

Cumberland County Minor Hockey Association – Policy Manual

CATEGORY: Administration	LAST REVIEW: 2025
POLICY NUMBER: 1.2	DATE APPROVED: May 29, 2025
TITLE: Board of Directors Operating Procedures	
PURPOSE: To ensure that policies and guidelines are applied in a consistent, transparent and fair manner.	
RELATED GUIDELINES:	

1. INTRODUCTION

The Association has established a number of committees which are intended to facilitate the effective and efficient delivery of its programs. The mandate of the Board of Directors (the Board) and its Standing Committees are allowed for in the Association Bylaws.

These operating procedures are intended to:

- Elaborate on the direction provided by the Association Bylaw;
- Establish the procedures which will guide the conduct of meetings; and
- Inform parties who wish to interact with the Board.

2. MANDATE

The Board is responsible for leading and overseeing the management of the affairs of the Association by:

- Establishing and reinforcing the Association vision, mission, and objectives;
- Providing strategic and policy direction;
- Ensuring the financial health of the Association;
- Ensuring that the Association has adequate human resources;
- Overseeing Association programs and operations; and
- Ensuring effective relations with the membership and the community.

2.1 Operating Principles

The Board shall fulfill its mandate through the following operating principles:

- ***Listening to our Members***

The Association exists to serve the collective needs and wishes of its members. Input will be sought from all members when developing Association policies. The Board will strive to meet the optimum needs of its members; recognizing that that it is not possible to meet the individual needs of all members.

- ***Working with our Partners***

Effective partnerships - with sponsors, Town administrators, arena staff, the Referees Association and other user groups - are fundamental to the effective delivery of our programs. We will respect our partners by striving to understand their perspectives and needs, sharing information with them, meeting our commitments to them and sharing our successes with them.

- ***Meeting our Commitments***

Our effectiveness, as an organization, is established through the day-to-day decisions and activities of our executive, our administrative personnel and other volunteers. We must recognize the responsibilities which we assume and honor our commitments to our colleagues, our

members and our partners.

- ***Communicating our Decisions***

Communication is fundamental to meeting our commitments to our members and our partners. We will ensure that our operating policies, meeting results and day-to-day decisions are communicated in a timely and effective manner.

- ***Empowering our People***

The Association is built on a foundation of enthusiastic and committed volunteers. Delegation is the key to organizational effectiveness. The Association will empower its volunteers by clearly defining their roles, delegating authority in accordance with these roles and acknowledging their contribution.

- ***Working Together***

The Association is comprised of a small group of dedicated persons committed to the welfare of the children and youth who play hockey. We must focus our collective efforts on the success of the entire organization. Players first!

- ***Respect***

We will work together in a manner which reflects the values we seek to instill in our children and youth.

3. MEMBERS

3.1 Composition of the Board

The Board consists of thirteen (13) members including a President, Vice President, Treasurer, Secretary and nine (9) additional Directors.

3.2 Term of Office

Each Board member is elected for a term of two years and may be reelected for additional terms.

Directors shall retire from office at the end of each annual general meeting at which their successors are elected. Retiring directors shall be eligible for re-election. Directors shall be elected to two-year terms with one-half of the directors elected each year positions in addition to any position that has been vacated during the year.

Officer positions are for a two-year term.

Except in exceptional circumstances, no one can be elected as President more than two (2) consecutive terms.

3.3 Attendance at Meetings

Members are expected to attend all committee meetings unless they have good cause not to do so.

Members are expected to provide reasonable advanced notice to the President of their intent to be absent from a meeting.

At the Discretion of the Executive, if a Board Member's attendance falls below 2/3 (66 percent) of regularly scheduled meetings, that Board Member may be asked to resign.

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Extenuating circumstances will be considered for absence from Board Meetings but written reports must be submitted for the same meeting.

3.4 Orientation of New Members

The President is responsible for orienting new members on their responsibilities as a member of the Board and provide new members with a copy of the Association Bylaws.

3.5 Removal from Office

A member may be removed from office at any time for cause. ("For cause" means for reasons which law and public policy recognize as sufficient for removal.)

At the Discretion of the Executive, if a Board Member's attendance falls below 2/3 (66 percent) of regularly scheduled meetings, that Board Member may be asked to resign.

3.6 Vacancies and Replacement Members

A vacancy in the membership does not impair the right of the remainder to act. When there is a vacant position on the Committee, a replacement member may be appointed by the Board. The appointed member must stand for election at the next Annual General Meeting if she wishes to continue with the Committee.

3.7 Remuneration

Members of the Board are volunteers. As such, they are not compensated for their work with the Association.

3.8 Liability of Members

In discharging its duties and exercising its powers in good faith, the Board is not liable for any loss or damages that may occur.

4. MEETINGS

4.1 Call of Meetings

Meetings shall occur at the call of the President or at the request of a majority of the Directors.

4.2 Number of Meetings

Meetings shall be held at least 10 times per year (normally once per month from September to April of each year) and additional meetings may be held as determined from time to time. The Board shall hold a sufficient number of meetings to ensure that it addresses its mandate in an efficient and effective manner.

4.3 Notice

Before each meeting, the President shall provide each Director with sufficient notice of the meeting together with the agenda of the business to be transacted at the meeting.

4.4 Establishing the Agenda

The meeting agenda is set by the Chair after reviewing briefing materials submitted in support of these items. Each item is reviewed to determine whether it requires further preparation, consultation or analysis before it can be addressed by the Board.

4.5 Written Submissions

Briefing materials and other documents submitted in support of an agenda item must be provided to the President at least three days prior to the meeting and circulated to the committee.

4.6 Request to Make Presentations

Any person or organization wishing to make a presentation to the Board must seek approval from the President to be placed on the agenda. The request should also indicate the nature of the presentation and an estimate of the time required.

All special presentations shall be heard at the beginning of any Board meeting.

4.7 Quorum

At least 50% of the Directors shall be quorum for a meeting of the Board.

4.8 Chair

If the President is absent from the meeting, the Vice President shall preside over the meeting.

4.9 Rules of Order

All meetings of the Association shall be conducted according to Robert's Rules of Order except when superseded by the Association Bylaw, in which case the Bylaw shall take precedence.

4.10 Motions

Motions are required for all proposed Board decisions. Each motion must be seconded and voted on before it becomes a formal decision of the Board. All decisions must be duly recorded in the minutes of the meeting.

4.11 Financial Commitments

All financial commitments must be made in a manner consistent with Association policies and procedures.

4.12 Voting

Voting shall be as follows:

- All Directors shall have a vote. The President shall **vote only to break a tie vote.**
- Except where there exists a conflict of interest, no Director shall abstain from voting.
- **Questions shall be decided by a majority vote. In the event of a tie vote, the president will vote, it will not be lost.**
- Voting shall be done by a show of hands unless a majority of the Directors approve a secret ballot.

4.13 Minutes of Meetings

The Secretary to the Board will ensure that:

- All members receive a complete package of briefing material for the meeting;
- Resolutions, when required, are drafted for the review and approval of the Board;
- The proceedings of the meeting are properly recorded;
- Action items from the meeting are circulated to the Board members within three (3) days of the meeting; and
- The proceedings of the meeting are circulated to the Board members in advance of the following meeting.

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The minutes of all meetings shall, at a minimum, include:

- the date, time and location of the meeting;
- the names of members and observers present;
- the list of agenda items which were discussed;
- a succinct description of each item and a record of the relevant decision
- the record of decision shall include the name of the persons who moved and seconded the motion.
- Minutes of all Association meetings shall be held with the Secretary and may be examined by Association members upon request.

4.14 Other Records

All other records of Association business including the proceedings of meetings, letter of agreements and other correspondence shall be held with the Secretary and saved on the Associations document server.

4.15 Notice of Decisions

Except in the case of confidential matters, all decisions made by the Board during its meetings will be released to the members once the minutes have been approved. The minutes shall be placed on the Association website with five days after their approval.

4.16 Notification of Meetings

A notice of each meeting shall be placed on the Association website.

4.17 Meeting in Camera

All or part of a meeting may be conducted in-camera when the Board considers that confidential or sensitive (intimate, financial, or personal) matters may be disclosed which might affect the interests of the Association or the person(s) affected. Motions are required to begin and end an in-camera session.

4.18 Teleconferences/Videoconferences

Board members may participate by teleconference or videoconference if the appropriate facilities are available.

5. EXECUTIVE COMMITTEE

5.1 Accountability

The Executive Committee is accountable to the Board of Directors of CCMHA.

5.2 Composition

The Executive Committee will be comprised of the Officers and other members of the board, at the board's discretion. This includes the:

- President
- Vice President
- Treasurer
- Secretary

5.3 Purpose

The purpose of the Executive Committee is to help ensure the effective governance of CCMHA by

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providing effective and timely guidance to both the Board on emerging, time-sensitive, significant issues arising between meetings of the Board of Directors.

While the Committee has authority to act on behalf of the Board, its powers shall be used only as necessary and appropriate on routine or urgent matters that cannot and should not be delayed until the Board's next regular meeting or until a special meeting of the Board can be called. Any such action shall be reported back to the full Board.

The powers of the Executive Committee are subject to requirements in the CCMHA Bylaws.

5.4 Meetings

The Committee will meet as needed between meetings of the full Board.

The Chair (or designate) will provide a written report to the full Board on the work of the Committee within two weeks of each Committee meeting.

In addition, the Chair (or designate) will provide an oral report of the work of the Committee at each regular meeting of the Board.

Quorum requires two thirds of voting members of the Committee.

6. OTHER COMMITTEES

6.1 Standing Committees

The Board shall establish Standing Committees, as required, to assist the Directors in the delivery of their responsibilities. The Standing Committees shall be subject to these operating procedures.

6.2 Ad hoc Committees

The Board may establish ad-hoc committees, from time to time, to address specific tasks.

Ad hoc committees shall be subject to these operating procedures.

7. DIRECTOR RESPONSIBILITIES

A Director shall be assigned to chair each standing or ad hoc committee. A second Director shall be assigned to assist the chair in addition to any other persons who may be appointed.

7.1 Director Development

Each Director will be expected to assume responsibility for a different standing committee during each year as a member of the Board. These rotating responsibilities are intended to increase their knowledge of the organization and enhance their personal development.

7.2 Vacancy

When a vacancy occurs on any committee, the Board may appoint a qualified individual to fill the vacancy for the remainder of the committee's term or the term of the position.

7.3 Removal

The Board may remove any member of any committee for just cause.

8. CONFLICT OF INTEREST

As the Association is reliant upon volunteers, parents of players often hold positions of authority within the organization. It is not possible to prescribe a remedy for every situation that could give rise to a real or perceived conflict. However, it is incumbent on all committees and Association officials to conduct their affairs in a manner which will sustain the confidence of the membership.

8.1 Guidelines to Prevent Conflict

Per the Conflict of Interest Policy, all Association personnel shall:

- Maintain a clear focus on the roles and responsibilities of their elected or appointed position;
- Fulfill their assigned duties and responsibilities in a manner which considers the interests of the broadest number of members and the merits of each situation;
- Refrain from taking advantage of, or benefiting from, information obtained in the course of one's official duties that is not generally available to all members;
- Perform their duties and arrange their private affairs in a manner that will bear the closest member scrutiny;
- Refrain from using their position of office to assist private entities or persons where this would result in preferential treatment to any entity or person;
- Refrain from using Association property for anything other than Board approved activities; and
- Refrain from soliciting funds from any person or organization where such fundraising could place the member in a position of obligation incompatible with their Association duties.

8.2 Compliance

All Association personnel shall respect these guidelines by:

- Voluntarily declaring a potential conflict of interest in advance of the consideration of an issue or a decision;
- Withdrawing from activities or decisions that could place the member in a real, potential or apparent conflict of interest;
- Resolving the conflict, if it does arise, in favour of the broadest member interest; or
- Seeking independent advice, from the President or other members of the Board, with respect to the most appropriate course of action.

8.3 Committee Meetings

The review of the agenda, at the beginning of each meeting, shall include an opportunity for members to identify potential conflicts of interest.

9. Code of Conduct

All committee members are subject to and governed by the Association Code of Conduct.

10. General

10.1 Execution of Documents

The President and at least one other Director, appointed by resolution for that purpose, shall sign contracts, instruments and any other documents requiring the signature of the Board. All contracts documents and instruments so signed shall be binding upon the Board without any further authorization.

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10.2 Seal

The seal of the Association may be affixed to any contract, document, or instrument by an officer or such other person authorized by the Board to execute that contract, document or instrument.

10.3 Media Relations

All information requests from the media shall be referred to the President who may refer the request to another member of the Committee or to an appropriate Association volunteer.

Generally, the President will be the spokesperson for the Association. Before dealing with a controversial matter, the President will seek the views of other Committee members.

10.4 Association Website

The Association website is maintained to provide members and public access to information on Association activities. All information posted on the Association website must be reviewed and approved by the Board (policies, procedures, controversial subjects) or the Secretary (administrative matters) before being posted on the site.

11. REVIEW

The Policy will be reviewed by Cumberland County Minor Hockey on an annual basis.