6.10.1.1. Be a voting member of the Board of Directors.
- 6.10.1.2. Be responsible for all aspects related to finance including business planning.
- 6.10.1.3. Be responsible for budget development and maintenance and all aspects of financial support to ensure the effective operation of QCWFHA.
- 6.10.1.4. Keep proper books of accounts.
- 6.10.1.5. Present to the Annual General Meeting (AGM) and/or the Special General Meeting (SGM) of QCWFHA an Annual Report showing:
  - 6.10.1.5.1. The results of the yearly operation of QCWFHA, including an annual budget.
  - 6.10.1.5.2. Such other financial reports and matters as may appear to be of interest to QCWFHA or that the Board of Directors of QCWFHA may prescribe, including an annual budget.
- 6.10.1.6. Receive, in the name of QCWFHA, all monies which shall be deposited in one or more chartered banks of QCWFHA, and payout of the funds of QCWFHA any costs, charges and expenses involved in the Administration and operation of QCWFHA in accordance with the policies and guidelines as laid down from time to time by the Finance Committee.
- 6.10.1.7. Invest money in the name of QCWFHA in accordance with Policies and Guidelines as approved by the Finance Committee.
- 6.10.1.8. The Vice President Finance shall annually present to the members a written report on the financial position of the society. The result shall be in the form of



a Notice to the Read and shall include:

- a) a balance sheet showing its assets, liabilities and equity, and
- b) a statement of its income and expenditures in the preceding fiscal year.
- c) a copy of the Financial Report shall be signed by the Auditor or two Executive Directors.
- d) A signed copy of the financial report shall be filed with the Registrar within fourteen (14) days after each Annual General Meeting
- e) An auditor o of the Society may be appointed by the members at the Annual General Meeting and, if the members fail to appoint an Auditor, the Executive Directors may do so.

**6.10.1.9.** Serve on committees as required by the Board of Directors or the President.

**6.10.1.10.** Coordinate payment of all invoices and accounts in a prompt and orderly manner.

**6.10.1.11.** Work closely with the Registrar to ensure all fees are paid and accounted for.

**6.10.1.12.** Work closely with the Finance Coordinator on the collection of delinquent accounts and will take appropriate action to correct the situation of returned cheques. An approved fee will be charged to the individual member for all returned cheques.

**6.10.1.13.** Administer the applicable policies of the Association.\Other duties as assigned by the President.

## **6.11. Vice-President Administration – Responsibilities**

**6.11.1.** The duties of the Vice-President Administration include but are not limited to:

**6.11.1.1.** Responsible for taking and preparing the minutes of all Board of Directors meetings.

**6.11.1.2.** Be a voting member of the Board of Directors.

**6.11.1.3.** Working closely with the Secretary to ensure copies of the minutes of all meetings are as expeditiously as possible are share with the members of the Board of Directors and such other persons as authorized by the Executive. The minutes, will be reviewed at the next Board of Directors meeting and when



approved shall be noted in the minutes of that meeting.

- 6.11.1.4. Maintaining an archive of the minutes of all the meeting.
- 6.11.1.5. Working closely with the Registrar, organize, supervise and control all registration procedures and will supply the Board of Directors with master registration lists as soon as reasonably possible;
- 6.11.1.6. Administer the applicable policies of the Association.
- 6.11.1.7. Review, maintain and administer all procedures and policies of the Association.
- 6.11.1.8. May be called upon by the President to draft correspondence on behalf of the Association.
- 6.11.1.9. Perform other duties as assigned by the President.

#### **6.12. Risk Management Coordinator – Responsibilities**

6.12.1. The duties of the Risk Management Coordinator include but are not limited to:

- 6.12.1.1. Administer and track coaching certification requirements, communicate certification opportunities, and advise Division Coordinators of those coaches and team staff who are not in compliance with certification requirements as determined by Hockey Nova Scotia.
- 6.12.1.2. Ensure the Association is properly insured.
- 6.12.1.3. Provide advice to the Board of Directors on actions required to mitigate the Associations' risk.
- 6.12.1.4. Recommend appropriate training courses for coaches where appropriate.
- 6.12.1.5. Recommend first aid training and special courses where appropriate.
- 6.12.1.6. Administer the applicable policies of the Association.

#### **6.13. Registrar – Responsibilities**

6.13.1. The duties of the Registrar include but are not limited to:

- 6.13.1.1. Report to the Vice-President Administration and shall assist in the organization, supervision and control of all registration procedures.



- 6.13.1.2. Supply each of the Division Coordinators and designated members of the Board of Directors with master registration lists as soon as reasonably possible.
- 6.13.1.3. Maintain a record and work closely with the Vice-President Finance to ensure all funds are collected and accounted for.
- 6.13.1.4. In conjunction with the Vice-President Finance, establish a pro-rata refund of Association fees based upon individual circumstances for cases partial membership when the member cannot participate for a full season and wishes to withdraw as per Association policy.
- 6.13.1.5. Administer the applicable policies of the Association.

**6.14. Finance Coordinator – Responsibilities**

6.14.1. The duties of the Financial Assistance Coordinator include but are not limited to:

- 6.14.1.1. Report to the Vice-President Finance and shall assist in the organization, supervision and control of all Association and team fundraising policies and procedures.
- 6.14.1.2. Be a member of the Finance Committee.
- 6.14.1.3. Review, advise and provide approval for all QCWFHA team fundraising activities.
- 6.14.1.4. Maintain a record and work closely with the Vice-President Finance to ensure all team budgets are submitted in accordance with the Team Finances & Fundraising Policy.
- 6.14.1.5. In conjunction with the Vice-President Finance, develop and maintain a team finance worksheet which is to be used by and submitted by all teams.
- 6.14.1.6. Assist Vice-President Finance with posting of account payments, invoice payments, account and bank reconciliations.
- 6.14.1.7. Audit all team expenditures and approve proposed, interim and final Team Budgets.
- 6.14.1.8. Administer the applicable policies of the Association.

**6.15. Coach Coordinator – Responsibilities**

6.15.1. The duties of the Coach Coordinator include but are not limited to:



- 6.15.1.1. Report to the Vice-President Development and shall work closely with all Division Coordinators, Risk Management Coordinator and other Board of Directors members.
- 6.15.1.2. Working with the Vice-President Development Accepts applications for Coach positions, implements and coordinates the coach interview process.
- 6.15.1.3. Is a member of the Coach Selection Committee.
- 6.15.1.4. Working with the Vice-President Development is responsible for the implementation and updating of the Coach Selection Policy. This includes keeping a current copy.
- 6.15.1.5. May propose changes to the Coach Selection Policy but must receive approval from the Executive.
- 6.15.1.6. Keeps the coaches of all teams informed of all matters relevant to the coaching of their teams.
- 6.15.1.7. Informs all coaches of development opportunities.
- 6.15.1.8. Implements, maintains and makes available Coaching Resources on the QCWFHA website.
- 6.15.1.9. Liaises with the Vice-President Hockey Operations with respect to League matters.
- 6.15.1.10. Implements and organizes coach evaluations at the end of the hockey season. Is custodian of coach evaluations and shall provide a report to the Board of Directors at the end of the hockey season.
- 6.15.1.11. Administer the applicable policies of the Association.

**6.16. Secretary – Responsibilities**

6.16.1. The duties of the Secretary include but are not limited to:

- 6.16.1.1. Report to the Vice-President Administration and shall work closely with the Board of Directors.
- 6.16.1.2. Ensuring the Association membership is aware of activities, opportunities, successes and relevant issues by effectively using the association website and other appropriate public media.



- 6.16.1.3. Keep an accurate record of the proceedings of all meetings of the Association, Board of Directors and the Executive.
- 6.16.1.4. Accepts applications for Executive positions and notifies candidates of their election.
- 6.16.1.5. Notifies the Directors of all meetings and prepares the agenda.
- 6.16.1.6. Is custodian of the books and records, and the minutes of all the meetings of the Association.
- 6.16.1.7. May be called upon by the President to draft correspondence on behalf of the Association.
- 6.16.1.8. Publish any regular or occasional QCWFHA Newsletters.
- 6.16.1.9. Review (and edit as necessary) and submit correspondence to IT Coordinator for publishing on website, email, and via social media.
- 6.16.1.10. Book rooms for meetings.
- 6.16.1.11. Administer the applicable policies of the Association.

**6.17. Ice Scheduler – Responsibilities**

**6.17.1.** The duties of the Ice Scheduler include but are not limited to:

- 6.17.1.1. Secure the rental of ice facilities for the Association. In performing this duty, the Ice Coordinator will follow the principles and policies established by QCWFHA.
- 6.17.1.2. Work with the Vice-President Hockey Operations and the Vice-President Hockey Finance in the preparation of the recommended budget. Special attention must be paid to potential inflation of ice rental costs for the upcoming season.
- 6.17.1.3. Communicate with all teams when surplus ice is available for purchase.
- 6.17.1.4. Develop and maintain a robust and accurate Ice-use Log for all ice sessions used by QCWFHA teams.
- 6.17.1.5. Administer the applicable policies of the Association.



**6.18. Division Coordinator (U9, U11, U13, U15 and U18) – Responsibilities**

**6.18.1.** There shall be Division Coordinators selected by the Executive from interested members whose names shall be submitted through an open recruitment process.

**6.18.2.** The duties of the Division Coordinator include but are not limited to:

**6.18.2.1.** Support communications between the Executive, Coaching/Bench staff and parents.

**6.18.2.2.** Report to the Vice-President Hockey Operations and shall assist in the evaluation or placement processes at the appropriate level.

**6.18.2.3.** Division Coordinators shall be selected for the following divisions:

- U9
- U11
- U13
- U15
- U18

**6.18.2.4.** Administer the applicable policies of the Association.

**6.19. Equipment Manager – Responsibilities**

**6.19.1.** The duties of the Equipment Manager include but are not limited to:

**6.19.1.1.** Maintain an up to date inventory of all jerseys and equipment.

**6.19.1.2.** Issue and obtain receipt for all jerseys and equipment at the start of the season and ensure all jerseys and equipment are returned and accounted for in the spring.

**6.19.1.3.** Arrange for the repair of jerseys and equipment where necessary.

**6.19.1.4.** Recommend purchase of jerseys and equipment to the Executive where applicable.

**6.19.1.5.** Assist the Vice-President Finance in the preparation of the budget with respect to the jerseys and equipment replacement requirements.

**6.19.1.6.** Under the direction of the Board of Directors, provide recognition to corporate team sponsors by ensuring that advertising crests are attached to the team



jerseys appropriately.

**6.19.1.7.** Develop an Apparel Policy and identify exclusive suppliers for the Association.

**6.19.1.8.** Administer the applicable policies of the Association.

**6.20. IT Coordinator – Responsibilities**

**6.20.1.** The duties of the IT Coordinator include but are not limited to:

**6.20.1.1.** Report to the Vice-President Administration and shall work closely with the Board of Directors.

**6.20.1.2.** Ensuring the Association membership is aware of activities, opportunities, successes and relevant issues by effectively using the association website and other appropriate public media.

**6.20.1.3.** Maintain and remain active on all QCWFHA social media platforms.

**6.20.1.4.** May be called upon by the Board of Directors or Executive to share or post communication on Social Media.

**6.20.1.5.** Share or Post on Social Media communications from Hockey Nova Scotia and/or Hockey Canada.

**6.21. Minor Hockey Female Reps – Responsibilities**

**6.21.1.** The duties of the Minor Hockey Female Reps include but are not limited to:

**6.21.1.1.** Report to the President of the Association

**6.21.1.2.** Liaison between the MHAs in the Quad County Zone and QCWFHA.

**6.21.1.3.** The MHAs are Antigonish, Canso, Cape Breton West and Strait-Richmond. There will be one rep position for each MHA.

**6.21.1.4.** Attend the meetings of the MHA they are assigned and provide updates on female hockey. Note questions, comments and bring them back to QCWFHA to be addressed.

**6.21.1.5.** Provide updates to QCWFHA on MHAs





## **6.22. Referee-in-Chief – Responsibilities**

**6.22.1.** The duties of the Referee-in-Chief include but are not limited to:

- 6.22.1.1.** Report to the Vice-President Hockey Operations of the Association.
- 6.22.1.2.** Recruit and train qualified officials for use by the Association.
- 6.22.1.3.** Coordinate the scheduling of Officials and Timekeepers within the Association.
- 6.22.1.4.** Recommend an Officials' fee schedule to the Executive for inclusion in the annual budget which will take effect at the beginning of the next hockey season. All Officials' fees for regular season and playoff league play will be paid directly by the Association. Individual teams will pay the Official's fees directly for all exhibition games.
- 6.22.1.5.** Maintain a work log on all Association Officials which may be requested from time to time by the Executive.
- 6.22.1.6.** Provide to the Executive written evaluations for all Association Officials at least once yearly, normally at the conclusion of the hockey season.
- 6.22.1.7.** Administer the applicable policies of the Association.
- 6.22.1.8.** The Referee-In-Chief cannot be a Head Coach, Assistant Coach, Manager or Trainer in the Association.

## **6.23. Safety Rep – Responsibilities**

**6.23.1.** The duties of the Safety Rep include but are not limited to:

- 6.23.1.1.** Report to the Vice-President Hockey Operations of the Association.
- 6.23.1.2.** Responsible for ensuring that all updated and relevant information is passed on to the QCWFHA.
- 6.23.1.3.** Educate the QCWFHA on any Nova Scotia proof of vaccination policies, masking or related protocols.
- 6.23.1.4.** Work collaboratively with facilities to ensure that the QCWFHA has an understanding about each facility's unique protocols and guidelines.



6.23.1.5. Administer the applicable policies of the Association.

## 7. **BY-LAW SEVEN – THE BOARD OF DIRECTORS, THEIR AUTHORITY AND RESPONSIBILITIES**

7.1. The Board of Directors shall consist of the Executive Directors (**see By-Law 6**) as well as Appointed Directors.

7.1.1. The Board of Directors shall be determined as follows: (**as further described in By-Law 6 and By-Law 7**).

- 7.1.1.1. The President shall be elected for a term of two (2) years at QCWFHA's Annual General Meeting.
- 7.1.1.2. The Vice-President Hockey Operations shall be elected for a two (2) year term at QCWFHA's Annual General Meeting.
- 7.1.1.3. The Vice-President Development shall be elected for a two (2) year term at QCWFHA's Annual General Meeting.
- 7.1.1.4. The Vice-President Finance shall be elected for a two (2) year term at QCWFHA's Annual General Meeting.
- 7.1.1.5. The Vice-President Administration shall be elected for a two (2) year term at QCWFHA's Annual General Meeting.
- 7.1.1.6. The Risk Manager, Registrar, Finance Coordinator, Coach Coordinator, Secretary, Ice Scheduler, Equipment Manager, Development Coordinator, Risk Management Coordinator, IT Coordinator, Minor Hockey Female Reps and Referee-in-Chief shall be appointed for a two (2) year term by the elected members of QCWFHA's Board of Directors.
- 7.1.1.7. The Division Coordinators (U9, U11, U13, U15 and U18) shall be elected for a one (1) year term by the Executive through a majority vote.
- 7.1.1.8. For clarity, the elected members of the Board of Directors of QCWFHA are the President, the Vice-President Hockey Operations, Vice-President Development, Vice-President Finance and Vice-President Administration. These elected members are the voting members of the Board of Directors. Those members appointed to the Board in By-Law 7.1.1.6 can make motions to the Board of Directors, are active participants in the debate of voting items, but do not have a vote at the Board of Directors.



**7.1.2.** Any persons who have been duly elected or appointed to a new position with QCWFHA at the QCWFHA AGM will start their new position on the first Monday following the QCWFHA AGM.

**7.2.** The management of the operation of QCWFHA shall be vested in the Board of Directors who, in addition to the powers and authorities provided by these By-Laws or otherwise expressly conferred upon them, may exercise all such powers and do all such acts and things as may be exercised or done by QCWFHA and are not hereby or by statute expressly directed or required to be exercised or done by QCWFHA in general meeting, but subject nevertheless to the provisions of the statutes in that behalf and of these By-Laws as amended from time to time by QCWFHA in general meeting; provided that no by-law so made shall invalidate any prior act of the Executive that would have been valid if such by-law had not been made. Without restricting the generality of the terms of the last preceding By-law and without prejudice to the powers conferred thereby, and the other powers conferred by these By-laws, the Executive Directors shall have power:

**7.2.1.** to take such steps as they see fit to carry out any agreement or contract made by or on behalf of QCWFHA;

**7.2.2.** to purchase or otherwise acquire for QCWFHA any property, rights or privileges that QCWFHA is authorized to acquire, and at such price and generally on such terms and conditions as they see fit;

**7.2.3.** that QCWFHA can only issue debentures or mortgages borrowed by it, with the sanction of a special resolution;

**7.2.4.** to make and give receipts, releases and other discharge for money payable to QCWFHA and proclaims and demands of QCWFHA;

**7.2.5.** from time to time the members may repeal, amend or add to these by-laws by a special resolution; no by-law or amendment to by-laws shall take effect until the Registrar of Joint Stock Companies approves it;

**7.2.6.** to enter into all such negotiations and contracts, rescind and vary all such contracts, and execute and do all such acts, deeds and things in the name and on behalf of QCWFHA as they may consider expedient for or in relation to any of the matters aforesaid or otherwise for the purposes of QCWFHA;

**7.2.7.** to adjudicate all disputes between QCWFHA teams, QCWFHA members or any other members or individuals which arise which are not possible to be resolved through normal process.

**7.2.8.** to impose and enforce appropriate penalties for any violation or breach of the By-Laws, Policies or Playing Rules of Hockey Nova Scotia or for any violation or breach of any



decision or ruling of the Board of Directors.

- 7.2.9.** to authorize use of QCWFHA name, logos, images, and brand by partners, Hockey Nova Scotia and clubs within the QCWFHA.

Signing authority for financial matters or as an Officer of QCWFHA is limited to the President, Vice-President Hockey Operations, Vice-President Administration and the Vice-President Finance. This includes wiring cheques.

Each Executive director shall have one (1) vote. The President shall only vote in the event of a tie.

During the hockey season, any vacancy in the Board of Directors shall be filled by an appointment by the Executive. All vacancy appointments shall be approved by the remaining Executive via majority vote and be in place until the next annual meeting.

By a majority vote, the Executive, at any meeting of the Board, any member of the Board of Directors who, by being remiss or neglectful to duty, or who by conduct intending to impair his/her use in QCWFHA shall be deemed to have forfeited his/her position.

Any member of the Board of Directors may be removed from office by Ordinary Resolution passed by the members voting at a Special Meeting called for that specific purpose.

## **8. BY-LAW EIGHT – MEETINGS OF QCWFHA COUNCILS AND COMMITTEES**

- 8.1.** The Annual General Meeting of QCWFHA shall be held in the province of Nova Scotia no later than the last Saturday in June of each year with a minimum of 30 days' notice by way of electronic mail and by posting on the QCWFHA website. The date, place and time of such meeting shall be at the discretion of the Board of Directors of QCWFHA.
- 8.2.** Final notice of the Annual General Meeting of QCWFHA shall be sent by the Vice-President Administration at least 7 days prior to the date of such meeting by way of electronic mail or the QCWFHA web site and include a copy of the proposed agenda.
- 8.3.** There may be a Semi-Annual Meeting of QCWFHA held no later than the last Saturday of February of each year with a minimum of 30 days' notice by way of electronic mail or by posting on the QCWFHA website. The date, place and time of such meeting shall be at the discretion of the Board of Directors of QCWFHA.
- 8.4.** Special or General Meetings may be called by the President upon not less than 7 days' notice to those as outlined in By-Law 9 by way of electronic mail or the QCWFHA web site. A special or general meeting shall be called by the President if requested to do so in writing by 25% of the voting delegates.
- 8.5.** Special Meetings may be called by:



- 8.5.1. the Board with written submission to the President with 2/3 of the board of Directors;
  - 8.5.2. members who collectively hold at least 25% of the total current membership of the Association. Any request shall be made in a written submission to the President of the Board, and must set out the purpose for which such a meeting is being requested.
  - 8.5.3. Any Special Meeting requested under By-Law 10.5 shall be called by the president within twenty-one (21) Days of its receipt of the request;
  - 8.5.4. The President shall prepare the agenda for the Special Meeting, and shall limit that agenda to the items specified in the special meeting request;
  - 8.5.5. The agenda of the Special Meeting may not be altered;
- 8.6. At all Annual, Semi-Annual or Special Meetings of QCWFHA a quorum shall consist of at least 10 eligible-voting members with no proxy votes;
  - 8.7. At all Regular Meetings held by the Board of Directors, a quorum shall consist of at least 4 eligible-voting Executives;
  - 8.8. The business of the Annual General Meeting/Semi-Annual Meeting of QCWFHA shall be to receive and consider the financial statements/budgets of QCWFHA, the reports of the Directors, to elect and appoint Executive Directors in accordance with the process as contained in these By-Laws and to transact any other business which under these By-Laws ought to be transacted at an ordinary general meeting

## **9. BY-LAW NINE – VOTING**

- 9.1. At the Annual General Meeting, Semi-Annual Meeting and Special or General Meetings of QCWFHA, the following shall be entitled to one (1) vote each.
  - 9.1.1. A member as defined by By-Law 4 of this document.
- 9.2. At regular meetings which shall include only the Board of Directors, only the Executive Directors shall have a vote as outlined in By-Law 7.
- 9.3. At all meetings of QCWFHA or of its Committees, voting shall be by a show of hands, unless otherwise decided.
- 9.4. Proxy votes for voting members of the Board of Directors will be accepted at any meeting other than the AGM, Semi-Annual General Meeting and special meeting called by the Board or Members at which voters must be present.



#### **10. BY-LAW TEN– CONFLICT OF INTEREST**

- 10.1.** No Board Member of QCWFHA shall have any connection with or hold any position whatsoever with any club/team or league under the jurisdiction of Hockey Nova Scotia or Hockey Canada without permission from the Board of Directors via a vote.
- 10.2.** A potential conflict of interest is deemed to exist when a Board Member of QCWFHA is involved:
- 10.2.1.** As a member of an amateur hockey association, team or league;
  - 10.2.2.** Receives remuneration of any amount for any position of an amateur hockey association, team or league;
  - 10.2.3.** In holding any position on an amateur hockey association, team or league.
- 10.3.** When a potential conflict is deemed to have arisen, the member involved:
- 10.3.1.** Shall immediately notify the QCWFHA Board of Directors;
  - 10.3.2.** Shall not participate in discussions and shall withdraw/absent themselves from the meeting when any item is being discussed by the Board Member or any of its committees which the presiding chair considers a conflict;
  - 10.3.3.** Shall not solicit information on any such item; and
  - 10.3.4.** Shall not be provided any information on any such item by any committee member or employee.
  - 10.3.5.** Abide by the decision of the Board of Directors.

#### **11. BY-LAW ELEVEN – POLICIES**

- 11.1.** The Executive of the Association may from time to time develop supplementary policies and procedures to aid in the operation and administration of the Association. These supplementary policies and procedures will be placed on the association website.

#### **12. BY-LAW TWELVE – FINANCE OTHER**

- 12.1.** The members may inspect the Annual Financial Statements and Minutes of the membership and Director's Meetings at the registered office of the QCWFHA with two week's notice. All other books and records of QCWFHA may be inspected by any



member at any reasonable time within two days prior to the Annual General Meeting at the registered office of QCWFHA.

- 12.2.** The Executive Directors shall serve without remuneration and shall not receive any profit from their positions; while the directors may receive compensation at the discretion of the Executive Directors. However, reasonable expenses incurred in the performance of his/her duties relating to the Board of Directors may be reimbursed
- 12.3.** The QCWFHA shall not make loans, guarantee loans or advance funds to any Director and no funds of QCWFHA shall be paid to or be available for the personal benefit of any member.