

BY-LAW #1
GOVERNANCE

1) Executive Committee

- i) The use of the word “officers” throughout this document shall refer to each member of the Executive Committee duly elected to represent the membership as outlined in these by-laws of the Association.
- ii) The Executive Committee shall consist of a maximum of 5 officers to represent the Association. These officers shall constitute the Executive Committee of the Association. The Executive Committee will consist of the following positions:
 - (a) President
 - (b) Past President (if willing to participate)
 - (c) Vice President
 - (d) Secretary
 - (e) Treasurer

2) League Conveners:

- i) The Executive Committee will select and appoint the appropriate number of League Conveners to run the selected age groups of the association. These volunteers will carry one vote and will attend Executive Committee Meetings by invitation only. League Conveners are considered Members of the league and will receive all privileges of Members. The Executive Committee may add or delete to the number of conveners depending on the number of participants during registrations. The age groups of the association will normally consist of the following:
 - (a) Grade K-2 Mixed
 - (b) Grade 3-4 Girls
 - (c) Grade 3-4 Boys
 - (d) Grade 5-6 Girls
 - (e) Grade 5-6 Boys
 - (f) Grade 7-8 Girls
 - (g) Grade 7-8 Boys

These age groups are subject to change if membership numbers are too low to support any of the aforementioned groupings.

3) Powers of the Executive Committee

- i) Powers of the Executive – The Executive Committee have the powers to make decisions in the interest of the league. It may at times delegate any of its powers, duties and functions, as they deem necessary.
- ii) Managing the Affairs of the League_-- The Executive Committee may make policies and procedures for managing the affairs of the League.
- iii) Discipline -- The Executive Committee may make policies and procedures relating to discipline of Members, Executive Members and or Conveners and shall have the authority to implement discipline in all categories.
- iv) Employment of Persons -- The Executive Committee may employ such people, as it deems necessary for the operation of the league.
- v) Interpretation of By-Laws -- The Executive Committee shall have the authority to interpret any provision of these By-Laws, which is ambiguous or unclear.
- vi) Authority -- The Executive Committee shall have the authority to oversee the implementation of policies during intervals between meetings of the Executive Committee and the membership.
- vii) Meetings -- Meetings of the Executive Committee shall be held at such time and place as determined by the members of the committee, provided that reasonable notice of the meeting shall be given to each member of the committee.
- viii) Quorum -- Three voting members shall be quorum at a meeting of the Executive Committee.

4) Duties of Officers

- i) The duties of Officers are as follows:
 - (1) The President shall be responsible for the general supervision of the affairs and operations of the League, shall preside at the Annual General Meetings and Executive Committee meetings and shall perform such other duties as may from time to time be established by the Executive;

- (2) The Vice-President shall perform the duties and exercise the powers of the President in the absence or disability of the President, and shall perform such other duties as may from time to time be established by the Executive;
- (3) The Past-President shall advise on all issues of the Executive meetings and shall chair the meetings in the absence of the president and vice president. They shall also perform such other duties as may from time to time be established by the Executive;
- (4) The Secretary shall be responsible for maintaining all minutes and records of meetings within the League, updating Policies and Procedures and shall perform such other duties as may from time to time be established by the Executive;
- (5) The Treasurer shall direct the financial status of the association on a regular basis.

BY-LAW #2 **MEMBERSHIP**

- 1) Membership will include those individuals that are registered with the CHYBL. It will also include all executive members, committee members and conveners. Representatives of minor members (U18 years of age), for voting purposes, will be **one** parent or guardian **for each registered participant**, up to a maximum of two votes per household.
- 2) Membership in the Association will be for the period of the current registered session and that membership will terminate unless renewed within 30 days of the session in which they were registered.
- 3) Any person that becomes a member of the Association shall be deemed to agree and consent to all the rules and regulations of the Association.
- 4) Any person refused membership in the Association or has his/her membership revoked may appeal the decision within 30 days of notification. The Executive Committee, on request, shall establish an Appeals Committee which will consist of: one person to represent the Executive Committee; one person appointed by the appellant; and, one person acceptable to both parties. The Committee will follow the appeal guidelines under the Newfoundland and Labrador Basketball Associations Policy and Procedure Guidelines.

- 5) The Secretary of the Association shall be responsible for all entries and deletions in respect to the membership register.
- 6) All members shall be provided access to a list of rules and regulations as well as the role and responsibility of the members as it pertains to the Association's prescribed aims and objectives, when available.
- 7) Only voting members in good standing and whose name appears on the official membership register or their parent or legal guardian may vote at the annual general meeting.
- 8) Every member shall have one vote only. The President will have two votes; only if required to break a tie on an issue or during an election.

BY-LAW #3

ANNUAL GENERAL MEETINGS

- 1) **Annual General Meeting**- The association shall hold an Annual General Meeting during the fall of the year between 30 and 60 days after the first registration. The date will be set by the Executive Committee and announced to the membership.
- 2) **Notice of Meeting**- A minimum 14 day notice must be given to the membership.
- 3) **Nomination Forms**- Nomination forms for positions on the Executive Committee will be circulated 14 days prior to the AGM.
- 4) **Proceedings at Annual General Meetings**: The Agenda for the meeting will include:
 - i) President's Report
 - ii) Treasurer's report
 - iii) Committee Reports
 - iv) New Business
 - v) Any issues raised by membership
 - vi) Election of Officers

- 5) No business shall be transacted at any general meeting, unless a quorum of 10% or 15 voting (whichever is lesser) members is present at the time when the meeting is called to order. If, within one-half hour from the time appointed for a meeting, a quorum is not present, the meeting, if convened upon the requisition of members shall be dissolved. In any other case, it shall stand adjourned to the same day in the next week at the same time and place, and if at such adjourned meeting a quorum is not present, it shall be adjourned without a date being set.
- 6) **New Business** -- Any Member who wishes to have new business placed on the Agenda shall give written notice to the Executive Committee at least 1 day prior to the meeting date.
- 7) **Voting Process**- Every question submitted to the meeting shall be decided in the first instance by a show of hands of voting members unless it is decided by the membership that a secret ballot should be exercised as in the process of electing officers, etc.
- 8) **Absence**- The President, or in his or her absence, the Vice-President, shall be entitled to take the chair at every annual general meeting, but if at any such meeting neither of them be present within fifteen minutes after the time appointed for holding the meeting, then the past president shall be entitled to take the chair. However, if at any such meeting all three members are not present the officers will select a chair from one of the remaining positions on the Executive Committee to be Chairperson.
- 9) **Quorum**-No business shall be transacted by the Association should the number of Directors holding office fall below 3 except for the business of filling the vacancies on the Board of Directors.
- 10) **Elected Officers Terms** - Elected officers shall serve terms of two years and shall hold office until their successors have been duly elected in accordance with this bylaw, unless they resign, are removed from or vacate their office. The terms of elected officers shall be staggered by electing two Officers at each Annual General Meeting. The Vice President and Secretary Positions will be up for election during the odd number years while the President and Treasurer positions will be elected during the even number years. This staggered election process will commence in 2011 and will ensure some experience on the Executive Committee from year to year. The Past President is not an elected position.
- 11) **Positions**- At the Annual General Meeting each year, two Officers shall retire from office but are eligible for re-election. The voting membership shall elect an Executive Committee to run the affairs of the Association for the ensuing year. The directors shall be elected by the voting membership from the membership.

- 12) **Vacancies**-Vacancies occurring on the Executive Committee shall be filled by appointment from the membership by the Executive Committee. Positions so filled will be effective for the remaining balance of the term of office.
- 13) **Sub Committees**- the Executive Committee may delegate any of their powers to one or more of their body for the purpose of research and recommending to the Executive Committee suggested actions. Areas such as sub-committees shall be responsible to the Executive Committee and must comply with all rules and regulations.

BY-LAW # 4

EXECUTIVE COMMITTEE MEETINGS

- 1) **Call of Meeting** -- The meetings of the Executive Committee shall be at the call of the President or at the call of a minimum number of 3 officers.
- 2) **Notice** -- A minimum 3 days notice will be given before each meeting of the Executive Committee along with an agenda for the meeting.
- 3) **Quorum** -- A quorum shall be 3 officers of the Executive Committee.
- 4) **Chair** -- If the President is absent from a meeting, the Vice-President shall preside over the meeting. If both the President and the Vice-President are absent from the meeting, the past president shall preside over the meeting, if all three are absent the Committee shall appoint from among its members an officer to preside over the meeting.
- 5) **Voting** – Voting at Executive Committee meetings shall be as follows:
 - i) tie vote fails;
 - ii) Voting shall be by show of hands unless a majority of the officers approve a secret ballot; and
 - iii) Except where there exists a conflict of interest, no officer shall abstain from voting.
- 6) **Questions** - shall be decided by majority vote;
- 7) **Closed Meetings** -- Meetings of the Executive Committee shall be closed to Members and the public except by invitation of the Committee.
- 8) **Telephone Meetings** -- Where a majority of the officers agree, a meeting of the Executive Committee may be held by telephone conference call. Where any Officer is unable to attend a meeting, reasonable effort shall be made to include the Officer in the meeting by means of telephone. Officers who participate in a meeting by conference call or telephone are considered to have attended the meeting.

BY-LAW # 5
ELECTION PROCEDURES

- 1) **Eligibility** -- Any individual who is 18 years of age or older may be nominated for election as an Officer.

- 2) **Nomination** -- Any nomination of an individual for election as an Officer shall:
 - (1) Be signed by an Active Member or any two Officers of the Executive Committee;
 - (2) include the written consent of the nominee;
 - (3) be submitted to the Secretary 3 days prior to the Annual General Meeting.
 - (4) nominations may be accepted from the floor, upon approval of the Executive Committee, at the Annual Meeting prior to elections taking place.

- 3) **Circulation of Nominations** -- Valid nomination forms shall be circulated to Members at least 14 days prior to the Annual Meeting. This may be in the form of mail, email or web posting.

- 4) **Election** -- The election of Officers shall take place at the Annual Meeting by those Members present and eligible to vote.

- 5) **Elected Officers** -- Elected Officers shall serve two year terms (except in the inaugural year) and shall hold office until their successors have been duly elected in accordance with this by-law, unless they resign, are removed from or vacate their office..

- 6) **Election Procedures** -- Elections shall be conducted by ballot or show of hands whichever the executive deems most appropriate. The nominees for each position receiving the greatest number of votes shall be elected. In the event of a tie the President will receive an additional vote.
 - i) **Voting privileges** -- Each Member in good standing will receive one vote. Each Executive Committee Member and League Convener will receive one vote. The President will receive one vote however, in the event of a tie; the President will receive an additional vote.

 - ii) **Scrutineers** -- At the beginning of each Meeting, the Executive Committee may appoint one or more scrutineers who shall be responsible for ensuring that votes are properly cast and counted.

- iii) Voting -- Votes shall be cast by Members, League Conveners and Executive Committee Officers only and such voting rights may not be transferred among delegates representing the same Member. Votes may not be cast by proxy.
- iv) Majority of Votes – issues and Executive Committee positions will be decided by the majority of the votes of Members present.

BY-LAW #6

RESIGNATION AND REMOVAL OF OFFICERS

- 1) Resignation -- An Officer may resign from the Executive Committee at any time by presenting his or her notice of resignation to the Committee. This resignation shall become effective the date on which the request is approved by the Committee.
- 2) Vacate Office -- The office of any Officer shall be vacated automatically:
 - (1) If the Officer is found by a court to be of unsound mind;
 - (2) If the Officer becomes bankrupt;
 - (3) If the Officer, without reasonable excuse, fails to attend three consecutive meetings of the Executive Committee; or
 - (4) Upon the Director's death.
- 3) Removal -- Officers may be removed as follows:
 - (1) An elected Officer may be removed by Special Resolution of the Members present at an Annual General Meeting, provided the Officer has been given notice of and the opportunity to be present at such a meeting.
 - (2) An appointed Officer may be removed at any time by the Committee, which appointed them.

BY-LAW #7

FILLING A VACANCY ON THE EXECUTIVE COMMITTEE

- 1) Vacancy -- Where the position of an **elected** Officer becomes vacant for whatever reason, the Executive Committee may appoint a qualified individual to fill the vacancy for the remainder of the vacant position's term of office or until the next Annual General Meeting. Where the position of an **appointed** Director becomes vacant for whatever reason, the appointing body shall name a replacement appointee within a reasonable time period, which is acceptable to the Executive Committee.

BY-LAW # 8
REMUNERATION

- 1) **No Remuneration** -- All Officers, conveners and members of Committees shall serve their term of office without remuneration except for reimbursement of expenses in accordance with policies approved by the Executive Committee.

BY-LAW # 9
COMMITTEES

- 1) **Appoint Other Committees** -- The Executive Committee may appoint annually such other Committees as it deems necessary for managing the affairs of the League.
- 2) **Terms of Reference** -- The Executive Committee shall establish the terms of reference and operating procedures for all Committees, and may delegate any of its powers, duties or functions to any Committee.
- 3) **Vacancy** -- When a vacancy occurs on any Committee, upon a recommendation of the Committee Chairperson the Executive may appoint a qualified individual to fill the vacancy for the remainder of the Committee's term.
- 4) **Ex-officio Members** -- The President shall be *ex-officio* (non-voting) member of all Committees of the League.
- 5) **Removal** -- The Executive Committee may remove any member of any Committee.
- 6) **Approval**- all committees must have the Executive Committees approval of all policies before they become part of the league Policies and Procedures.
- 7) **Standing Committees**- The league may have the following committees on an annual basis but are not limited to:
 - i) Coaching Development
 - ii) Club Championship Programs
 - iii) Policy Development
 - iv) Awards Committee
 - v) Uniforms Committee
 - vi) Disciplinary Committee
 - vii) Facility Committee
 - viii) Officials Committee

BY-LAW # 10
FINANCES

- 1) **Treasurer**- The treasurer will be involved in all aspects of the finances.
- 2) **Bank** -- The banking business of the League shall be conducted at such financial institution as the Executive Committee may designate.
- 3) **Signing Authority** – A minimum number of 2 Officers shall have signing authority for all financial transactions conducted in the name of the League. The Treasurer will be one of the signing officers. The Executive Committee may decide who shall be the second officer with signing authority. All such transactions shall require two signatures.
- 4) **Execution of Agreements** -- All written agreements entered into in the name of the League shall be signed by two Officers or other persons authorized to do so by the Executive Committee.
- 5) **Borrowing** -- The League may borrow funds upon such terms and conditions as the Executive Committee may determine.
- 6) **Books and Records** -- The Executive Committee and Treasurer shall ensure that all books and records of the league are regular and properly kept.

BY-LAW # 11
AMENDMENT OF BY-LAWS

- 1) **Proposed Amendments**- Proposed Amendments to the By-Laws of the Association may be made at any Annual General Meeting and by passing a special resolution
- 2) **Special Resolution**- a Special Resolution being a resolution passed by at least three-quarters of the votes cast by members of the Association present at the same Annual General Meeting.
- 3) **Notice** – Notice of any proposed change in these By-Laws of the association shall be in writing and shall be posted in a public place not less than 3 days before the date set for the meeting at which the proposed amendment or alteration will be considered by the Association.

BY-LAW # 12
DISSOLUTION

- 1) Upon the dissolution of the Corporation, any funds or assets remaining after paying all debts shall be distributed to an incorporated, non-profit Newfoundland organization as determined by the Executive Committee.