

WGSA Constitution & By-laws Review – 2017

Proposed changes presented at the September 13, 2017 WGSA Board Meeting; changes voted on and passed by 2/3 majority.

This document shows the original constitution and revised version to be ratified at the October 2017 AGM.

ORIGINAL DOCUMENT	REVISED DOCUMENT
<p>Article 1 The name of the organization shall be the Whitby Girls Softball Association (WGSA) hereinafter called the Association and located in the Town of Whitby, in the region of Durham, in the Province of Ontario.</p> <p>It is the mission of the Association to promote, foster and encourage growth and development of the game of softball for girls, and to teach the qualities of good sportsmanship and fair play through active competition and enjoyment, to maintain an Association that will provide membership for individuals in the Town of Whitby</p>	<p>Article 1 The name of the organization shall be the Whitby Girls Softball Association (WGSA) hereinafter called the Association, located in the Town of Whitby, in the region of Durham, in the Province of Ontario.</p> <p>It is the mission of the Association to promote, foster and encourage growth and development of the game of softball for girls, and to teach the qualities of good sportsmanship and fair play through active competition and enjoyment, to maintain an Association that will provide membership for individuals in the Town of Whitby</p>
<p>Article 2 <u>Purpose</u> The purpose of the association shall be to encourage the instruction, practice, enjoyment and advancements of its members in all aspects of softball in accordance with the rules and policies of Softball Ontario and the Provincial Women’s Softball Association (PWSA).</p> <p>The Association with respect to any aspect of girls’ softball is to be managed and operated by members who are duly registered as members with the Association.</p> <p>The Association’s duty is to protect the eligible status of its</p>	<p>Article 2 <u>Purpose</u> The purpose of the association shall be to encourage the instruction, practice, enjoyment and advancements of its members in all aspects of softball in accordance with the rules and policies of Softball Ontario; the Provincial Women’s Softball Association (PWSA); and supplemental rules and guidelines outlined by the current WGSA Board.</p> <p>The Association with respect to any aspect of girls’ softball is to be managed and operated by members who are duly registered as members with the Association.</p> <p>The Association’s duty is to protect the eligible status of its</p>

<p>members. The Association shall not take or omit any action that would knowingly jeopardize the eligible status of its members.</p> <p>The Association shall have the ability to raise funds for the enhancement of its members</p>	<p>members. The Association shall not take or omit any action that would knowingly jeopardize the eligible status of its members.</p> <p>The Association shall have the ability to raise funds for the enhancement of its members</p>
<p>Article 3 <u>By-laws</u></p> <p>(a) The By-laws appended to this constitution shall describe the organization and function of the Association and the means by which members of the Association may elect the Directors and Officers and control property and activities of the Association.</p> <p>(b) The Rules and Regulations that the Association will use will be those of the Softball Ontario and the Provincial Women’s Softball Association subject to additions and/or deletions approved by the Board of Directors and Officers on an annual basis and to be known as the House League Rules.</p> <p>(c) In the event of dissolution or wind up of the Association, all assets of the Association would be distributed to a non-profit organization continuing to work in the Whitby area.</p>	<p>Article 3 <u>By-laws</u></p> <p>(a) The By-laws appended to this constitution shall describe the organization and function of the Association and the means by which members of the Association may elect the Board of Directors and control property and activities of the Association. The Board of Directors (known as the Board) consists of four Executive Directors and up to twenty Directors.</p> <p>(b) The Rules and Regulations that the Association will use will be those of the Softball Ontario and the Provincial Women’s Softball Association subject to additions and/or deletions approved by the Board on an annual basis and to be known as the House League Rules.</p> <p>(c) In the event of dissolution or wind up of the Association, all assets of the Association would be distributed to a non-profit organization dealing with youth amateur sports continuing to work in the Whitby area.</p>

<p><u>MEMBERSHIP</u></p> <p>By-law 1 Membership in the Association is open to all, irrespective of sex, creed, profession, colour or ability.</p> <p>By-law 2 MEMBERSHIP IN THE ASSOCIATION WILL BE AS FOLLOWS:</p> <p>ACTIVE MEMBERSHIP: All players who have paid a registration fee set forth by the Association. All Active Members of legal age have one vote and may hold office. Underage Active Members have no vote, but are represented by a Special Member.</p> <p>SPECIAL MEMBERSHIP: Parents or guardian of legally underage Active Members who have paid the fees as set by the Association. A Special Member shall be entitled to one vote per family of legally underage active members and may hold office.</p> <p>INDIVIDUAL MEMBERSHIP: All recognized coaches and executive board members shall be entitled to one vote and may hold office.</p>	<p><u>MEMBERSHIP</u></p> <p>By-law 1 Membership in the Association is open to all, irrespective of sex, creed, profession, colour or ability.</p> <p>By-law 2 MEMBERSHIP IN THE ASSOCIATION WILL BE AS FOLLOWS:</p> <p>ACTIVE MEMBERSHIP: All players who have paid a registration fee set forth by the Association. All Active Members of legal age have one vote and may become a member of the Board. Underage Active Members have no vote, but are represented by a Special Member.</p> <p>SPECIAL MEMBERSHIP: Parents or guardians of legally underage Active Members who have paid the fees as set by the Association. A Special Member shall be entitled to one vote per family of legally underage active members and may become a member of the Board.</p> <p>Parents or guardians of legally underage Active Members who become a member of the Board may remain on the Board once their child reaches legal age. If they retire from the Board once their child reaches legal age they are not eligible to rejoin the Board in the future, unless they become a parent or a guardian of a legally underage child again.</p> <p>INDIVIDUAL MEMBERSHIP: All recognized coaches (a coach of a WGSA house league team in the current season) is eligible to become a Board member. An Individual Member is entitle to one vote.</p>
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<p>HONOURARY MEMBERSHIP: The Annual Meeting of members may elect any person an Honourary Member of the Association. An Honourary Member shall have a vote and have no interest in the assets of the Association. Honourary Members may not hold office.</p> <p>HONOURARY LIFE MEMBER: An Honourary Member elected in five (5) consecutive years, shall be deemed an Honourary Life Member having the rights and privileges as set out for Honourary Members</p>	<p>In the case of active, special or individual members only two members per nuclear family may be eligible to join the Board.</p> <p>Director Emeritus The Board may choose to recognize individuals who have dedicated many years of service to the Association; they have enhanced and promoted the sport of softball in the Town of Whitby and surrounding area. A Director Emeritus shall have no interest in the assets of the Association; may not hold office; does not count as part of the Board quorum; and does not have to attend Board meetings. This status can be revoked by a vote of the Board.</p>
<p>By-law 3 All members shall uphold, observe and conform to the By-laws of the Association and such regulations as set forth from time to time by the Board of the Association.</p>	<p>By-law 3 All members shall uphold, observe and conform to the By-laws of the Association and such regulations as set forth from time to time by the Board of the Association</p>

<p>By-law 4 All members of the Association to be considered in good standing must have paid a membership fee to the Association as stipulated by the Board of the Association and within the time limits shown in By-law 5.</p>	<p>By-law 4 All members of the Association to be considered in good standing must have paid a membership fee to the Association as stipulated by the Board and within the time limits shown in By-law 5.</p>
<p>By-law 5 Members in arrears of paying their fees will not be permitted to take part in any Association activity. If any arrears are not paid within thirty days of the date set for payment, such members shall be considered as having terminated their membership</p>	<p>By-law 5 Members in arrears of paying their fees will not be permitted to take part in any Association activity. If arrears are not paid within thirty days of the date set by the Board such members shall be considered as having terminated their membership</p>
<p>By-law 6 Fees, age limits, divisions, rules and playing times shall be as the Executive Board decides from time to time. Membership shall commence on the day registration fees are paid and will terminate 30 days prior to the registration for the following season.</p>	<p>By-law 6 Fees, age limits, divisions, rules and playing times shall be as the Board decides from time to time. Membership for the next season commences once an individual signs up and pays their fee. Membership terminates the day before the next season starts.</p>
<p>By-law 7 The Executive Board may by two-thirds vote of an Executive Meeting give written notice to terminate membership of any member for acting contrary to the Rules and Regulations of the Association, or for conduct injurious to the Association or sport. The Executive Board shall give to the individual a written explanation for the termination of membership. The individual, if he or she so desires, shall have the right of appeal to the Executive Board and to a General meeting of members</p>	<p>By-law 7 The Board may by two-thirds vote of the Board give written notice to terminate the membership of any member for acting contrary to the Rules and Regulations of the Association, or for conduct injurious to the Association or sport. The Board shall give the individual a written explanation for the termination of membership. The individual, if he or she so desires, shall have the right of appeal to the Board for a Special General meeting of members</p>

<p>By-law 8 LIABILITY The Association shall not be responsible for any damages, injury or loss of property to any member of the Association, or guest or visitor to the Associations premises, regardless of the reason or nature of such damage, loss or injury. Further, every member, guest or visitor shall use the Association premises and facilities at his or her own risk. The Association shall participate in the PWSA Liability Insurance program.</p>	<p>By-law 8 The Association shall not be responsible for any damages, injury or loss of property to any member of the Association, or guest or visitor to the Association’s premises, regardless of the reason or nature of such damage, loss or injury. Further, every member, guest or visitor shall use the Association’s premises and facilities at his or her own risk. The Association shall carry liability and accident insurance and Director’s insurance.</p>
<p>By-law 9 (i) Executive Board The general management and operation of the Association shall be vested in an Executive Board consisting of:</p> <ol style="list-style-type: none"> 1. President 2. Immediate Past President 3. Vice-President 4. Secretary 5. Treasurer 6. Directors (max #20) <p>The Executive Board shall receive no remuneration for acting as such. Each Executive Board member must accept at least one Non-Team position within the WGSA. Any Executive Board member who is unable or unwilling to accept assignments will forfeit their position on the Executive Board.</p> <p>(ii) Term of Office The President, Vice-President, Treasurer and Secretary will be elected at the Annual General Meeting for a two-year term noting that the four positions will be staggered to</p>	<p>By-law 9 (i) Board of WGSA The general management and operation of the Association shall be vested in the Board consisting of Executive Directors and up to a maximum of 20 Directors.</p> <p>The Executive Directors of the Board shall be President, Vice-President, Secretary, Treasurer and Immediate Past President. To hold one of these positions you must have been a member of the Board for the previous two (2) years.</p> <p>The Board shall receive no remuneration for acting as such. Each Board member must accept at least one non-team position within the WGSA. Any Board member who is unable or unwilling to accept assignments will forfeit their position on the Board</p> <p>(ii) Term of Office The President, Vice-President, Treasurer and Secretary will be elected at the Annual General Meeting for a two-year term noting that the four positions will be staggered to</p>

<p>expire at different times allowing the WGSA Executive to have an experienced member in one of these positions at all times.</p> <p>Immediate past President will hold office for two years following their term as President.</p> <p>All other positions shall be elected at the Annual General Meeting for a term of one year.</p> <p>(iii) Officers The Officers of the Executive Board shall be President, Vice-President, Secretary, Treasurer and Immediate Past President. To hold one of these positions you must have been a member of the WGSA Executive Board for the previous two (2) years.</p>	<p>expire at different times allowing the WGSA Board to have an experienced member in one of these positions at all times. The positions of President/Secretary and Vice-President/Treasurer will run concurrently for re-election. Elections are administered by the Executive who are not running for re-election in that current year.</p> <p>Immediate past President will hold office for two years following their term as President.</p> <p>All other positions shall be elected at the Annual General Meeting for a term of one year.</p>
<p>By-law 10 The Executive Board shall hold office until the close of the meeting at which time the next term of Executive Board has been duly elected. Board members leaving office shall turn over all material, information and/or Association possessions within 14 days</p>	<p>By-law 10 The Board shall hold office until the close of the Annual General Meeting at which time the next Board has been duly elected. Board members leaving office shall turn over all material, information and/or Association possessions within fourteen (14) days of the Annual General Meeting</p>
<p>By-law 11 Casual vacancies occurring in the Executive Board for the remainder of a term may be filled from the members elected by a majority vote of the Executive Board</p>	<p>By-law 11 Casual vacancies occurring in the Board for the remainder of a term may be filled from the membership and elected by a majority vote of the Board</p>

<p>By-law 12 A quorum of the Executive Board shall consist of 50% plus one, of the elected Executive Board members including the Chairperson</p>	<p>By-law 12 A quorum of the Board shall consist of 50% plus one, of the elected Board members including the Chairperson</p>
<p>By-law 13 The President shall act as chairperson of all board and general meetings. In his/her absence this duty will be filled by the Vice-President</p>	<p>By-law 13 The President shall act as chairperson of all board and general meetings. In his/her absence this duty will be filled by the Vice-President</p>
<p>By-law 14 The Executive Board shall appoint standing committee chairpersons who shall be responsible for duties assigned to them. All Committee Chairpersons must submit the names of their committee to the President. The President shall be an ex-officio member of all committees.</p>	<p>By-law 14 The Executive Board shall appoint standing committee chairpersons who shall be responsible for duties assigned to them. All Committee Chairpersons must submit the names of their committee to the President. The President shall be an ex-officio member of all committees</p>
<p>By-law 15 The Executive Board in its management and operation of the Association shall have the power to buy, sell, lease or rent, incur debt, borrow or enter into contracts on behalf of the members to further the purpose of the Association</p>	<p>By-law 15 The Board in its management and operation of the Association shall have the power to buy, sell, lease or rent, incur debt, borrow or enter into contracts on behalf of the members to further the purpose of the Association</p>
<p>By-law 16 The Executive Board shall meet at least monthly. Attendance at 8 out of 12 board meetings is required. Failure to attend a minimum of 8 board meetings during the year shall be considered as a resignation. Written notification will be given to the member within 7 days of failure to attend 8 out of 12 meetings</p>	<p>By-law 16 The Board shall meet at least monthly; a minimum of 10 times during its term. Missing four (4) meetings during the fiscal year shall be considered as a resignation. Written notification will be given to the member within seven (7) days of missing four (4) meetings. If a member resigns after missing four (4) meetings and wishes to return to the Board, the member must be voted in by the Board at the Annual General Meeting.</p>

<p>By-law 17 FUNDS The Treasurer shall be responsible for the safe control of all Association funds. All funds shall be deposited by the Treasurer, or delegate, in such banks or other institution as may be designated by the Executive Board. The Treasurer must seek Board approval to invest or re-invest Association funds for periods greater than 90 days.</p>	<p>By-law 17 The Treasurer shall be responsible for the safe control of all Association funds. All funds shall be deposited by the Treasurer, or delegate, in such banks or other institution as may be designated by the Board. The Treasurer must seek Board approval to invest or re-invest Association funds for periods greater than 100 days. Association funds may not be invested for periods exceed 365 days.</p>
<p>By-law 18 All disbursements of funds of the Association shall be by cheque or other auditable documents. A review audit of the financial transactions of the Association shall be made each year by an Auditor designated by the Executive Board and the audited statement shall be made available to the membership of the Association</p>	<p>By-law 18 All disbursements of funds of the Association shall be by cheque or other auditable documents. A review audit of the financial transactions of the Association shall be made each year by an Auditor designated by the Board and the audited statement shall be made available to the membership of the Association.</p>
<p>By-law 19 All cheques shall be signed by the Treasurer and one of: President, Vice-President or Secretary. All legal documents shall be signed by the President and one of: Treasurer or Vice-President</p>	<p>By-law 19 All cheques shall be signed by any two of the Treasurer, President, Vice-President or Secretary. Executive Directors cannot sign a cheque payable to themselves. Any cheques or dispersments over \$10,000 or any recurring expenditures must be brought before the entire board for approval. Any dispersments made to a signing officer in excess of \$1,000 must be brought before the Board before being dispersed. All legal documents shall be signed by the President and one of: Treasurer or Vice-President.</p>

<p>By-law 20 RESPONSIBILITIES It is the responsibility of the Executive Board to encourage the instruction, practice, enjoyment and advancement of all Association members in all aspects of girls' softball.</p>	<p>By-law 20 It is the responsibility of the Board to encourage the instruction, practice, enjoyment and advancement of all Association members in all aspects of girls' softball</p>
<p>By-law 21 The primary responsibility of every Officer and Director is to work together harmoniously to promote the interests of the Association as a whole and girls softball for members</p>	<p>By-law 21 The primary responsibility of every Executive Director and Director is to work together harmoniously to promote the interests of the Association as a whole and girls softball for members.</p>
<p>By-law 22 PRESIDENT The President presides over all Association meetings, supervises and gives direction to all members of the Board, acts as the Association's liaison with the Municipality and is an ex-officio member of all committees. The President may coach or manage any team recognized by the Association.</p>	<p>By-law 22 The President presides over all Association meetings, supervises and gives direction to all members of the Board. The President is responsible for liaising with the Municipality and is an ex-officio member of all committees.</p>
<p>By-law 23 IMMEDIATE PAST PRESIDENT The immediate Past-President will sit on the Executive Board in an advisory capacity for two years, provide guidance to the current Executive Board and give freely of their experiences encountered as President</p>	<p>By-law 23 The immediate Past-President will sit on the Board in an advisory capacity for two years, provide guidance to the current Board and is not entitled to a vote.</p>
<p>By-law 24 VICE-PRESIDENT In the absence of the President, the Vice-President carries out the duties of the President.</p>	<p>By-law 24 In the absence of the President, the Vice-President carries out the duties of the President.</p>
<p>By-law 25 SECRETARY The Secretary is responsible for Association correspondence, receives and distributes correspondence</p>	<p>By-law 25 The Secretary is responsible for Association correspondence; receives and distributes correspondence</p>

<p>and information, issues notices of all meetings, takes the minutes of all Executive Board meetings, distributes the minutes to each Executive Board member prior to the next Board meeting and maintains record books of minutes.</p>	<p>and information; issues notices of all meetings; takes the minutes of all Board's meetings; disseminates the minutes to the Board members; and maintains WGSA historical records.</p>
<p>By-law 26 TREASURER The Treasurer is responsible for safe control of all Association funds and payment of Association bills, presents a current financial report at each Executive Board meeting, maintains set of books to be reviewed annually and prepares financial statements for the Annual General Meeting</p>	<p>By-law 26 The Treasurer is responsible for safe control of all Association funds and payment of Association bills; presents a current financial report at each Board meeting; maintains set of books to be reviewed and audited annually; and prepares financial statements for the Annual General Meeting.</p>
<p>By-law 27 DIRECTORS The Directors fill positions necessary to ensure the efficient operation of the Association.</p>	<p>By-law 27 The Directors fill positions necessary to ensure the efficient operation of the Association.</p>
<p>By-law 28 NOMINATING COMMITTEE The Nominating Committee shall consist of the Officers of the Association. This committee is responsible for selecting a full slate of candidates for election to the Executive Board and shall present such a slate to the Executive Board and to the membership at the Annual Meeting. Nominations from eligible members can be accepted from the floor at the Annual General Meeting.</p>	<p>By-law 28 The Nominating Committee shall consist of all the Executive Directors and Directors of the Association. This committee is responsible for recommending candidates for election to the Board. Nominations from eligible members can be accepted from the floor at the Annual General Meeting.</p>
<p>By-law 29 ANNUAL GENERAL MEETING An Annual General meeting shall be held within thirty days of the end of the fiscal year (September 30) at which Officers and Directors for the following year shall be</p>	<p>By-law 29 An Annual General Meeting shall be held within thirty days of the end of the fiscal year (September 30) at which Executive Directors and Directors shall be elected for the</p>

<p>elected. Other General Meetings may be held from time to time upon request of the Board or upon written request of twenty-five members of the Association</p> <p>A quorum for an Annual or General Meeting shall be twelve of the eligible voting members.</p>	<p>following year. Other Special General Meetings may be held from time to time upon request of the Board or upon written request of twenty-five members of the Association</p> <p>A quorum for an Annual or Special General Meeting shall be 50% plus one of Board members plus eligible voting members, one of which must be the President or designate. Special members are entitled to one vote per nuclear family at all Special General Meetings.</p>
<p>By-law 30 Notice of all Annual General Meetings shall be published at least ten days prior to the scheduled meeting date. The notice shall include the time and place of the meeting and whether proposed by-law amendments will be on the agenda. Such notices shall be placed on the Association website at least ten days prior to the Annual General Meeting. Any Constitution and By-law amendments must be made available on the Association website for membership perusal at least 10 days prior to the Annual General Meeting</p>	<p>By-law 30 Notice of all Annual General Meetings or Special General Meetings shall be published at least ten (10) days prior to the scheduled meeting date. The notice shall include the time and place of the meeting and whether proposed by-law amendments will be on the agenda. Such notices shall be placed on the Association website at least ten (10) days prior to the Annual/Special General Meeting. Any Constitution and By-law amendments must be made available on the Association website for membership perusal at least ten (10) days prior to the Annual/Special General Meeting.</p>
<p>By-law 31 Voting for Association elections or on matters pertaining to girls' softball shall be restricted to Active, Special, Individual, Honourary and Life Honourary association members.</p> <p>Voting on Association elections shall be by secret ballot and a simple majority shall elect a candidate. Other matters may be by a show of hands. Subject to a majority vote, any meeting of the Association may be adjourned at any time and such</p>	<p>By-law 31 Voting for Association elections or on matters pertaining to girls' softball shall be restricted to Active, Special, and Individual association members. The President's vote is only used to break a tie.</p> <p>Voting on Association elections shall be by secret ballot and a simple majority shall elect a candidate. Executive Director positions shall be elected by voting or acclamation.</p>

<p>business may be transacted at the adjourned meeting as could have been transacted at the original meeting from which such adjournment took place. Such adjournment may be made notwithstanding that a quorum is not present.</p>	
<p>By-law 32 The order of business at the Annual or Special General Meeting of the Association shall be determined by the Executive Board.</p>	<p>By-law 32 The order of business at the Annual or Special General Meetings of the Association shall be determined by the Board.</p>
<p>By-law 33 AMENDMENTS Any member in good standing of the Association may propose an amendment to the Constitution or By-laws of the Association. This proposal must be submitted in writing to the Executive Board of the Association. The proposed amendment will be presented at the next Annual or General meeting falling fifteen days or more after the date of submission. No amendment to the Constitution or By-laws of the Association shall be accepted from the floor at any meeting.</p>	<p>By-law 33 Any member in good standing in the Association may propose an amendment to the Constitution or By-laws of the Association. This proposal must be submitted in writing to the Board. The proposed amendment will be presented at the next Annual or Special General meeting falling fifteen (15) days or more after the date of submission. No amendment to the Constitution or By-laws of the Association shall be accepted from the floor at any meeting.</p>
<p>By-law 34 By-laws may be enacted or amended by a majority of the Executive Board whenever required. Such By-laws or amendments must be presented at the next Annual or General Meeting for ratification. If they fail to be ratified, they will cease to be effective and may not be re-enacted by the Executive Board for one calendar year.</p>	<p>By-law 34 By-laws may be enacted or amended by a majority of the Board whenever required. Such By-laws or amendments must be presented at the next Annual or Special General Meeting for ratification. If they fail to be ratified, they will cease to be effective and may not be re-enacted during the sitting of the existing Board.</p>
<p>By-law 35 Any amendment to be accepted or ratified must pass by a vote of 2/3 of those present and eligible to vote at an</p>	<p>By-law 35 Any amendment to the Constitution or By-laws to be accepted or ratified must pass by a vote of two-thirds (2/3)</p>

Annual or General Meeting of the Association.	of those present and eligible to vote at an Annual or Special General Meeting of the Association.
<p>By-law 36 All amendments become effective immediately when they are passed, unless the motion of amendment specifies otherwise</p>	<p>By-law 36 All amendments to the Constitution or By-laws become effective immediately when they are passed, unless the motion of amendment specifies otherwise.</p>
	<p>By-law 37 The Whitby Girls Softball Association will operate a safe and secure website to the best of its abilities. The WGSA is the owner of all content on the WGSA website, social media accounts and digital presence. The WGSA will maintain a trustworthy relationship with the Webmaster and Social Media Convener to ensure the safety and confidentiality of the personal information contained on the WGSA website and social media accounts.</p>
	<p>By-law 38 No person shall become a WGSA Board Member or remain on the WGSA Board while being a Board Member of any other softball organization.</p> <p>All Board Members will be required to disclose any affiliation to a competing softball association.</p>
	<p>By-law 39 The function of the Association and the conduct of its members shall be governed by the regulations listed below in order of precedence.</p>

Constitution and By-laws of the WGSA
WGSA Policy Manual
Robert's Rules of Order

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