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# Hockey Manitoba Governance Review Report

Prepared by Spark Solutions  
February 2025

## Introduction

In November 2024, Hockey Manitoba conducted a request for proposals for a governance review. The goal of the project is to help ensure Hockey Manitoba is engaging in effective governance so that it can successfully continue to deliver on its mission to *dedicate itself to the advancement of amateur hockey for all individuals through progressive leadership by ensuring meaningful opportunities and enjoyable experiences in a safe sportsmanlike environment*. Hockey Manitoba engaged the services of Spark Solutions to complete a review of the association's governance and organizational practices. The project began in December 2024 with Spark Solutions meeting with the Hockey Manitoba President, Vice President, and Executive Director to define the process and timelines of the project. In December and January 2025, Spark Solutions met with seven provincial branches to discuss their governance practices. Hockey Manitoba's board of directors, council members, and staff were invited to complete a survey. As well, Spark Solutions conducted a documentation review of Hockey Manitoba's bylaws, regulations, and policy. At Hockey Manitoba's Semi Annual AGM in January 2025, Spark Solutions presented a session on governance best practices and then facilitated a workshop to discuss potential governance changes. This summary report was prepared by Spark Solutions and will be submitted to Hockey Manitoba's Board in February 2025. After the submission of the report, Spark Solutions will present the results to the Board and facilitate a discussion so that the Board can determine its path forward.

The report begins by summarizing the current structure of the organization. The report presents conclusions drawn based on the entire review and recommendations that should be considered for implementation on the path forward. The report concludes with appendices that summarize the results of the survey, the results of the governance workshop at the Semi Annual AGM, and the review of seven provincial branch governance practices.

## The Current Landscape

### Board Composition

Hockey Manitoba operates on a hybrid governance and operational board that is heavily operational. The Board of Directors consists of a President, Vice President, Past-President or Director at Large, Chair of Minor Hockey – Rural, Chair of Minor Hockey – Winnipeg (President or designate), Chair of Hockey Development, Chair of Girls'/Women's Hockey, Chair of Junior Hockey, Chair of Senior/Adult Rec. Hockey, and Executive Director (non-voting). All Board of Directors, excluding Past President or Director at Large, are elected on two-year terms. The President, Chair of Minor Hockey – Rural, Chair of Hockey Development, and Chair of Senior/Adult Rec. Hockey are elected on even numbered years and the Vice President, Chair of Minor Hockey – Winnipeg, Chair of Girls'/Women's Hockey, and Chair of Junior Hockey are elected on odd numbered years. The Past President remains on the Board for a one-year term. The President may extend the Past President's term or present a Director at Large for approval by the Board of Directors. Council chairs shall be elected in their respective council at the Annual General Meeting.

## Nominations Process

The Nominating Committee is tasked with bringing forward at least one name for the positions of President, Vice President, and Chairs of the Councils to the Annual Meeting. The Nominating Committee shall be composed of the Past President or Director at Large and two other members appointed by the President. The Nominating Committee does not have a skills matrix or other processes in place to guide the recruitment and vetting of candidates.

## Committees

The Board operates with the following committees: Registration Appeal, Discipline Appeal, Protest, General Dispute Appeal, Maltreatment, Finance, Administration, and Nominating. The Registration Appeal, Discipline Appeal, Protest, General Dispute Appeal, and Maltreatment committees are composed of members of the board and relate to hearing matters concerned with integrity and maltreatment. The Finance Committee is composed of the members of the board and annually establishes fees, dues, and other assessments, in addition to approving the annual operating budget at the Annual Meeting. The Administration Committee consists of the President, Vice President, and Executive Director and deals with policy relating to office procedures, staff evaluation, and other personnel items.

## Councils

The organization operates with the following councils: Minor, Development, Girls'/Women's, Junior, and Senior/Adult Rec. Each council is the major decision-making body for its respective regulations, competitions, and initiatives, with the Development Council subject to ratification by the board of directors. The Councils are constituted by regional representatives and other key individuals. Each Council's composition is unique according to its specific needs laid out in the regulations. Council chairs are bound by the results of a council vote and vote according to the council's result at the Board level.

## Voting Structure

The voting structure of Hockey Manitoba is made up of 104 votes: Minor Council (40), Development Council (23), Girls'/Women's Council (21), Junior Council (9), Senior/Adult Recreational Council (8), and the President, Vice President, and Past President/Director at Large (1 each).

## Motions

Councils put forward motions to be dealt with at the Semi Annual Meeting. A Resolutions Sub-Committee, consisting of the board, reviews the submitted motions to determine which Council(s) should deal with which motions. Motions related to an individual Council shall be voted upon in that Council, and if approved, finalized in that Council. Motions related to two Councils will be dealt with by both Councils. Votes from both Councils will be added to determine the result. If approved, the motion is finalized. Motions related to more than two Councils go to the Board of Directors for consideration. Each Council Chair brings forward their respective Council's position. The Resolutions Sub-Committee may deem that any motion relating to a specific Council(s) that has been amended must come to the Board for ratification. If councils would like to deal with a motion

that the Resolutions Sub-Committee has not designated to them, they can submit a request, with rationale, to the Resolutions Sub-Committee for consideration.

## Executive Director

The Executive Director is appointed by the Board of Directors. The Executive Director is responsible to:

- a. Accept all applications for membership in the association.
- b. Determine all matters of player registration, including the maintenance of a record of the registrations.
- c. Receive all monies of Hockey Manitoba and deposit the same in a chartered bank selected by the Board of Directors, and to pay all accounts of Hockey Manitoba, and keep a record of these transactions.
- d. Be responsible for the operation of Hockey Manitoba's office and staff.
- e. Not be entitled to vote at any meeting of Hockey Manitoba, other than when the Executive Director is appointed to a committee of Hockey Manitoba, where they shall have a vote.
- f. Execute additional duties as prescribed by the Board of Directors.
- g. Execute additional duties as defined in the policy and procedures manual.

The Executive Director currently employs 10 staff. Staff are responsible for specific portfolios and receive direction from the Executive Director and the Councils to carry out operations.

## Policy

Each year, Hockey Manitoba publishes an updated Constitution, Regulations and Rules of Competition Handbook which also contains the Bylaws, Summer Hockey Policy, Hockey Canada Insurance Policy, and Social Media Policy. This document is posted on the Hockey Manitoba website along with the Privacy Policy. In the governance review, Spark Solutions was provided the Code of Conduct, Conflict of Interest Policy, Financial Policy, In Camera Policy, Maltreatment Complaint Management Policy, Respect in Sport Policy, and Restricted/Unrestricted Pillar Fund Policy. These policies were not found on the website during a search.

## Conclusions

The following are the conclusions drawn from this governance review.

### Lack of Strategic, Long-Term Planning

The Board of Directors lack a strategic plan that lays out the desired long-term direction of the organization. Without engaging in the planning that would be required to develop a strategic plan, the Board, Executive Director, staff, and membership lack the roadmap to move forward together in unity.

### Decision Making is Slow, Reactive, and Operationally Focused

The Board and Councils are focused on operational discussions rather than on the vision of the organization and its strategic direction. Councils discuss operational items that should be overseen and executed by staff. Council meetings are intermittent and often require Region representatives to collect feedback between

meetings which extends timelines for making decisions. Consequently, decision-making is inefficient, reactive, and often drawn out.

## **Susceptibility to Conflicts of Interest and Bias in Decision Making**

The governance environment in Hockey Manitoba is susceptible to conflicts of interest, bias, and use of power to influence decision making because of how it is structured. Those who sit on Councils represent their Regions and vote according to their Region's interests. The Council Chairs sit on the board and are required, as per the bylaws, to vote in the direction of their respective Councils. The entire Board sits on the Resolutions Sub-Committee and makes decisions on who votes on amendments, including themselves, if they choose. These processes compromise the board's ability to uphold its fiduciary responsibilities and do not promote the practice of voting for the good of Hockey Manitoba nor the good of hockey.

## **Convoluting Constitution, Bylaws, Regulations, and Rules of Competition**

The 'Handbook' contains the Constitution, Bylaws, Regulations, and Rules of Competition within one document. This format does not contain the adequate titles to enable hockey participants to differentiate between the sections. The Constitution and Bylaws are particularly challenging to comprehend as the language and processes within are convoluted and verbose. The Board has expressed its interest to become a more diverse and inclusive organization, including to newcomers to Canada. The Handbook is challenging for native English speakers and as written, would be a barrier for non-native English speakers.

## **Complicated Process for Passing Amendments**

The Bylaws contain processes that guide how amendments to the constitution, bylaws, regulations, and rules of competition are passed. The Board of Directors, through its Resolutions Sub-Committee, determines which councils vote on the various amendments in consideration. Often, multiple councils are selected, which then results in the Board also getting to vote on the amendments. The process outlined in the bylaws is overly complex and contradictory. Survey responses indicate that there is considerable concern for how decisions are made, and the process has eroded the trust between the Board and Councils.

## **Governance & Operational Policy Missing or Inaccessible**

The Handbook contains regulations relating to the participation in hockey and the rules of competition. A code of conduct, conflict of interest policy, financial policies, and in-camera policy exist but are not easily accessible because they are not housed on the website. The organization lacks other governance and operational policy that is necessary to govern a robust non-profit organization, including policies around strategic planning, executive succession, confidentiality, equity, diversity, inclusion, and accessibility, diverse gender participation, risk management, committee terms of reference and procedures, executive limitations, employment policies, and board procedures.

## **Lack of Governance Framework to Govern Effectively**

The Board of Directors sit on the Finance Committee, Resolutions Sub-Committee, and at times, the other committees related to maltreatment and appeals. Additionally, five directors also chair councils, and the President and Vice President sit on the Administration Committee. These committees, excluding the Nominating Committee, only include board members and do not draw additional committee members from

membership or external experts. The Board does not utilize other committees traditionally used by other non-profits, such as governance and risk management. As a result, directors are required to take on a large workload when sitting on the board. The level of workload required of these roles will deter volunteers and challenge recruitment.

### **Lack of Formalized Risk Management Processes**

The organization lacks formalized risk management processes, including a risk registry, policy, procedures, response plans, and a committee. This challenges the organization to effectively manage vulnerabilities that could threaten the organization's vitality.

### **Lack of Board Monitoring and Evaluation Processes**

The Board of Directors does not have the necessary processes in place to evaluate its work or its processes to ensure that work is necessary or effective. A board should have processes in place to evaluate its efforts annually, and the efforts of its committees, and methodically assess where it can improve to function more effectively.

### **Lack of Necessary Processes to Provide Executive Director Oversight**

The Board of Directors currently lacks the tools to provide adequate oversight to the Executive Director and evaluate the Executive Director's performance on an annual and ongoing basis. Currently, the board does not complete an annual evaluation of the Executive Director's performance or keep records of past evaluations. These processes ensure the Executive Director performs adequately and keeps record of when corrective action is required.

### **Board Involvement with Safety, Discipline, and Maltreatment**

The Bylaws and Regulations stipulate that the Board of Directors become involved with matters of protests, appeals, discipline, general disputes, and maltreatment. Governance best practices direct Boards of Directors to remain independent of these matters due to potential conflicts of interest, bias, influence of power, and mismanagement.

### **Voting Rights by Member Population**

The current voting structure is calculated by participant registration and greatly skews in the favour of the urban population in Winnipeg. This contrasts with most other provincial hockey branches where each Minor Hockey Association receives one vote. There is an imbalance in the power of the vote and disadvantages regions that are more rural. This was acknowledged by survey respondents and those who attended the governance workshop, with comments indicating that it would be challenging to pass changes to the voting structure because those with more power would have to be willing to give it up to better distribute it.

### **Mixed Response & Low Survey Engagement**

All 55 board directors and council members were invited to participate in the survey and 23 responses were received. Average overall responses were between a 1.86 (equivalent to 'extremely dissatisfied' or 'extremely ineffective') and a 3.45 (equivalent to 'neither effective nor ineffective' or 'neither agree nor disagree'). An

overall response rate of 42% indicates a lower level of interest in engaging with the process and the responses indicate lower satisfaction and mixed perceptions of effectiveness.

## **Dedicated Volunteer Base**

Between the board and the five councils, there are 55 volunteers committed to regularly contributing to the work of Hockey Manitoba. This large and dedicated volunteer base should be celebrated.

# **Recommendations**

This section contains the recommendations that Hockey Manitoba should consider implementing to strengthen its governance and operations.

## **Establish Director Independence**

The bylaws should be updated to remove the Council Chairs from the Board of Directors so that all Directors elected are independent and are not responsible for specific portfolios on the board. Independent means a director is not: a) an employee of Hockey Manitoba, b) an officer, director, or employee of an organization that is a member of Hockey Manitoba, or c) an officer, director, or employee of any other hockey club, league, or team.

## **Shift the Board's Focus to Policy Governance**

The Board of Directors should shift its focus from operations to a policy governance board. An organization of Hockey Manitoba's size will operate more effectively if it separates its governance from its operations. The shift to a policy governance board will allow the board to better allocate its authority and enhance its oversight for decision-making and operational activities.

## **Delegate Operations to the Executive Director**

The Board of Directors should delegate to the Executive Director the authority to manage and direct the business and affairs of Hockey Manitoba.

## **Enhance Executive Director Oversight Processes**

The Board of Directors should enhance the processes it uses to oversee the Executive Director by implementing an annual performance review, formalizing ongoing reporting, and developing or updating appropriate employment policies. It may be beneficial to engage an external human resources consultant to support this work if directors do not have experience in this area.

## **Increase Focus on Governance and Risk Management**

The Board should enhance its focus on its governance and risk management processes. It is recommended to delegate these activities to standing committees to further work in these areas.

## **Enhance Financial Management Practices**

The Board should direct the Finance Committee to complete a robust review of its financial policies and practices to ensure it has effective oversight of the organization's finances.

## **Reduce Board Size**

The bylaws should be updated to adjust the number of directors to a minimum of nine Directors and to a maximum of eleven Directors.

## **Increase Director Term Length & Stagger Election of Terms**

It is recommended to increase Directors' terms from two years to three years and to stagger Directors' terms so that only about one-third of the Board would be up for re-election in any given year. This will support recruitment and aid in effective succession.

## **Establish Directors' Term Limits**

The Board of Directors should establish a term limit for directors to sit on the board as two consecutive terms (e.g. six consecutive years total). Term limits support the recruitment of diverse candidates and facilitate fresh and innovative ideas being brought to the board.

## **Election of the President & Vice President**

Amend the Bylaws to provide that the Directors (and not the members) have the right to appoint the Board President and Vice President.

## **Articulate Roles and Responsibilities**

Revise and update terms of reference, including but not limited to the President, Vice President, officers, directors, committees, committee chairs, and Executive Director, to ensure they are current and include a list of qualities and minimum competencies required of each role.

## **Composition of the Nominating Committee**

The Nominating Committee should be made a standing committee that oversees the nominations process each year. The Nominating Committee should be composed of up to seven individuals and the fixed number always be an odd number. Committee members, who should be diverse, would be appointed by the Board. Only a director who is not up for re-election in the next election cycle will be eligible to serve on the Committee. Terms of Reference should be created that reflect its composition, how its members are appointed, and to better define the committee's roles and duties.

## **Implement a Skills Matrix**

Develop a skills matrix to ensure it reflects the skills, experience and diversity elements that are needed on the Hockey Manitoba Board; this can be put into effect immediately and should be reviewed and utilized annually. The processes utilized to review and utilize the skills matrix and recruit, screen, and evaluate candidates should be formalized in the Nominating Committee's procedures.

## **Strengthen Recruitment Practices**

Members should continue to have the right to propose candidates for election as Directors. All proposed candidates should be screened and evaluated by the Nominating Committee. Only candidates who qualify and can demonstrate that they possess the skills, competencies, experience, and qualities identified by the Nominating Committee (using the Matrix) should be endorsed by the Nominating Committee.

## **Implement Board Monitoring and Evaluation Processes**

Implement processes to annually monitor the board's effectiveness and that of its committees.

## **Review Committee Structure**

Complete a review of the overall committee structure with a view to: 1) streamline and maintain core committees focused on meeting the needs of the new Board and achieving the strategic plan, 2) restructure or disband committees that have lost their relevance or that are operationally focused and perform staff functions, and 3) develop a new suite of new or refreshed terms of reference that clearly define each committee's mandate and role, its key duties and functions, what it is responsible for achieving, and to whom it reports and is accountable.

## **Disband Councils at the Governance Level**

While Councils could provide strategic input, most of the discussions focus on operational matters. Councils should be disbanded, and a review should be completed to determine whether they would be more effective under the operations of the Executive Director. Operational committees, advisory groups, or task groups may be better formats to support the organization's objectives.

## **Board Orientation and Education**

Develop onboarding and orientation materials for incoming board members and use orientation materials to orient all directors each year.

## **Accurate Record Keeping**

Ensure minutes are taken and kept for all meetings of Members. Hockey Manitoba should designate a resource person and/or secretary who can assist with minute taking and preparation of reports to Members, as needed.

## **Develop a Strategic Plan**

The Board of Directors should focus on developing a strategic plan to establish a proactive vision for the future.

## **Develop Framework for Monitoring Strategic Plan**

Develop a framework to regularly monitor the progress of implementing the strategic plan.

## **Update Articles of Incorporation & Bylaws**

Complete a robust review of the Articles of Incorporation and Bylaws to reflect recommendations identified in this report. As well, review the Handbook to ensure processes that are operational in nature are clearly separated from the Constitution and Bylaws and identified appropriately.

## **Extend Deadlines for Submission of Proposed Bylaw Amendments**

It is recommended to extend the time between the deadline for the submission of proposed bylaw amendments and the deadline that Hockey Manitoba must communicate submitted amendments to membership from a period of 15 days to the number of days that allows the board or its committees to adequately vet the submissions.

## **Conduct Policy Framework Review**

Conduct a comprehensive review of existing governance and operational policy, update or create as necessary to fill any gaps identified. As well, consider how to best house the policies to ensure they are accessible to those who need them.

## **Conduct Member Education**

Survey and workshop responses indicate that members require continued educational support to develop their understanding of what it means to be an independent director on a governance board.

## **Develop Robust Engagement Practices of Membership**

The recommendations within this report require a large shift in how organizational decisions are made and how feedback is gathered from membership. Concerted efforts should be made to develop robust engagement practices with membership to ensure that relationships remain positive, and communication remains open and transparent.

## **Remove Discipline from Board's Responsibility**

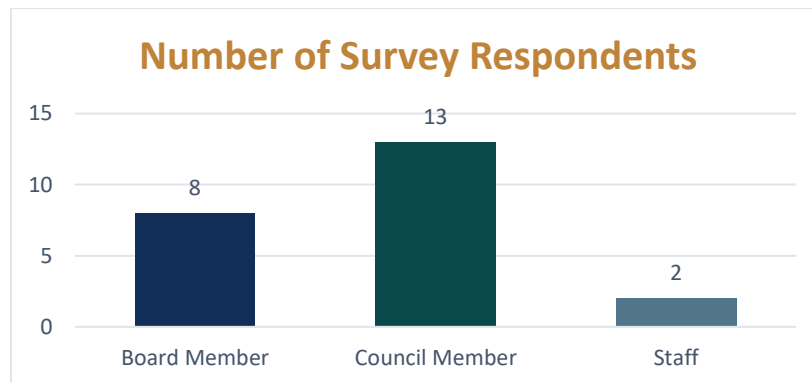
It is governance best practice to remove the review of formal complaints, discipline, appeals, disputes, maltreatment, and safe sport issues from the board's area of responsibility. These matters should be transferred to the Executive Director's operational responsibility and then optimally delegated to an independent third party, provided the hiring of an independent third-party organization fits within the annual budget.

## **Explore a Modernized Voting Structure**

The Board of Directors should explore options to update its voting structure to one that more effectively distributes voting power amongst its members.

## Appendix A – Results of Survey

Hockey Manitoba’s board of directors, council members, and staff were invited to complete a survey. In total, the survey had 23 respondents, including 8 board members, 13 council members, and 2 staff people.

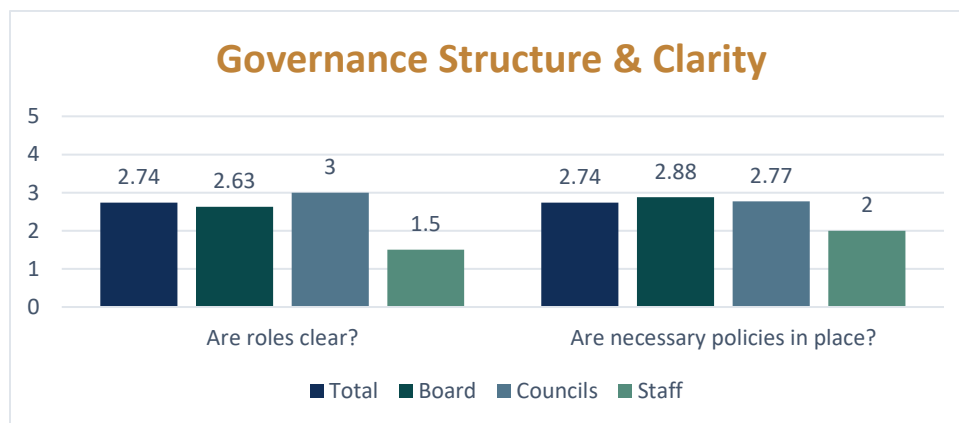


Survey respondents were asked to provide a ranking on a scale of 1 to 5 (1 = strongly disagree, extremely ineffective, etc.; 2 = disagree, ineffective, etc.; 3 = neither agree nor disagree; neither effective nor ineffective, etc.; 4 = agree, effective, etc.; 5 = strongly agree, extremely effective, etc.). Responses are presented with the total average response and the average response for each respondent group to reflect the variation in opinions amongst each respondent group. Written responses have been summarized into themes.

### Section 1 – Governance Structure and Clarity

Survey respondents were asked whether the roles and responsibilities of board members, committees, councils, and Executive Director (and staff) were clearly defined and understood by all constituents. The average answer of all respondents was 2.74 out of 5.

Survey respondents were asked whether the board and councils have the necessary policies and procedures in place to guide governance and decision-making. The average answer of all respondents was a 2.74 out of 5.



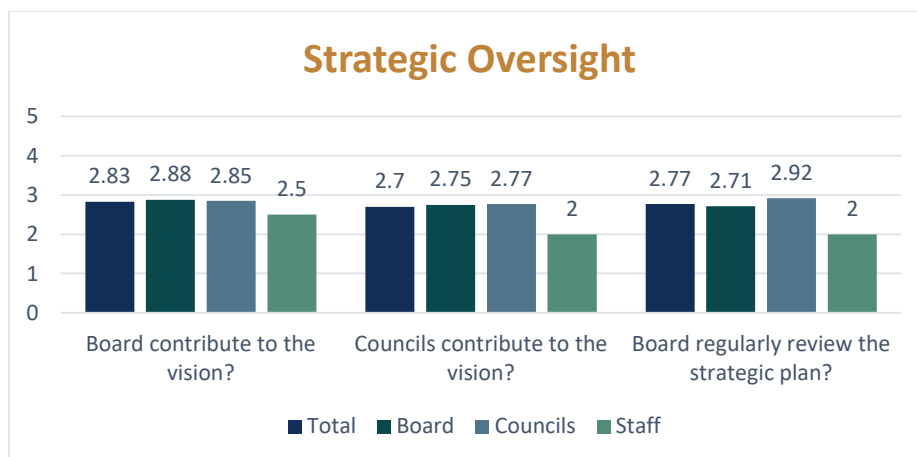
Respondents were asked to identify gaps in the organization’s governance structure. Gaps included:

- **Not focused on the game and organization as a whole** - focus on personal perspectives and not the global advancement of the game.
- **Lack of clear separation between board, councils, and other representative roles** – board members are required to represent their councils at the board level; conflicts of interest for those who are chairs of councils and also sit on the board; decision making powers between board and councils is very blurred; governance is too heavily tied to regional representation.
- **Lack of clear roles and responsibilities, who make which decisions, and how those roles work together** – an issue with governance overreach due to a lack of understanding on what the governing body does; too many differing opinions; board has too much power to override decisions of membership; lack of clarity on decision making pathway and accountability.
- **The board** - too many board members; too long of term lengths.
- **The councils** – councils’ input is not respected or utilized; motions need to be specific to each council; councils aren’t effective; councils believe they have more power than they actually do.
- **Lack of new people with fresh perspectives** – there’s a lack of fresh blood; minimal recruitment; need to find and select candidates.
- **Lack of training** – no policies on each role with responsibilities and expectations; no governance training.

## Section 2 - Strategic Oversight

Survey respondents were asked how effectively the board and councils contribute to setting and supporting the organization’s vision, mission, and strategic goals. For the board, the average overall response was 2.83 out of 5, and for the councils, the average overall response was 2.7 out of 5.

Survey respondents were asked whether the board regularly reviews and evaluates the strategic plan to ensure its progress. The average overall response was a 2.77 out of 5.



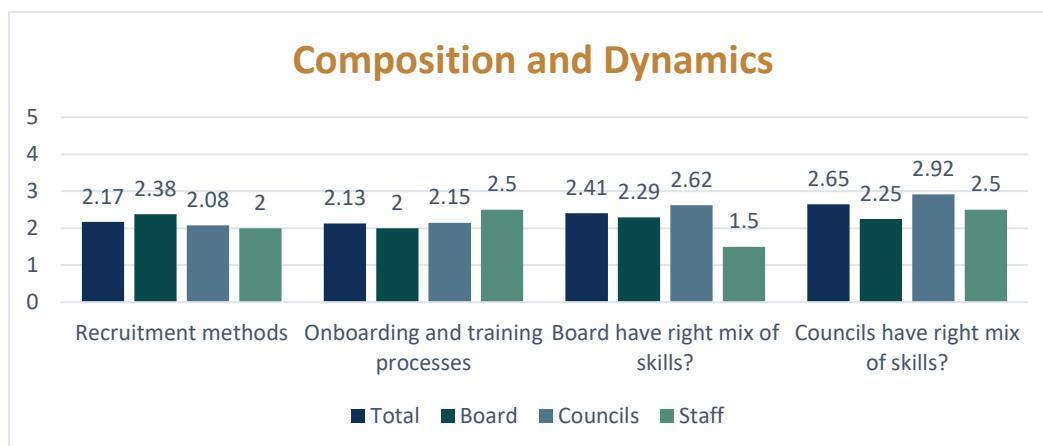
Respondents were asked to comment on the board’s strategic oversight process. Comments referenced:

- **Board is too focused on operations and not on governance or strategy** – board is too operationally involved; board rules with an iron fist; board is too focused on hockey operations and not on the strategic advancement of the organization; board is focused on responding to the desires of the regions which makes it reactionary and not at all strategic; the board meets and discusses more now than it ever has.
- **Communication** – the strategic plan is not shared with the membership or communicated on, so it's impossible to know if the board is achieving it; good communication; need more transparency as a whole.

### Section 3 – Composition and Dynamics

Respondents were asked how effective the recruitment and onboarding and training processes for new board members, committees, and councils is. Respondents gave recruitment methods an average overall response of 2.17 out of 5 and onboarding and training processes an average overall response of 2.13 out of 5.

Respondents were asked whether the board and councils have the right mix of skills, expertise, and diversity to address the organization’s needs and challenges. Respondents gave the board an average overall response of 2.41 out of 5 and the councils an average overall response of 2.65 out of 5.



The comments in this section are summarized as follows:

- **Focus of councils** – Often, council members are focused on the needs of their region and don't consider the needs of the province as a whole; council structure appears to be unproductive and a replacement structure is needed; lack of balanced discussions – always focused on elite hockey and never grassroots; the broader view of the entire organizations was taken away from councils in May; leave senior council the way it is.
- **Recruitment** – majority are elected or appointed to councils and some automatically fill onto the board; no specific skills matrix used; hard to get people to fill council positions; people’s motivations can vary; no process, procedure, or benchmarking; it’s whoever applies and who you know; simple, clear, and more frequent correspondence when roles are up for election.
- **No training** – no training to volunteers who sit on regions which leads to high turnover.

Respondents were asked what aspects of recruitment, orientation, and succession present opportunities for improvement:

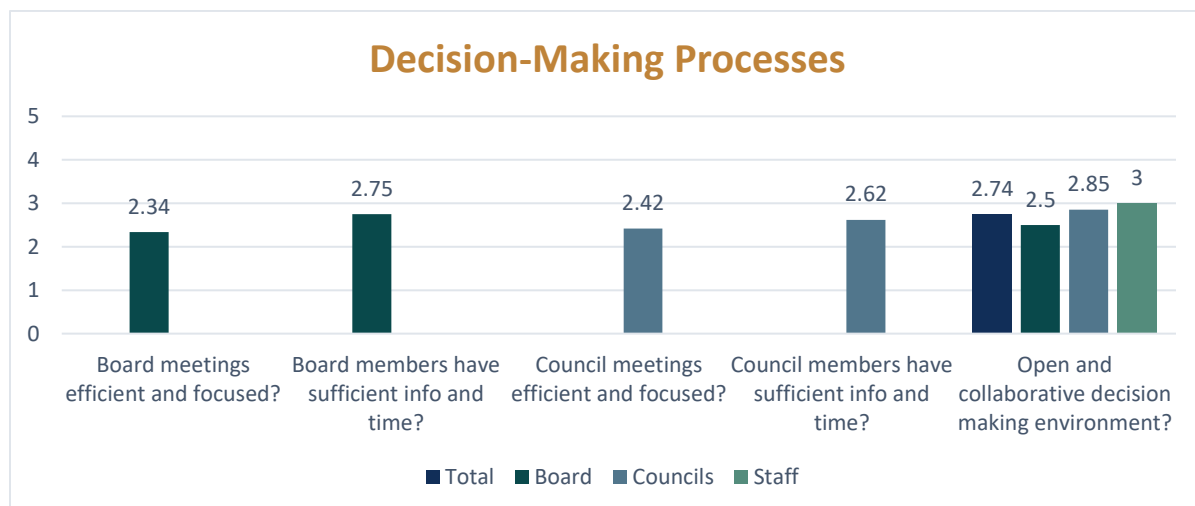
- **No recruitment, orientation, or succession practices** – no recruitment, orientation, or succession processes exist in the current structure; No aspects of these practices; no recruitment results in those stepping forward who have personal agendas.
- **How to recruit** – a skills matrix, third party recruitment of board members; make information more widely available; personal relationship recruiting and word of mouth are effective; external recruitment out in communities like Sport Manitoba; an independent HR recruitment firm or neutral professionals doing recruitment; find parents with graduated kids.
- **Need to develop processes** – we need a thorough review and development of recruitment, orientation, succession planning and onboarding; beneficial if Hockey Manitoba creates role descriptions for council members; a process will help new board members know what needs to be done and when; need to clean the book up and make it visually appealing.

## Section 4 - Decision-Making Processes

Board members were asked whether board meetings are efficient and focused on strategic priorities rather than operational details and responded with a 2.34 out of 5. Board members were also asked whether they have sufficient information and time to make informed decisions and responded with a 2.75 out of 5.

Council members were asked whether council meetings are efficient and focused on strategic priorities rather than operational details and responded with a 2.42 out of 5. Council members were also asked whether they have sufficient information and time to make informed decisions and responded with a 2.62 out of 5.

Everyone was asked whether there is an open and collaborative environment for discussions and decision-making and the average overall response was 2.74 out of 5.



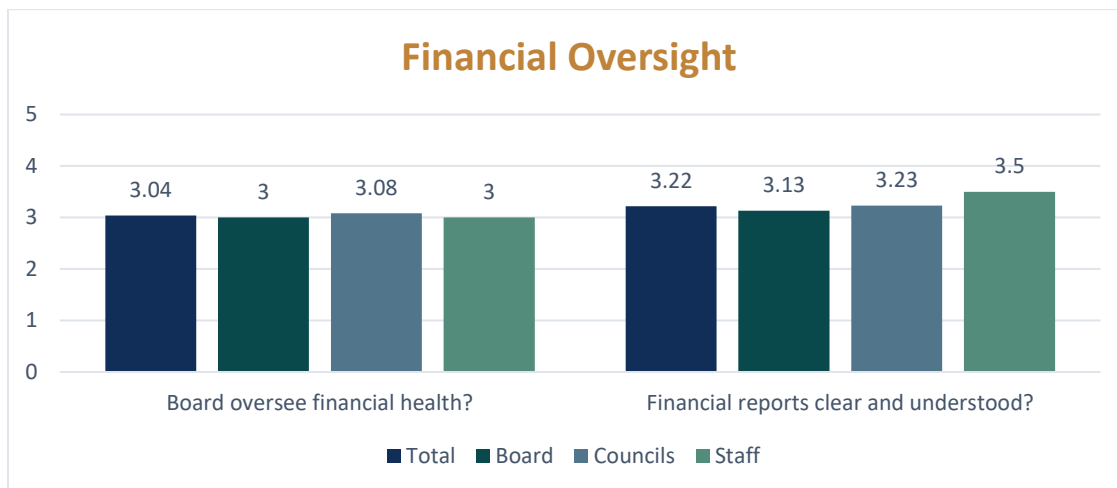
Summarized comments included:

- **Board decisions** – there are inefficiencies that detract from open and collaborative decision making.

- **Council decisions** – participation is encouraged at council meetings; council decisions get vetoed by the board, so it doesn't matter what's decided.
- **Focus of discussions** – focus is on operations with little to no focus on strategic priorities or direction; development is often overshadowed by other items; too many decisions are made for self serving reasons and not for the greater good of the entire organization.
- **Meeting preparation** – it seems board members have varied levels of commitment because not everyone is prepared for meetings; some members talk about being overwhelmed by the amount of information and don't seem to want to discuss all viewpoints before making decisions.
- **Available information** – full information is not always provided so that informed decisions can be made.

## Section 5 - Financial Oversight

Respondents were asked how effectively the board oversees the financial health and risks, including budgets, audits, and financial planning. The average overall response was a 3.04 out of 5. Respondents were also asked whether financial reports are clear, accurate, and regularly reviewed by the board or a committee of the board. The average overall response was 3.22 out of 5.



Respondents were asked what the board could do to improve its financial oversight and increase transparency.

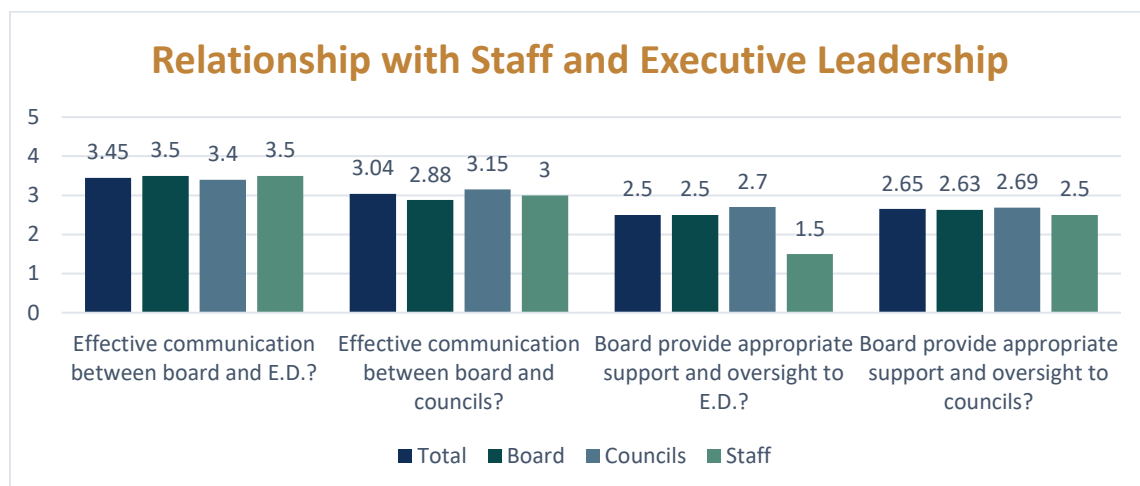
- **Investment policy** – create an investment policy.
- **More financial expertise** – recruit a financial professional to the board. Decisions are made by the finance committee and Executive Director; training for members to better understand what they're looking at.
- **Greater transparency** – share finances with membership; financial statements provided on a quarterly basis to voting members; share budget with councils.
- **Sufficient practices** – board and members provided regular financial updates three times a year; Board has access to financials monthly; finance committee reviews.

## Section 6 – Relationship with Staff and Executive Leadership

Respondents were asked how effective the communication is between the board and the Executive Director and the board and the councils. The average overall response for the board and the Executive Director was 3.45 out of 5 while the average overall response for the board and councils was 3.04 out of 5.

Respondents were asked whether the board provides appropriate support and oversight to the Executive Director without overstepping operational boundaries and the average overall response was 2.5 out of 5.

Respondents were asked whether the board provides appropriate support and oversight to the councils and the average overall response was 2.65 out of 5.



Respondents were asked to comment on how collaboration and trust could be enhanced between the board and Executive Director.

- **Clarify roles and responsibilities** – separate governance and operations; clear delineation of board and staff roles and then regular review of those roles and responsibilities would be helpful.
- **Collaboration** – collaboration needs to be consistent, regular, accurate, and informative to build trust; operating in collaboration.
- **Enhanced communication** – regular meetings between board and staff; more meetings.
- **Clearer direction to Executive Director** – clear goals need to be set and then followed up to see how they're being met; it's become evident the Executive Director is not receiving appropriate direction from the board; the board is working to establish regular reviews of the Executive Director's performance.

Respondents were asked to comment on how collaboration and trust could be enhanced between the board and councils:

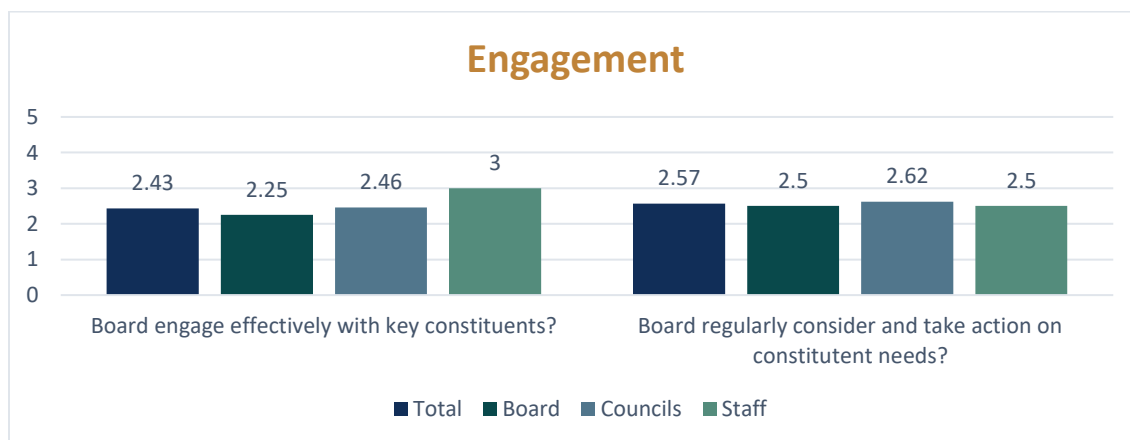
- **System overhaul** – there are deep wounds that cannot heal under the current system, so a major overhaul is required to enhance collaboration and trust.

- **Board support of council decisions** – the board needs to support councils’ decisions or clearly communicate why that cannot be done; decisions made at councils need to be supported by the board. It doesn’t make sense that board members vote on matters that aren’t under their area of responsibility.
- **Providing support to regions** – providing guidance and support to regions to help with implementation of projects and new ideas.
- **Enhanced communication** – effective, directed communication; more meetings; president should be visible at all council meetings.
- **Clarify roles** – the board and councils both need to be better under their roles and responsibilities; there will always be friction between volunteers and staff because volunteers want to be directly involved in decision making.

## Section 7 – Engagement

Respondents were asked how effectively the board engages with key constituents, including members, athletes, coaches, officials, sponsors, and the community and the average overall response was 2.43 out of 5.

Respondents were asked whether the board regularly considers stakeholder needs and takes action to respond to those needs, either through strategic planning, action through governance, or directing the Executive Director and the average overall response was 2.57 out of 5.



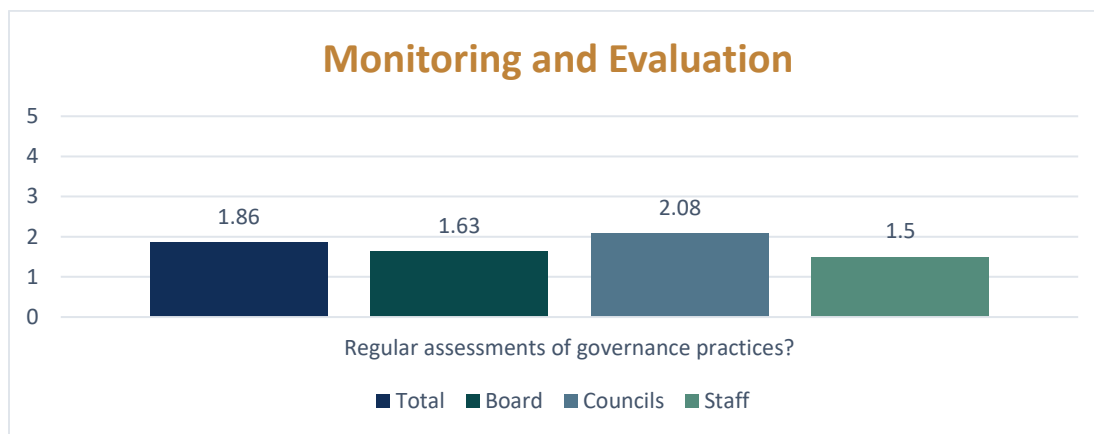
Respondents were asked what additional steps the board could take to better connect with and serve its constituents:

- **Board presence** – board members and staff should be visible at Hockey Manitoba events; the Board or President should be at region meetings and have regular contact with regional directors; be out in communities and around the game.
- **Connect with the rural** – support all regions of the province; better connection with rural communities.
- **Connection with members** – staff should be available by phone; conversations between the board and its constituents need to happen.
- **Enhanced communication** – open and accurate communication; more transparency and report of day-to-day operations; work in a customer service-oriented fashion.

- **Increased engagement** – do more surveys and hold information sessions; ensure members are heard.
- **Organizational changes** – new and truly representative governance model; leave things the way they are.

## Section 8 - Monitoring and Evaluation

Respondents were asked whether there are regular assessments of the organization’s governance practices and policies, and the average overall response was 1.86 out of 5.



Respondents were asked how the board evaluates its own performance and identify areas for improvement:

- **No processes** – doesn’t happen; don’t know; no defined process; we don’t; board members with portfolios outside of Hockey Manitoba are very busy during hockey season.
- **External audit** – external audit.

Respondents were asked to comment on the greatest successes and biggest opportunities of the organization’s governance practices:

- The successes:
  - **Ability to respond** – meeting the changes in hockey over the last few years like maltreatment guidelines and Hockey Canada directives; building grassroots in a difficult environment; finding solutions to run programming more cost effectively.
  - **Good people** – we have good people on staff; the female council; organization remains strong; changing the board to qualified and dedicated individuals focused on the organization’s future.
- The opportunities:
  - **Right now** – this is the start of a good change; restructuring and focusing on modernizing and efficiency.
  - **The opportunity to change** - to move in a direction the membership requested when they voted for a governance change; room to grow and better align to members’ needs;
  - **Player focused** – to recruit more children to the game; implementing a “player centric” model will ensure we are making the best decisions for the right reasons.
  - **Greater accountability** – to create an environment where the office is accountable to the board and membership at a higher rate.

- **Defined roles and responsibilities** – defined roles and responsibilities will provide the appropriate direction and clarity; a solid governance structure that represents most members with no assigned committees.
- **Defined direction** – an active strategic plan will help to keep all members on the right directional path to success and can be used as a measurement tool.

## Section 9 – Risk Management

Respondents were asked how well the board identifies and manages risks to the organization, including legal, financial, and reputational risks and the average overall response was 2.74 out of 5.

Respondents were asked whether there are contingency plans in place for potential crises or emergencies. The average overall response was 2.75 out of 5.

Respondents were asked whether the board identifies, addresses, and resolves conflicts of interest and the average overall response was 2.6 out of 5.



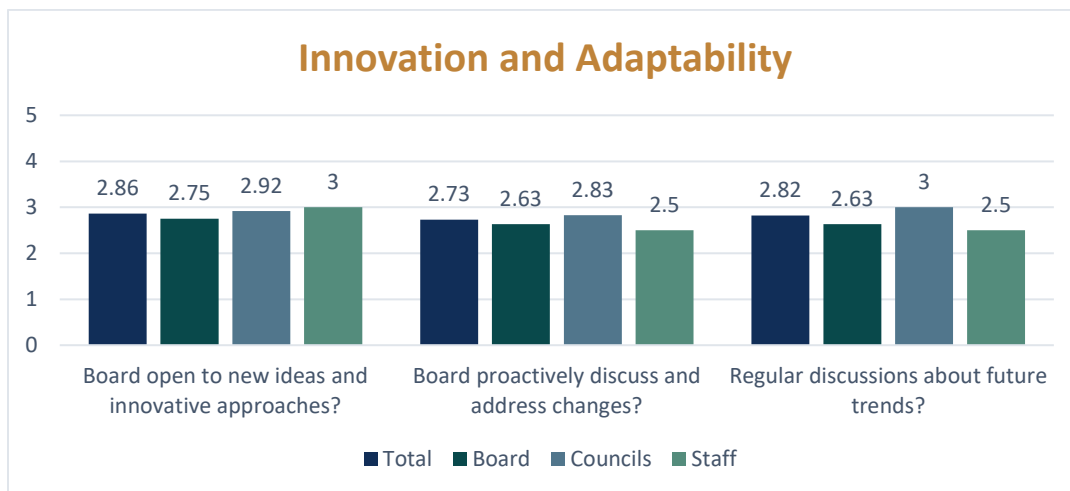
Respondents were asked what emerging risks the board should be paying more attention to and how they should be addressed.

- **Declining participation** – decline in numbers. We need to find a way to engage newcomers; reduction in numbers.
- **Unsanctioned hockey & competition** – unsanctioned hockey; competition and how we treat accredited schools and vet their applications; entrepreneurial groups.
- **Responding to members’ needs and interests** – everchanging landscape and demands of the game from customers dictate how we need to respond; emphasis on grassroots; membership retention.
- **Financial impacts** – costs becoming too high; funding cuts; financial crashes; the financial state of MHAs, leagues, and regions.
- **Insurance risks** – what it covers and doesn’t; insurance may not cover victims of abuse from previous times.
- **Conflicts of interest** – the need for an independent board is crucial.

- **Being responsive** – we can't predict emerging risks so we must be flexible and proactive in responding.
- **In-fighting** – we will be picked apart if we focus on our own problems rather than the issues facing the entire organization.
- **Other** – maltreatment, pandemics, Hockey Canada, poor governance, staffing turnover.

## Section 10 - Innovation and Adaptability

Respondents were asked how open the board is to new ideas and innovative approaches to achieving the organization's mission. The average overall response was 2.86 out of 5. Respondents were also asked whether the board proactively discusses and addresses changes in the sport environment, such as new regulations, funding opportunities, or community needs and the average overall response was 2.73 out of 5. Finally, the board was asked if there are regular discussions about future trends and their potential impact on the organization. The average overall response was 2.82 out of 5.



Respondents were asked to suggest an innovative initiative or change that could help the organization better achieve its goals:

- **Governance changes** – governance model at the Hockey Manitoba level; this review; review and revamp the governance model; an independent board to allow the organization to achieve its goals; proper committees to form and operate.
- **Determine member needs and deliver** – work to understand what people really want from hockey as people should be able to find a level of commitment that is affordable and allows other interests; innovative product delivery models need to be evaluated.
- **Be more transparent** – post board minutes where members can gain access via a secure system; publish the strategic plan.
- **Expand to Brandon** – open an office in Brandon.

## Section 11 - Overall Effectiveness

Respondents were asked what the board's greatest strengths were in fulfilling its governance responsibilities.

- **Pursuing this governance review** – undergoing a governance review is a start; implementing the results of this review.
- **Increased transparency** – streamlined communication for everyone; discussion and open communication; open, fair discussion; allow regions and voting members to have more insight.
- **Limited strengths** – don't believe the board has strengths right now; the board is not independent due to having to vote with their council which results in conflict; certain board positions carry too much weight based on their representation and this has hindered what the majority wants.
- **Passion** – passionate and diverse members; broad range of experience; we need to find people with strengths in areas as opposed to just taking whoever stands up for election.
- **Status quo** – leave it the way it is.

Respondents were asked what areas of governance require the most improvement to enhance the board's effectiveness:

- **Separating governance and operations** - separate operations.
- **Independent board** – an independent board with required skillsets; separating the board from the councils; set aside regional bias; board independence; if board members are not independent, they serve two masters; the board focuses on governance, policies, procedures, and representation while the Hockey Manitoba staff provide solid and progressive operations.
- **Think for the good of the game** - create an independent environment where the board can feel comfortable in making tough decisions; make unselfish decisions on what is best for the game; invest in the game outside of high performance.
- **Role clarity** – clarity of responsibilities and procedures; clear definition of office roles and board roles.
- **Representation of the membership** – update membership representation so that a minority cannot stop a majority; fair representation.
- **Board Process Updates** – board term limits.
- **Think forward** – the ability to be proactive; continuous improvement and innovation, with transparency.
- **Recruitment** – finding knowledgeable, interested people.
- **Upholding the rules** – we bend our own rules way too much.

Respondents were asked what barriers were preventing the board from functioning at its best:

- **The connection of the board to the councils** – board members who are elected by councils; dependence on the councils; the councils.
- **Regionalism** – sometimes urban rural split; some division between urban and rural and grassroots vs competitive; regional bias and regional obsession with protecting their own borders and programs; dominance of one region; poor representation of membership.
- **Unbalanced board contributions** – some board members are pushing hard everyday, and others jump in when they feel like it.
- **Focus on operations** – too much dedication to the hockey operations side and lack of dedication to the governance side.
- **Lack of unity** – we're a split board when we should be focused on what's best for all participants; abuse of power for personal gain in the past; staff that impose their beliefs into the decisions made without following the Hockey Manitoba constitution.
- **Complex system** – the entire system is far too complex. Need to simplify in all areas!

Respondents were asked about one thing they'd change about how the board operates:

- **An independent board** – independent; truly independent board; board members don't represent any specific area or group; similar to the independence of the Sport Manitoba board; need to be less beholden to the whims of the individuals on councils and focus on the best interests of all of our membership.
- **Transparent** – being more transparent and not hiding behind the doors; transparent and accountable.
- **Separating governance and operations** – separate operations; an independent board that focuses primarily on policy governance oversight and adopting a "nose in and hands off" approach to problem solving; understanding governance vs policy.
- **Greater diversity** – we need more women on the board.
- **Change how votes pass decisions** – the content of the board would be modified to reflect the membership's vote that occurred May 2024 where over 90% of the membership indicated their desire for change but 4 board members stopped it; focus the board agendas on being policy driven and not repeatedly discussing the same issues.
- **Office in Brandon** – have an office in Brandon, not just Winnipeg.

## Appendix B – Semi Annual AGM Workshop Notes

On January 18, 2025, Spark Solutions ran a workshop at the Semi Annual AGM. Participants were invited to discuss the potential strengths/opportunities and challenges/drawbacks of making three governance-related changes at Hockey Manitoba: (1) independent directors, (2) staff-led operational execution, and (3) one member-one vote. The discussion was recorded by note-takers within the breakout rooms and has been themed and captured here.

### Part 1 – Independent Directors

*What are the potential strengths or opportunities that would come with making this change?*

- **Independence could limit potential conflicts of interest** – remove conflicts of interest; no biases in decision making or conflicts of interest on board; assumption is that current directors are not independent; no conflicts of interest; there should be trust from membership; unbiased decisions.
- **Focus on vision** – working for the entire Hockey Manitoba organization; open minded and innovative because of no set portfolio; board could be more policy and vision oriented and not operationally based; like minded people working for a common cause.
- **Defined roles** – defined roles; roles defined; board have focus on certain responsibilities and office has focus on certain responsibilities with roles clearly defined.
- **Director recruitment** – have a recruitment process; nature of who gets involved is the same kind of person; need more diverse thoughts and gender equality; might see more willingness for people to join the board; more clearly defined roles may attract more people from within the hockey community and from outside; potential to community members that can provide influence over communities and government to benefit the programs.
- **Limited hockey knowledge** – could be impartial with limited hockey knowledge; an independent board could also be independent of Hockey Manitoba.

*What are the potential challenges or drawbacks that would come with making this change?*

- **Limited hockey knowledge** – may not be ‘hockey people’.
- **Finding independent people** – finding independent volunteers to sit on a board; the pool to seek non-biased directors is smaller than we think; how do we find people with no personal connections; challenge of finding potential members that don’t have a current or future invested interest in hockey.
- **Finding knowledgeable candidates** – limited volunteer resources; right people with the necessary knowledge; recruitment may not be easy; struggle to get to a unique, diverse group; not knowing a lot about hockey or hockey related decisions; an independent group may not understand some of the challenges that exist around the province in geography, population, or demographics; are we overlooking people who are right for these roles because they are committed to other roles.
- **Nominations process** – what does the nominating committee look like; vetting process.
- **Representation** – dynamic of Hockey Manitoba where Winnipeg is the majority and finding the right mix of city and rural; independent directors may not bring forward the direct needs of special interest groups (female, development, etc.) if they are not coming with that area of expertise.
- **Separation of responsibilities** – separation of responsibilities if not chosen for a specific position.

- **Other** - we talk about hockey but not about the financials, budgets, HR, etc. Direction of the association vs rules and operations; financial obligation struggles.

## Part 2 - Staff led operational execution, supported by members (either through operational committees, advisory groups, taskforces, and/or feedback processes)

*What are the potential strengths or opportunities that would come with making this change?*

- **Staff-led initiatives** – staff supported by an expert group underneath (collaboration); staff being an expert in a specific aspect of hockey people can go to; staff feel more comfortable to make decisions with support and working with their committees; giving the staff a feeling of empowerment and drive to achieve their tasks which equals better production overall; councils have lots of good ideas but they don't come to fruition. Staff would be involved with committees and help execute the change.
- **Enhanced communication** – provide better detail (staff and group) to everyone; clear lines of communication could help in making sure people are getting the correct answers and there isn't confusion; a flow chart could be easily digested and understood by all members; when an issue comes to vote the issue has been flushed out and presented well in advance to negate changes at the last-minute resulting in not everyone voting on the same proposal.
- **Less interference** – staff will run what they are directed as per our outlined programs with no interference from the board; less interference to execution of delivering programs.
- **Spreading out work** – spreads the workload out and avoids bit tasks with more specific tasks; this would spread out the potential workload; parcelling out the individual tasks, example development separated from high performance; responsibility of volunteers shifts to future development, while the staff focus on execution.
- **Clear roles and responsibilities** – better defined roles and responsibilities; strength of having the Executive Director taking the direction and passing that along to their staff to execute, not orders coming from all areas.
- **Engagement & consultation** – ensuring everyone still has a voice would be a positive; could create more engagement between the existing councils, and the ability to share best practices.

*What are the potential challenges or drawbacks that would come with making this change?*

- **Staffing complement** – feels like an increase in staff would be required, which could be challenging to fund and keep long term; don't know what staffing composition would be needed to handle this; more cost for more staff; the Executive Director needs to be held accountable by the board.
- **Major change** – membership coming around to a new way of thinking and a new way of working; 'staff led' may be hard to get to for volunteers; this would be a major departure from how we currently operate and could take more time than people would like to adjust to this type of model as people may no longer be able to deal with the people that they regularly talk to.
- **Number of volunteers & committees needed** – number of volunteers; having a high number of committees and standing task groups could be hard to manage; multiple committees providing feedback into one broad topic, i.e., development or female council.

- **Gathering feedback** – more diverse information coming in, but also more information to compile and agree to before passing on to staff; there may be reluctance to implement because the regions had no input into a topic or outcome; by eliminating the membership from the decision, you lose buy-in.
- **Overlooking important topics** - opportunity for a special interest to get ignored. Would rely on staff to call out where there is more need for more info or a task force to be created.

## Part 3 – Voting Model of *One Member = One Vote*

*What are the potential strengths or opportunities that would come with making this change?*

- **Fairness** – one vote per region is fair; used to be like this and it was fair; better representation of the membership.
- **What’s a member** – member needs to be defined; 1 vote is fine, but what is THE vote and who votes with the 1 vote; need a Made in Manitoba solution to this.
- **Voice** – only people voted in should have a vote; be better left at the region level to bring the vote forward rather than every individual MHA. Less workload on volunteers who may not be in the know; everyone feeling like they have a voice and their vote counts.

*What are the potential challenges or drawbacks that would come with making this change?*

- **Representation** – regions are not balanced and may have 6 MHAs or 18 MHAs. One vote per region or one vote per MHA would be drastically different; one vote per MHA would more closely represent the player population but could very easily sway decisions based on the province’s population density; people will feel either justified or ripped off, like their vote is not representative of the strength/size of their membership; membership not represented through voting. Winnipeg’s region has close to the same number of members as the rest of the province, so why wouldn’t they have an equal say compared to the rural areas; our drawback would be that the geography of THIS province makes it challenging to implement this change when 80 percent of the population lives outside our one major center. We have also seen councils vote in the opposite manner from their other regional councils; every association is different in size and wants different things so may not be the best for the province as a whole; hard to get a true 1 member 1 vote; each situation will require a different outlook as to how many should be voting and what is the weight of the vote; one vote regardless of numbers (programs and votes are programs and votes).
- **No board vote** – voting by the people who are involved – no board to overturn the will of the groups.
- **Conflicts of interest** – have responsibility to support overall health of the organization – voting what is good for you locally or voting for what is best for all; opens the door for conflicts of interest at lower levels/hard to monitor it.

## Appendix C – Provincial Branch Governance Practices Review

This section details seven provincial hockey branches and their governance and operating models. The first paragraph describes the board and its structure, the second paragraph describes the nominations process utilized by the provincial branch, the third paragraph describes the operational structure, the fourth paragraph describes the membership structure and voting rights, and the final paragraph describes the governance changes the provincial branch has been through. The branches are presented alphabetically by province.

### Hockey Alberta

Hockey Alberta operates with a policy governance board. The board has nine individuals with one Chair and eight directors. Each term is three years and may serve for two terms. The board has three standing committees (audit, finance and risk, governance, and organizational advisory) and is also able to appoint ad hoc committees annually. A fourth committee, a Life Member Committee, is made up of board members and Life members.

The board appoints a nominating committee who prepares a suggested slate of Directors who are nominated for election at the AGM. The nominating committee utilizes a skills matrix to seek qualified candidates. The skills matrix is also used by each of the Directors on the board, and when a member of the Board leaves, the overall evaluation of board strengths and possible gaps are identified and provided to the Nominations Committee. The Board also completes its own evaluation annually in three ways: a survey to all board members which is then summarized and reviewed by all, an opportunity for feedback to be sent to the Chair, and an annual 1-1-1 session with the Chair, Director, and President & CEO.

The board delegates to the President & Chief Executive Officer the authority to manage and direct the business and affairs of Hockey Alberta. In addition to the staff they hire, the President & Chief Executive Officer has approximately 20 operational committees (ex. officiating, minor discipline, minor administration, MHA liaison, U11 AA, minor leagues, player safety, equity, diversity & inclusion, hall of fame, elite hockey) that report to staff management and contribute to the organization operationally. Individuals apply to sit on those committees and are appointed by the President & CEO or designate.

Hockey Alberta has Regular Members, who may be an amateur hockey league of the junior, senior, college or university division, a minor hockey association, an accredited school program, or a provincial or regional organization that operates an amateur hockey program for adapted hockey or recreational hockey, Associate Members, and Life Members. Regular members are entitled to one vote for each one hundred players registered in the previous season. Associate and Life members are not entitled to vote. Members vote on amendments to the bylaws, approval of financial statements, appointment of the auditor, and elections of directors.

Hockey Alberta's governance evolution began in 2014. Change was proposed at one AGM and a motion was passed on one set of bylaws at the following AGM. Previously, the organization had a 23-person board with

zones and positional representation (such as an Officials Director). When the motion was passed to change, an operational council was set up where regions voted on matters and helped inform the work of the CEO and President. After three years, the operations council decided it was no longer necessary for the organization to function effectively, and the group was disbanded by motion of the board.

## BC Hockey

BC Hockey has a policy governance board. The board has nine independent directors who are elected and can choose to appoint a tenth. Each term is three years with three directors elected each year. The board is focused on governance and policy development/management. The board has seven standing committees (Conduct, Finance, Governance, Human Resources, Nominating, and Risk Management). The chair of each standing committee is appointed by the Chair of the Board and must be a member of the Board (except for the Nominating Committee). The board can establish work groups to undertake a specific issue or project that will be completed within a defined period of time.

The Chair of the Nominating Committee, and the committee members, must be arms' length from the board. The committee is meant to attempt to attract candidates that have specific skills and attributes beneficial to serving as a director while meeting the eligibility requirements for being a director. The Chair of the Board is elected by the membership and must be a current elected Director whose term does not expire at the Annual General Meeting where the election is occurring and has been nominated for the position. Those who do not win the Chair are eligible to run for an available position of Director immediately following the election or remain on as a director if they are currently a Board member.

The Chief Executive Officer is responsible for the day-to-day operations of the organization and their responsibilities are laid out in the bylaws of the organization. In addition to the staff they hire, the Chief Executive Director may establish task groups to complete specific operational plan tasks. As well, the organization has four divisional committees – adult male, female, junior, and minor - that make recommendations related to athlete development, provide recommendations to the Board regarding key issues, and provide opportunities for discussion and communication. Although traditionally one representative from each of the eight regions would sit on each divisional committee, these Divisional Committees are an artifact of when BC Hockey had an Operational Board, and so three of the four are currently not populated and are not operating, as we contemplate the form of Resolution required to remove them from the Bylaws. Only the "Minor Committee" remains – and serves as a 'touchpoint body' between the Chair and the Presidents of each of the eight regions.

BC Hockey has ten classes of members: district associations (voting), district hockey leagues (voting), directors (voting), Hockey Canada accredited schools (voting), hockey leagues (voting), minor hockey associations (voting), minor hockey teams (voting), senior and junior teams (voting), associate members (non-voting), and honorary life members (non-voting). Each voting member is entitled to cast one vote on any matter on which Members are entitled to vote. Members vote on amendments to the bylaws and regulations, approval of financial statements, appointment of the auditor, and elections of directors. The regulations include membership, registration, tournaments, exhibition, and all-star games, playing rules, championships, conduct, appeal procedures, and nominating procedures.

BC Hockey's governance evolution began in 2016. Prior to this change, the board contained up to 23 members. With historical requirements at times that included geographical representation. Changes were communicated and discussed for several years prior to the membership passing the motion through one set of bylaws to move to a policy governance model. This did require large changes to most Bylaws and Regulations. The organization is happy with how its operating but is looking to make several small changes to its committees in the future in order to enhance how it operates.

## Ontario Hockey Federation

Ontario Hockey Federation utilizes a governance board. It has nine directors comprised of individuals with collectively diverse backgrounds including, but not limited to, differences in gender, ethnicity, geography, and race. Directors are elected for three-year terms with no term maximums. The Directors appoint the Chair to a three-year term for a maximum of two terms. The Directors also appoint a Secretary-Treasurer for a two-year term.

The Governance-Nominations Committee prepares a slate of candidates for election which shall be equal to the number of Directors to be elected at the Annual Meeting of Members. The Committee is currently working on the development of a skills matrix to use to guide the nominations process.

The Executive Director is appointed by the Board and oversees the management and operations of the organization. The Executive Director has formed standing operational committees (finance, scholarship, senior leadership, development, officiating, marketing, and revenue). The committees provide feedback that support staff in executing their duties. Operational work is led by staff but shared with membership through six to eight association calls on a variety of topics each year.

The OHF has seven members (GTHL, NOHA, OHA, OHL, OWHA, OMHA, the Alliance) and each are entitled to cast one vote on matters which Members are entitled to vote. The Board forms committees (audit, governance and nominations, risk), work groups, and task teams as needed. Members vote on the amendments to the bylaws and the regulations.

The OHF completed a formalized governance review in 2018 and created an independent board at that time. Prior to this change, the board had two representatives from each of the seven members. The organization continues to focus on its governance practices and is currently exploring how it can change its practices to become more attractive to candidates of diverse identities.

## Hockey New Brunswick

Hockey New Brunswick utilizes a hybrid governance and operational model. The Hockey New Brunswick board consists of a President, Past-President, 8 Board Members/Region Chairs, the Minor Hockey Council, Officials Council and Senior Hockey Council Chairs, the Female Hockey, Junior Hockey, Elite Hockey Commissioners, and the Finance Committee Chair. The President is elected by the membership to a two-year term. The Vice-President is elected by the board to a two-year term. Region Chairs are elected by their region for two-year terms. Council Chairs are elected by their respective Councils and serve two-year terms. The Female Hockey, Junior Hockey, Elite Hockey Commissioners are appointed by the board for two-year terms. Some positions are

elects on even years and others are elected on odd years to support succession. The board utilizes standing committees (Risk and Safety, Finance, Awards, Development, Personnel) which are appointed by the board.

The Nominations Committee is an ad-hoc committee of the board that is struck when needed, however, the organization finds the nominations process challenging in building a diverse board because directors are elected or appointed in several different ways.

The board employs an Executive Director that is responsible for all Councils (Minor, Officials, Senior) and Commissions (Female, Junior, Elite) and performs and administers all day-to-day operations, attends scheduled and approved meetings and assists with general duties as needed. Councils and Commissions complete updates to their own operations manuals but the board makes final approvals. The Executive Director and their staff execute the daily work of the organization.

Hockey NB's members are: individual elected in accordance with the bylaws, individuals appointed in accordance with the bylaws, all hockey associations, clubs, teams, leagues, and Individuals, parents or guardians of registered participants and individuals that are associated in any capacity, category, or affiliation with activities under the jurisdiction of Hockey New Brunswick, and associate members which includes individuals, teams, leagues or groups that receive associate member status. At Annual General Meetings, the voting is as follows: Board Member/ROC Chairs (8), Council Chairs (3), Commissioner Chairs (4), Regional Council (6 per Region x 8 Regions), plus the President for a total of 65 votes.

The board has discussed governance for the past few years, specifically the Canada governance code. However, the board has not engaged in a formal governance review or pursued any changes recently.

## Hockey Newfoundland and Labrador

Hockey Newfoundland and Labrador operates with a hybrid governance and operational board. The board has 11 directors. There is a President, a Vice-President, four Directors who are elected by the Female, Minor, Senior and Adult Recreation Councils, and Junior Divisions, the Referee in Chief, the Hockey Development Chair, a Treasurer, and two Directors at large. The entire board is elected at the same time every two years. Individuals can only run for one position in a given election year. Directors may serve for no more than four terms. The board operates with standing committees (Audit and Finance, Risk Management, Governance, Nominating, Human Resources and Personnel, Development, and Officiating). Except for the Nominating, Development, and Officiating committees, the President appoints the chairpersons. The President appoints the committee members for the committees, except for the nominating and audit and finance committees. The President may also establish task teams to undertake a specific task or project that is to be completed within a defined period of time.

The Nominating Committee is responsible for ensuring the board is composed of qualified, diverse, experienced, and skilled persons capable of, and committed to, providing effective governance leadership to Hockey NL. The chair and committee members are appointed by the Board and are individuals who are at arm's length from the Board. The committee prepares a slate of acceptable candidates for each position and vets those who are nominated.

The board employs an Executive Director who manages the office and conducts the day-to-day business. The organization has four Council Executive Committees – Senior and Adult Recreation, Junior, Minor, and Female. The Council Executive Committees make decisions and ruling on matters regarding hockey operations including the enforcement of the regulations and policies within their respective Divisions. The Committees have the authority to settle all questions on the regulations and playing rules in their respective division and these decisions do not impact any other division. The councils also propose changes to the governing documents to the Board. Hockey NL also operates with a Referee Committee and Hockey Development Committee. Both are operational in nature and are chaired by the Referee in Chief and Hockey Development Chair, respectively.

Hockey NL has the following members: voting members (minor hockey associations, minor hockey leagues, junior members comprised of leagues and teams, senior members comprised of leagues and teams, female representatives of minor hockey associations, female hockey leagues) and non-voting members (associate members, key stakeholders). For voting members, each minor hockey association receives one vote, each minor hockey league member receives one vote, each junior league and each junior team receives one vote, each senior league and each senior team receives one vote, one female hockey representative of each minor hockey association receives a vote, and each elected member of the council executive committees receive one vote. The bylaws are voted on by the membership while the regulations are voted on by the board.

Hockey NL made large changes to its governance in 2021. In 2022, council chairs were removed from the board and were replaced with directors that are elected by the councils but do not represent them. They continue to make changes to their bylaws each year to improve their governance practices.

## Hockey Nova Scotia

Hockey Nova Scotia utilizes a hybrid governance and operational model. The Hockey Nova Scotia board of directors is comprised of a President, Immediate Past President, Vice President Finance and Administration, Vice President Hockey Operations, Chair of Minor Council, Chair of Junior Council, Chair of Elite Hockey, Chair of Female Council, Chair of Diversity and Inclusion, Chair of Risk Management, Director of Officiating, and Medical Director. The President and the Vice President Hockey Operations are elected by the membership to two-year terms for a maximum of two terms. The Vice President Finance and Administration, Chair of Diversity and Inclusion, Chair of Risk Management, Director of Officiating, and Medical Director are appointed by the elected members of the Board while the others are elected. The organization has standing committees (Appeals/Protest, Awards, Staff Advisory, Legacy Fund, Diversity & Inclusion, Risk Management, Bylaws Review, Nominating, Finance).

The Nominating Committee is composed of the Past President who chairs and two members in good standing named by the President. The Nominating Committee presents a slate of candidates for the positions of President, Vice President Hockey Operations, and elected Council Chairs and vets other nominations received. A candidate for President must serve one complete term on the Board before being eligible. A person must serve on the board or on a council for a two-year term or held an executive position with a league, club, or minor hockey association for three years to be eligible as a council chair.

The board employs an Executive Director who oversees the day-to-day business. Hockey Nova Scotia uses councils – Minor, Female, Junior, Senior/Adult Recreation, Hockey Development. The councils are each

composed according to their individual needs. The councils make recommendations for changes to the regulations to the board. The Executive Director, and their staff, work with the operational volunteers to execute operations.

Hockey Nova Scotia has the following voting members: officers of Hockey Nova Scotia, Board of Directors of Hockey Nova Scotia, Junior Council Official delegates (3), a Female Council delegate (1), Minor Council delegates (5), and one vote for each of the Elite Hockey leagues (Major U18, U16AAA, and Major U15). These voting members vote on both the bylaws and the regulations.

Hockey Nova Scotia hired an external consultant to complete a governance review in 2021 but the project lost momentum due to COVID and board turnover. There is interest to revisit this and make changes to enhance the organization's governance in the future.

## Hockey Saskatchewan

Hockey Saskatchewan operates with a policy governance board. The board has nine independent directors that are elected to three-year terms, to a maximum of two terms. The board elects a Vice Chairperson that will become the Chairperson of the board upon the expiration of the current Chairperson's term. The Chairperson must have served as Vice Chair for at least one full year for the immediate three previous years and must be a current Director. The board has four standing committees (finance/audit, governance, human resource, nominating). The Chair may also establish task teams to undertake a specific task or project that is to be completed within a specific period of time.

The Chair of the Nominating Committee and its other members shall be appointed by the Chair of the Board and shall be individuals at arm's length to the board. A skills/competency/experience matrix is utilized for Board assessment and candidate recruitment. Members of the Board must represent a cross-section of all membership to fulfill the roles to represent the membership on the board. If fewer candidates are nominated than the positions available, or there is a vacancy, the Directors may appoint someone to fill the vacancy(ies) until the next AGM.

The Board hires a General Manager to oversee the day-to-day operations of the organization. The General Manager does not use operational committees other than a committee that looks at appeals (this is made up of Directors of the Board); staff are responsible for managing all operations. The General Manager and staff engage in extensive consultation processes with members by holding monthly calls where they share operational updates and invite member feedback.

Hockey Saskatchewan has Regular Members (local minor hockey associations – one per city, town, or hamlet, all officiating development leadership team members who represent all hockey officials, and the following registered leagues – Junior A, Junior B, Junior C, Senior, and Life members). Regular members receive one vote on any matter on which Members are entitled to vote. The Hockey Saskatchewan board receives a block vote (1 vote per active member of the board), and the chair casts the vote block either in favour or against the motion being considered. The officiating development leadership team members receive a maximum of 5 votes. These groups vote on bylaws-related matters only (not on regulations).



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Hockey Saskatchewan previously had a board of 28 people with many of those people in operational roles. Close to five years ago, the membership voted to change the board to a governance board with independent directors. Five years ago, the membership voted to change the voting structure from a weighted structure to a one member, one vote structure. Three years ago, the membership passed a motion to bring the number of directors down to nine.