

NEWFOUNDLAND AND LABRADOR UNDER 18 MAJOR HOCKEY LEAGUE Inc.

BY-LAWS



Version 1.0

Caution

Maintaining revision control of this document can be difficult as there may be numerous copies of this version and older versions in circulation. As a result, the Branch office will always maintain the official (most recent) version of the document on file. Also, the official (most recent) version of the document will be posted on the NLU18MHL website. The table below will track the various revisions.

Rev. No.	Date	Description	Approved by:
1.0	August 31, 2009	Original revision	
1.1	September 6, 2009	Included Host Association definition	
1.2	September 14, 2009	Edits by President Lee	
2.0	August 6, 2010	NLMMHL Meeting	NLMMHL Committee
3.0	June 9, 2011	NLMMHL Annual General Meeting	Board of Directors
4.0	June 22, 2014	NLMMHL AGM	BOD
5.0	June 28, 2015	NLMMHL AGM	BOD
6.0	June 10, 2016	NLMMHL AGM	BOD
7.0	June 9, 2017	NLMMHL AGM	BOD
8.0	June 16, 2018	NLMMHL AGM	BOD
9.0	June 23, 2019	NLMMHL AGM	BOD
10.0	July 12, 2020	NLU18MHL AGM	BOD
11.0	July 10, 2021	NLU18MHL AGM	BOD
1.0	Sept. 7, 2023	NLU18MHL AGM	BOD
At the Sept. 7, 2023 AGM, the "old" constitution, V11, was separated into 2 governing documents; the By-Laws V1 and the Rules and Regulations V1			

FORWARD

The Newfoundland and Labrador U18 Major Hockey League (NLU18MHL) Inc. Governing Documents have been developed to provide guidance and assistance to League Executive, Team Management and Hockey Newfoundland and Labrador for the successful operation of the League. Interested parties must understand that it is impossible to cover every aspect of major U18 hockey within this document. Therefore, readers should be aware that the League Executive will be responsible for dealing with unusual occurrences that are not covered in this manual in a fair and dutiful manner that upholds the principles and objectives of the NLU18MHL. This will be done in consultation with Hockey Newfoundland and Labrador and/or Hockey Canada and the decision of the League will be final.

WHEREAS the Newfoundland and Labrador Under 18 Major Hockey League Inc. is a registered not-for-profit corporation made up of members and individuals established to foster a learning environment within the province of Newfoundland and Labrador for elite U18 age hockey players to develop the skills required to achieve their hockey goals, personal goals, and educational goals. This will be achieved under the Hockey Newfoundland and Labrador branch of Hockey Canada in accordance with prescribed standards.

BE IT ENACTED as the By-Laws of the Newfoundland and Labrador U18 Major Hockey League (NLU18MHL) Inc.:

1.0 GENERAL

1.1 Purpose - These By-Laws relate to the general conduct of the affairs of the corporation.

1.2 Definitions – The following terms are defined as such within these By-Laws and the accompanying Rules and Regulations. Unless the context otherwise requires, words importing the singular include the plural and vice versa. Words importing gender shall include both genders.

1.2.1 **ADMINISTRATOR** – Any individual appointed by the Executive to manage the day-to-day operations of the League.

1.2.2 **ARTICLES** – Certificate of incorporation filed with Service NL as a not-for-profit incorporated company.

1.2.3 **ANNUAL GENERAL MEETING (AGM)** – An AGM will be held no later than July 15 of each year.

1.2.4 **BOARD of DIRECTORS (BOD)** – The BOD shall consist of the League Executive and the majority ownership Governor from each franchise.

1.2.5 **BY-LAWS** – These By-Laws including any schedules attached, which are, from time to time, in force.

1.2.6 **CUT** – Any first or second-year player who does not make the team but is still part of the team’s protected players for future try-outs. A cut third year player is considered to be released.

1.2.7 **DELEGATE** – Any individual appointed by a Governor to attend meetings of the Board on behalf of the Governor.

1.2.8 **EXECUTIVE** – The President, Vice-President, and Treasurer of the League

1.2.9 **FRANCHISE** – One of five privately owned franchises within insular Newfoundland and Labrador

1.2.10 **FRANCHISEE** – Owner or co-owner of a franchise

1.2.11 **GOVERNOR** – Owner or co-owner of a franchise

1.2.12 **HOCKEY CANADA (HC)** – The Governing body of all amateur hockey in Canada

- 1.2.13 **HOCKEY NEWFOUNDLAND AND LABRADOR (HNL)** – The Governing body of amateur hockey in Newfoundland and Labrador
 - 1.2.14 **LEAGUE** – Newfoundland and Labrador Under 18 Major Hockey League Inc.
 - 1.2.15 **NLU18MHL** – Newfoundland and Labrador Under 18 Major Hockey League Inc.
 - 1.2.16 **RULES and REGULATIONS** – The regulations and operating rules of the League as amended from time to time.
 - 1.2.17 **RELEASED** – A released player is released unconditionally and can try-out with any other team. See WAIVERS definition.
 - 1.2.18 **SPECIAL AFFILIATED PLAYER (AP)** – Any player registered with a lower division team and signed by a Major U18 team as an affiliated player.
 - 1.2.19 **SPECIAL MEETING** - A meeting outside the AGM called by at least 50% of the Board of Directors.
 - 1.2.20 **WAIVERS** – A cut or released player from 1 of the 2 Metro teams must be released from the second Metro team before he can try-out for any other team outside Metro. This is considered clearing waivers.
- 1.3 **Registered Office** – The registered office of the Corporation will be the civic address of the Administrator.
- 1.4 **Ruling on By-Laws** – The BOD will have the authority to interpret any By-Law that is contradictory, ambiguous, or unclear, provided such interpretation is consistent with the objectives of the League.
- 1.5 **Conduct of Meetings** – Unless otherwise specified, meetings of the BOD will be conducted according to Robert’s Rules of Order.

2. **MISSION STATEMENT**

To foster a learning environment within the province of Newfoundland and Labrador for elite U18 age hockey players to develop the skills required to achieve their hockey goals, personal goals, and educational goals.

The mission statement will be achieved through the following objectives:

- 2.1 To provide elite under 18 aged hockey players in the province of Newfoundland & Labrador with the opportunity to develop to the highest skill level in the U18 division.
- 2.2 To provide a level of competition for players of similar skill level that respects the financial and social values of families.

- 2.3 To encourage U18 players to continue to play elite hockey in Newfoundland and Labrador.
- 2.4 To control and administer the playing of the game of hockey in accordance with the rules, regulations, and etiquette of the game.
- 2.5 To foster and encourage good sportsmanship in players, coaches and team officials who participate in the League.
- 2.6 To promote players who participate in the League to other teams and leagues in an effort to further the players' hockey careers.
- 2.7 To recognize those players, coaches and team officials who participate in the League through annual awards.

3. MEMBERSHIP

Membership in the League shall consist of a maximum of five franchises. More specifically franchises will be awarded to successful applicants in the following geographic regions and are non-transferable.

Western - 1 franchise
Central – 1 franchise
TriPen – 1 franchise
Metro – 2 franchises

Participation in the League is voluntary. Member teams accept the authority, rulings and decisions of the Board of Directors, Executive Committee, Hockey Newfoundland and Labrador and Hockey Canada upon entry into the League. Members are accountable for their conduct on and off the ice in accordance with the rules and regulations of the NLU18MHL. Ownership of the franchise will remain with the franchisee for 3 years with the option of a fourth year IF mutually agreed upon by both the NLU18MHL and the franchisee. If it can be established that the franchise owner(s) is(are) exhibiting behaviour on or off the ice that is considered detrimental to the League Executive, NLU18MHL teams, Hockey Newfoundland and Labrador, Hockey Canada, players, parents, volunteers, etc. the Executive can make a recommendation to HNL that the franchise be rescinded.

4. RULES AND REGULATIONS

The Rules and Regulations will form a separate document and will outline the playing rules of the league in accordance with Hockey Canada and Hockey Newfoundland and Labrador unless otherwise stated within the League's own specific rules and regulations. League specific Rules and Regulations may

strengthen existing HC and/or HNL Rules and Regulations but cannot weaken them. Rules and Regulations MUST be followed by all people involved in the administration, management and operation of the League, and its teams. The Rules and Regulations may only be amended during the Annual General Meeting of the League or at a Special Meeting of the League.

5. MEETINGS

- 5.1** An Annual General Meeting will be held on or before July 15. All proposed amendments to the Governing Documents will require a majority vote of the Board of Directors in attendance at the AGM. Any proposed amendment must be provided to the President at least 14 days in advance of the AGM, and copies of the amendment circulated to all Board Members within 7 days of the meeting.
- 5.2** A Special Meeting may be called when at least 50% of the Governors request such a meeting. Any amendment must be circulated to the Board Members within 24 hours of the special meeting.
- 5.3** The League will endeavour to hold bi-monthly meetings in season to discuss ongoing operational issues and any other business as submitted by members of the BOD.
- 5.4** All members of the Board of Directors will have one vote for all matters under consideration at meetings. When a vote is called, all members of the Board of Directors are required to vote, except for the President. In the event of a tie, the President will cast a final deciding vote. There will be no abstentions. Votes will be taken by a show of hands or oral assent or dissent unless a secret ballot is demanded by a voting member present. In the event that a secret ballot is demanded, a motion for taking votes by secret ballot shall first be tabled and seconded and then a majority of voting members shall be required to take votes by secret ballot.
- 5.5** All Governors entitled to attend the AGM will be required to participate in person. An Alternate may represent the franchise on behalf of the Governor with the understanding that the Alternate has the knowledge, ability, and authority to vote on all resolutions discussed at the AGM. Failure to attend 2 consecutive AGMs by a franchisee will terminate the franchise.
- 5.6** Participation at a Special Meeting or any other meeting, notwithstanding 5.5, will be done virtually through ZOOM or some other platform that will allow participants to communicate adequately with each other during the meeting. A person so participating in a meeting is deemed to be present at the meeting.

5.7 A quorum for any meeting will be 51% of the BOD who are in good standing with the league.

6. AUTHORITY

The NLU18MHL derives its authority from its association with Hockey Newfoundland and Labrador and Hockey Canada. The NLU18MHL will maintain membership in good standing with Hockey Newfoundland and Labrador. All rules, regulations and policies outlined within the governing documents of the League are accepted by the Branch as the operating principles of the NLU18MHL.

7. GOVERNANCE

The league shall be administered by a Board of Directors. The Board of Directors shall consist of the President, Vice-President, Treasurer and one Governor from each operating franchise. HNL shall appoint one liaison from Minor Council and one from the Hockey Development Committee. These are non-voting positions and shall be invited to all BOD meetings.

7.1 To be eligible to serve on the Executive, an individual must:

7.1.1 be nineteen (19) years of age or older:

7.1.2 not have been found to be mentally incompetent by a court in Canada or elsewhere.

7.1.3 have the power under law to contract.

7.1.4 not be a director or officer within Hockey NL or be a franchise owner.

7.2 Starting with the 2023/2024 season, elections for the 3 Executive positions will take place at the AGM. The position of President will be a 1-year term, the position of the Vice President will be a 2-year term and the position of the Treasurer will be a 2-year term. Notwithstanding 7.1, to be eligible for an Executive position, interested candidates MUST submit their resume to the Administrator at least 7 days prior to the AGM for circulation to the Governors. Beginning with the 2024/2025 season, the position of President will be a 2-year term. Executive members may retain their position if no suitable candidate brings their name forward for election. There will not be a call for nominees at the AGM. If there is only 1 valid nominee for a position on the executive, the nominated individual shall be declared elected upon receiving a majority of votes cast. If the nominated

individual does not receive a majority of the votes cast, the position will remain vacant until filled at a later date.

- 7.3** In the event that a position is left vacant at the AGM. The remaining Executive will appoint an At Large Director to fill the vacant position for the upcoming season in a temporary role until a candidate comes forward. If a suitable candidate comes forward for the vacant Executive position, the BOD will hold a Special Meeting to vote on the applicant.
- 7.4** Board Authority – The Board of Directors has the authority to make policies and procedures and supervise or manage the affairs of the League in accordance with these By-Laws and the accompanying Rules and Regulations. The Board may make final decisions and rulings on any matters regarding the operation of the League, including the interpretation of the Governing Documents of the NLU18MHL.
- 7.5** Executive Authority – The Executive has the authority to:
 - 7.5.1** appoint an Administrator for a maximum 3-year term with no limit to the number of terms.
 - 7.5.2** authorize spending under the approved budget.
 - 7.5.3** make policies and procedures relating to the discipline of its members.
- 7.6** Duties of the Executive
 - 7.6.1** The President will be the chair of the Board of Directors, will preside at meetings of the BOD and Executive meetings, will be the official spokesperson for the League and will perform other such duties as may be necessary from time to time as determined by the Board.
 - 7.6.2** The Vice President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President, and will perform other such duties as may from time to time be established by the Board.
 - 7.6.3** The Treasurer shall, subject to the powers and duties of the Board, keep proper accounting records, will cause to be deposited all monies received by the League in the League's bank account, will supervise the management and the disbursement of funds of the League, when required will provide the Board with an account of financial transactions and the financial position of the League, will oversee the development of annual budgets, and will perform such other duties as may from time to time be established by the Board.

8. INDEMNIFICATION

- 8.1 Will Indemnify – Subject to section 8.2, the League shall indemnify and hold harmless out of the funds of the League, each Director and any individual who acts at the League's request in a similar capacity, and their heirs, executors and administrators from and against any and all claims, charges, expenses, demands, actions or costs, including an amount paid to settle an action or satisfy a judgment, which may arise or be incurred as a result of occupying the position or performing the duties of a Director or any individual who acts at the League's request in a similar capacity.
- 8.2 Will Not Indemnify – The League shall not indemnify a Director or any individual who acts at the League's request in a similar capacity for acts of fraud, dishonesty, bad faith, or breach of any statutory duty or responsibility imposed upon him or her. For further clarity, the League will not indemnify an individual unless: a) The individual acted honestly and in good faith with a view to the best interests of the League.

9. DISPUTE RESOLUTION

- 9.1 The Executive may delegate its decision-making authority to an independent arm's length Dispute Resolution Committee whose decisions will be final at the league Level.
- 9.2 The Committee will be a minimum of 3 or a maximum of 5 members appointed by the Board. It will be the duty of the Committee to rule upon disputes submitted to it.
- 9.3 Prior to the start of the season, the 3 Committee members will decide who will be the Chairperson of the Committee.
- 9.4 Any member of any team, be it player, bench staff, Governor, or owner, who files a dispute with the Committee must do so within 48 hours of the egregious decision. There will be a \$400 fee which will be considered remuneration to the 3 Committee members. In the event the appellant wins their appeal, \$100 will be returned to them.
- 9.5 Any member of any team, be it player, bench staff, Governor, or owner, who feels that the decision of the NLU18MHL Dispute Resolution Committee has been incorrectly imposed on them, has the right to appeal that decision to the HNL Provincial Appeals Committee.

10. TAMPERING

No Player may be invited to attend or participate in an evaluation camp (this includes pre-draft ID camps and spring ID camps) operated by a team to which the player is ineligible to register or affiliate with for the upcoming season.

- a) Team Officials shall not encourage or invite, directly or indirectly, a previously registered participant of another team (this includes undrafted siblings) from the previous season to participate in training camp activities or in any games or evaluations without first having secured permission in writing from the team with which such player is a member of.
- b) The written permission shall be a statement filed with the league, signed by the Governor or by the designated signing officer of the team with which the player is registered.
- c) If tampering is alleged between NLU18MHL teams or from a lower division league, the signing officers of the team making the allegations shall first contact the League to solve the dispute; with the League acting as a mediator. If the mediation process is unsuccessful, then the team making the allegation can submit a formal filing of tampering to the League.
- d) The filing shall include all necessary supporting documentation, including the player's previous registrations, information on residence (if applicable), information or evidence as to residence and any other relevant documents and / or correspondence.
 - i. The President of the NLU18MHL shall forward the materials noted above to all parties within 48 hours.
 - ii. The lower division league or team shall provide, within seven (7) days, a response to the tampering allegations.
 - iii. Failure to provide a response within the seven (7) day timeframe will result in a finding of tampering.
 - iv. Upon receipt of all the documentation, the Executive Committee of the NLU18MHL will render a decision within 7 days.
- e) Where tampering is found to have occurred, the responsible team and/or lower division league shall receive one or more of the following sanctions:
 - i. A fine of \$500 to the offending team or lower division league, payable to the team which files the tampering charge within thirty (30) days of notification.

- ii. A minimum ten (10) game suspension to the head coach of the offending team.
- iii. A cancellation of the franchise of the offending team.