

Constitution and Bylaws

SASKATCHEWAN BLIND SPORTS ASSOCIATION

Revised June 15, 2013
at the Annual General Meeting of
Saskatchewan Blind Sports Association



SBSA CONSTITUTION AND BYLAWS

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INTERPRETATION

- "ACT" means the Non-Profit Corporations Act;
- "ASSOCIATION" means Saskatchewan Blind Sports Association as incorporated under the Non-Profit Corporations Act;
- "DIRECTORS" means the duly elected/appointed Board of Directors;
- "MEMBER" means any person with a membership interest in the Association of Saskatchewan Blind Sports Association who has paid their annual membership fees;
- In these Bylaws, the singular shall include the plural and plural shall include the singular; the masculine shall include the feminine.

BUSINESS OF THE ASSOCIATION

- The registered office shall be located in Saskatoon, with the exact location to be determined by the Board of Directors;
- The Corporate Seal of the Association may be affixed to all contracts and other writings as may be required by law or by resolution of Directors in conjunction with the signatures required under this Bylaw if other legal means cannot be secured;
- Until so changed by the Board of Directors, the financial year of the Association shall be from the 1st of April through to the 31st of March, the following year.

RULES OF ORDER

- All meetings of the Association shall be governed by the rules of procedure of Robert's Rules of Order where they are not inconsistent with these Bylaws; special rules of the Association are with the provisions of the Saskatchewan Corporations Act.

AMENDMENT

- Bylaws of the Association may be rescinded, altered, amended or added to by a Special Resolution passed by a majority of not less than three-fourths (3/4) of the Members entitled to vote in person at a General Meeting of which thirty (30) days written notice specifying the intention to propose the resolution as a special resolution has been duly given.

ARTICLE I Name

1. The name of the Association shall be SASKATCHEWAN BLIND SPORTS ASSOCIATION.
2. Hereinafter referred to the ASSOCIATION.
3. The abbreviation form to be SBSA.

ARTICLE II Objectives of the Association

1. To provide an opportunity to individuals who are blind or partially sighted to participate in amateur sports.
2. To promote, sanction and govern provincial and regional sport competitions.
3. To comply with sport competition rules and regulations as set out by Canadian Blind Sports Association (CBSA), this acts as the National Sports Governing Association.
4. To select and send provincial representatives of blind or partially sighted Athletes to participate in national and international competitions.
5. To ensure the acquisition of adequate moneys and resources to carry out the objectives of the Association.
6. To encourage provincial representation at various provincial, national and international assemblies related to the development of sports for blind or partially sighted Athletes.
7. To encourage, support and approve the development of sport competition and recreational activity of interest to Members of the Association.
8. To facilitate the education and public awareness of the abilities and achievements of Athletes who are blind or partially sighted.
9. To provide Association communiqués in a form as requested by the Member when possible.

ARTICLE III Membership

1. The membership shall be open to any Saskatchewan resident who shall uphold the Constitution and Bylaws and fulfill membership requirements.
2. All Members registered with the Association shall abide by the Amateur Code governing the specific sanctioned sport or recreation activity in which they are participating in any capacity whatsoever.
3. The Board of Directors may approve the appointment of an individual as Honourary Member, in recognition of contribution to the work and interest of the Association. An Honourary Member is entitled to all rights and privileges accruing to a Member of the Association.
4. Membership fees shall be established at an Annual General Meeting of the Association.
5. Membership fees shall be paid annually, due at the beginning of each fiscal year. Members automatically become Members with Canadian Blind Sports Association (CBSA).

A membership may be revoked for actions contrary to the best interest of the Association, by resolution passed by a majority of votes cast by the Directors after giving to the Member affect:

- a) Due notice of intention to consider such resolution setting forth the ground, therefore, and
- b) An opportunity to be heard in person or by counsel in opposition with such resolution.

ARTICLE IV Board of Directors

1. PURPOSE

The Board of Directors subject to the Constitution and Bylaws, and in consideration of recommendations given to it by the Members, consistent with good business practice, fairly and justly manage the interest, business and sport development of the Association.

2. POWERS

- a) The Board may pass such policies, procedures, regulations and guidelines as deemed necessary or advisable for the general conduct and management of the Association.
- b) The Board shall employ staff necessary to carry out administration and general business operations of the Association.
- c) The Board shall maintain decorum throughout the Association and is entitled to remove Directors and/or Members for just cause by resolution of a majority of votes by the Board of Directors.
- d) The Board may appoint a replacement Director for the remainder of the term should a vacancy occur. The replacement Director shall not have served on the Board the previous year.

3. COMPOSITION

The Board of Directors shall consist of:

- a) Six Members of the Association
 - One Board Chair
 - One Vice Chair
 - Four Directors
- b) A minimum of two Members of the Board shall be blind or partially sighted

4. RENUMERATION

- a) Members shall receive remuneration from the Association for services of reasonable expenses incurred while carrying out duties for the Association.

5. TERMS OF OFFICE

- a) The Board of Directors shall be elected by the voting Members present at the Annual General Meeting.
- b) Two SBSA members shall be elected to the Board of Directors of SBSA for a three year term at each successive AGM.
- c) Board of Directors shall be eligible to be elected for two consecutive terms.

- d) Immediately following the Annual General Meeting, the Board of Directors shall meet to decide upon the Board Chair and Vice Chair.

6. ELIGIBILITY OF OFFICE

- a) Shall be a paid Member of the Association.
- b) Board Chair and Vice Chair shall have had Board experience in the past five years.

7. DUTIES OF THE BOARD

1) Board Chair

- Provide direction for all operations.
- Represent the Association at functions as requested.
- Chair the Board Meetings and the Annual General Meeting of the Association.
- Act as Ex-officio Member of all Committees.
- Be responsible for hiring, supervision, and evaluation of paid employees.
- Ensure that the Association is properly administered and conducts itself in accordance with the Constitution and Bylaws.
- Ensure that sound financial practices are carried out.

2) Vice Chair

- Shall be vested with powers and perform duties of the Board Chair in the absence of the Board Chair.
- In the event a Board Chair vacancy occurs, the Vice Chair shall assume the duties of the Board Chair until the next Annual General Meeting adjournment.

3) Directors

- a) Shall be responsible for the development of a Financial Committee with the duties as follows:
 - Be knowledgeable in the area of grants, general funding, and should assist the Board Director in administering such grants.
 - Be responsible to prepare and present financial statements, including monthly and fiscal year end to the Board at the Board of Directors Meetings and the

General Membership at the Annual General Meeting.

- Find an accredited auditor approved by the Board Committee and ensure audit of financial status is carried out annually.
 - Develop and maintain fund-raising strategies for the Association.
 - Assist the Association and the Board in financial planning.
 - Other duties as may be assigned from time to time by the Board of Directors.
- b) Shall be responsible for the development of a Sports Technical Committee with the duties as follows:
- The development of Athletes, Coaches and Officials.
 - General administration of all sporting activities, subject to the approval of the Board Committee.
 - Ensure that adequate organization and co-ordination of each governed sport is in place prior to each season.
 - The development of rules, technique, resources, performance records and equipment of each sport governed by SBSA.
 - Be responsible for obtaining feedback from Athletes participating in provincial and national competition and provide this information to the Board of Directors.
 - Be aware of current athletic trends in sports competition, and bring forth recommendations to the Board of Directors.
 - Be responsible for an Athlete forum, communication consensus, and surveys as required from time to time.
- c) Shall be responsible for the development of a Membership Committee with the duties as follows:
- Be responsible for membership drives and promotions pertaining to the Membership.
 - Be responsible for collection of Membership fees.
 - Be responsible for maintaining current Membership Lists.
 - Develop and assist in the implementation of membership development strategies.

- d) Shall be responsible for the development of a Policy and Procedures Committee with the duties as follows:
- To present new and revised Policies and Procedures to the Board of Directors for approval.
 - To ensure the Policy and Procedures Manual is updated.
 - To ensure an updated copy of the Policy and Procedures Manual is sent to the Board of Directors, Sport Co-ordinators and Executive Director.

ARTICLE V Meetings

1. ANNUAL GENERAL MEETING

- a) The first Annual General Meeting of the Association shall be held not more than fifteen (15) months after the date of incorporation, and thereafter an Annual General Meeting shall be held at least once in every calendar year, not later than ninety (90) days following the fiscal year end.
- b) Notice
Written Notice of the Annual General Meeting together with the Agenda shall be sent to the last known address of all Members at least thirty (30) days before the set date. All Notices to Members and Notices of Motion shall be deemed to be given or circulated as the case may be, if they have been mailed to the last known address of each Member as filed in the records of the Association.
- c) Place
Meeting of the Members may be held in any place within Saskatchewan as the Directors may determine.
- d) Persons entitled to be present:
- Members
 - Auditors
 - Others who have duties to perform in connection with the Meeting.
 - Others invited by the Meeting Chairperson or consented to, by the Meeting.
- e) Chairperson
In the absence of the Board Chair and Vice Chair, the Board of Directors shall

choose a Chairperson from the Board of Directors.

f) Quorum

Representation of one half plus one Board of Directors shall constitute a quorum for the transaction of business at the Annual General Meeting.

2. SPECIAL GENERAL MEETING

- a) A Special General Meeting may be called at any time by the Board of Directors, and Special General Meetings shall be called by the same upon petition, signed by twenty (20) percent of the Members in good standing, setting forth the reasons for calling such a Meeting.
- b) Written Notice of a Special General Meeting, together with the Agenda, shall be sent to the last known address of all Members at least thirty (30) days before the set date. All Notice to Members and Notices of Motion shall be deemed to have been circulated or given, as the case may be, if they have been mailed to the last known address of each Member filed in the records of the Association.

3. BOARD OF DIRECTORS MEETING

- a) The Board of Directors shall meet four times per year, including the Annual General Meeting.
- b) Members of the Board of Directors shall be the only persons present at the Board Meetings. The Board Chair, at his discretion, may invite person(s) to participate in specific discussions at any Board Meeting.
- c) Written Notice of a Board of Directors Meeting together with the Agenda shall be sent to the last known address of each Member of the Board of Directors at least seven (7) days before the set date.
- d) One more than half of the Members of the Board of Directors shall constitute a quorum for the transaction of business at the Board of Directors Meeting.
- e) The Board of Directors shall meet by order of the Board Chair.

4. BOARD COMMITTEE MEETING

- a) Board Committee Meetings shall be held as often as the business of the Association shall require.
- b) Board Committee Meetings shall be called and chaired by the Board Chair or Committee Chair.
- c) One more than half of the Members of the Committee shall constitute a quorum for the transaction of business at Board Committee Meetings.

ARTICLE VI Voting

1. PROCEDURES

- a) Any Member of the Association has the right to cast one vote in person on any one question.
- b) At all Meetings, every question shall be decided by the majority of the votes cast.
- c) Votes shall be by a show of hands and audible assent unless five (5) Members in person request a secret ballot, which shall then be taken in such a manner as the Board Chair shall direct, and he shall stipulate the form of ballot to be used.
- d) Unless a secret ballot is requested, an entry in the Minutes of the Meeting that the Board Chair declares a Motion to be carried, in accordance to Robert's Rules of Order, is proof of the fact of the number of votes cast in favour or against a Motion.

2. ELECTION OF BOARD OF DIRECTORS

- a) Shall be carried out by secret ballot.
- b) Three Scrutineers shall be selected, two by the Board Chair and one by the General Membership, for counting of the ballots.

ARTICLE VII Financial

1. Signing Authority

- a) At least two (2) Members of the Board of Directors, one who shall be the Board Chair, and if the Board decides, the Executive Director shall have signing authority. All moneys received by the Association shall be deposited in the bank account of the

Association.

2. Acquisition of Funds

- a) For the purpose of carrying out its objectives, the Association may raise or secure moneys, goods or services in such a manner it deems fit, to be exercised only under the authority of the Board Committee.
- b) In no case shall any money be borrowed or debt contracted in the name of Saskatchewan Blind Sports Association.
- c) No Member shall solicit any individual or organization for a donation in the form of money, goods or services unless permission has first been granted by the Board of Directors.

3. Financial Review

- a) The Auditors appointed shall review the books, accounts and records of the Association at least once during the year, and shall prepare a complete and proper statement of the financial records of the Association to be submitted at the Annual General Meeting. The fiscal year of the Association shall end on the 31st day of March.

4. Engagement of Services

- a) For the purpose of carrying out the objectives of the Association, the Board of Directors may employ the services of an individual(s) or secure the services of a company(s).

ARTICLE VIII Dissolution

1. It is specifically provided that in the event of dissolution or winding up of the Association, all of its remaining assets after payment of its liabilities shall be distributed to a recognized charitable organization with objectives similar to Saskatchewan Blind Sports Association.