



# ONTARIO HOCKEY FEDERATION

## NOMINATION FORM



### PERSONAL INFORMATION

NAME

OCCUPTATION

ADDRESS

CITY

PROVINCE

POSTAL CODE

EMAIL

PHONE

Give a brief history of your hockey involvement (minimum 10 years).

Personal objectives for the term of office:

Long range personal objectives



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**Immediate objectives for Ontario Hockey Federation**

**Please identify specific skill sets that you bring to the board that would advance the Ontario Hockey Federation**

**By signing below I certify that I have read and meet the criteria established in Article 12 – Article 19.**

**INSERT NAME**

(Candidate's Name)

\_\_\_\_\_

(Candidate's Signature)

**Please forward your OHF Nomination Form and endorsement letter(s) to the OHF Office to the attention of Phillip McKee by 11:59 PM EST May 31, 2024.**



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### ARTICLE 12: ROLE

- 12.1 Subject to the Governing Documents, the Directors shall manage or supervise the management of the activities and affairs of the OHF.

### ARTICLE 13: COMPOSITION

- 13.1 The OHF Board strives to be comprised of individuals with collectively diverse background including, but not limited to, differences in gender, ethnicity, geography and race all of whom shall be elected in accordance with Article 17.
- 13.2 The Board shall consist of a number of Directors between the minimum and maximum numbers of Directors set out in Article 13.3 as fixed by Ordinary Resolution of the Directors from time to time.
- 13.3 The Board shall consist of nine (9) Directors, one of whom shall be the Chair of the Board.
- 13.4 No person shall act for an absent Director at a meeting of Directors.

### ARTICLE 14: CHAIR OF THE BOARD

- 14.1 The Directors shall appoint a Director to serve as the Chair of the Board for a three (3) year term. Any Director may be appointed as Chair of the Board.
- 14.2 An individual can hold the position of the Chair of the Board for a maximum of two (2), three (3) year terms (excluding partial terms). The terms do not have to be consecutive.
- 14.3 A Chair of the Board is eligible to remain on the Board as a Director after the completion of the maximum terms as Chair of the Board as set out in Article 14.2.

### ARTICLE 15: DIRECTOR ELIGIBILITY

- 15.1 A Director cannot be an employee of Hockey Canada, an employee of the OHF or an employee of a Member or an employee of a member of a Member.
- 15.2 A Director can be a life member or an immediate past president of a Member or of a member of a Member but cannot participate (i.e. vote, attend meetings or consult) with the Member or member of a Member.
- 15.3 A Director may not hold a current position with any Member or with a member of a Member.
- 15.4 To be eligible for election as a Director, an individual must not be active on the board of directors of a Member or of a member of a Member or of Hockey Canada for the seasons in which they are seeking election.
- 15.5 Any Director elected that holds a current position in a Member or a member of a Member must resign that position within fifteen (15) days.



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- 15.6 Any Director may not be elected if under suspension from all Hockey Canada activities that would encroach their term.
- 15.7 A Director:
- (a) must be an individual;
  - (b) must be at least eighteen (18) years old;
  - (c) must be a citizen of Canada or a permanent resident of Ontario;
  - (d) must reside in the jurisdiction of the OHF;
  - (e) may not have the status of an undischarged bankrupt;
  - (f) may not have been declared incapable by a court in Canada or elsewhere;
  - (g) must not have been found under the *Substitute Decisions Act, 1992* or the *Mental Health Act* to be incapable of managing property; and
  - (h) must not have been removed as a Director pursuant to Article 19.3.

### ARTICLE 16: DIRECTOR NOMINATIONS

- 16.1 The Governance-Nominations Committee shall cause a call for nominations which shall include the number of Directors to be elected, to be delivered to all Members at least ninety (90) days in advance of the Annual Meeting of Members.
- 16.2 Nominations for the position of Director must be submitted to the Governance-Nominations Committee no later than forty-five (45) days prior to the date of the Annual Meeting of Members. To be considered by the Governance-Nominations Committee, a nomination must include the resume of the nominee with their credentials and the signed consent of the nominee to serve as a Director.
- 16.3 The Governance-Nominations Committee shall prepare a slate of candidates for election as Directors from the nominees nominated by the Members or such other nominees as the Governance Committee may identify, which slate shall be equal to the number of Director(s) to be elected at the Annual Meeting of Members. The Governance-Nominations Committee shall provide the Members with the slate, together with the resume of each candidate on the slate, at least thirty (30) days prior to the commencement of the Annual Meeting.
- 16.4 Nominations may not be made from the floor of the Annual Meeting of Members.

### ARTICLE 17: ELECTIONS

- 17.1 Elections shall be held at each Annual Meeting of Members to fill the positions of the Directors whose terms are expiring at the close of the Annual Meeting of Members. The election of Directors shall be conducted by secret written ballot. The names of all candidates on the slate



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prepared and provided to the Members by the Governance-Nominations Committee pursuant to Article 16.3 shall appear on the ballot.

- 17.2 Each Member in attendance at an Annual Meeting of Members will have one ballot for each election. Each Member shall designate one of its Delegates to vote on that Member's behalf.
- 17.3 Each Member shall vote in favor of or against each candidate named on the slate for the nomination as a Director. A ballot that does not contain a vote in favor of or against each candidate shall be considered spoiled. Only those candidates who receive votes in favour of their election by a majority of the Members shall be elected as Directors.
- 17.4 If an election process set out in this Article 17 does not result in all available positions on the Board being filled, a Special Members' Meeting will be called by the Chair of the Board (notwithstanding Article 8.1) within twenty (20) days' of the election and the Governance-Nominations Committee will provide the Members with a new slate of candidates for any such positions within fifteen (15) days of the previous election.
- 17.5 Upon the completion of the elections only the names of the elected Directors shall be announced at the Annual Meeting of Members by the chair of the Governance-Nominations Committee or their designate. All election ballots will be destroyed after those names are announced.

### **ARTICLE 18: DIRECTORS TERMS**

- 18.1 Directors shall be elected for three (3) year terms at an Annual Meeting of Members. The term of office of a Director elected pursuant to Article 17.1 and Article 17.3 commences at the conclusion of the meeting at which the Director is elected and terminates on the later of the conclusion of the third (3<sup>rd</sup>) Annual Meeting of Members following the Director's election and the date that the Director's successor is elected or appointed.
- 18.2 There is no limit on the number of terms for which a Director may be elected.

### **ARTICLE 19: DIRECTOR VACANCIES AND REMOVAL**

- 19.1 A Director ceases to hold office and a vacancy is created if:
- (a) the Director ceases to meet the qualifications for being a Director as set out in Article 15;
  - (b) the Director dies;
  - (c) the Director resigns; or
  - (d) the Members in good standing remove the Director in accordance with Article 19.3.
- 19.2 The resignation of a Director shall be effective at the time a written resignation is received by the OHF or at the time specified in the resignation, whichever is later. A Director is not entitled to give the OHF a statement giving reasons for resigning.



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- 19.3 The Members may, by Ordinary Resolution passed at a Special Members' Meeting of which notice specifying the intention to pass such resolution has been given, remove any Director before the expiration of the Director's term of office and may, by Ordinary Resolution, elect any person in the Director's stead for the remainder of the Director's Term. A Director is entitled to give the OHF a statement giving reasons for opposing the Directors removal if a meeting is called for the purpose of removing the Director.
- 19.4 A vacancy among the Directors may be filled as follows:
- (a) if the vacancy occurs as a result of the removal of a Director in accordance with Article 19.3, then in accordance with such section, but if the Members fail to do so then the vacancy may be filled in accordance with this Article 19.4;
  - (b) if there is not quorum of Directors in office, or if there has been a failure to elect the number or minimum number of Directors provided for in the Articles, the Directors then in office shall without delay call a Special Members' Meeting to fill the vacancy and, if the Directors fail to do so or if there are no Directors then in office, the meeting may be called by a Member; or
  - (c) any other vacancy may be filled by a quorum of Directors then in office.
- 19.5 A Director elected or appointed to fill a vacancy among the Directors shall hold office for the remainder of the term of the Director's predecessor or until the Director's successor is elected or appointed, whichever is sooner. Any appointment mid-term will not count against the maximum number of terms any one person can sit as Chair of the Board.