

Bylaws  
of  
Bow River South Basketball Association

**1. DEFINITIONS**

In these Bylaws, the following terms shall mean:

- (a) "**Association**" shall mean the Bow River South Basketball Association.
- (b) "**Board of Directors**" means the Associations Board of Directors, elected pursuant to Section 4.2.
- (c) "**Compensation Committee**" means the Association's Compensation Committee appointed pursuant to Section 7.2.
- (d) "**Directors**" or "**Director**" means any individual elected to serve on the Association's Board of Directors.
- (e) "**Executive**" shall mean the Association's Executive Committee established pursuant to Section 4.5.

**2. MEMBERSHIP**

**2.1 Definition of Membership**

2.1.1 There shall be two classes of membership in the society, namely:

- (a) Player Membership. The player members shall be entitled to one vote per member at all meetings of members of the society and they shall pay annual membership dues, as determined at the Annual General Meeting. The players themselves must be player members of the society in order that they may be eligible to play for the society's teams.
- (b) Parent Membership - The parent members shall be entitled to one vote per family at all meetings of members of the society provided the children's membership dues are paid.

2.1.2 Special Exemption Membership. Persons who may not meet regular requirement may be invited to serve on the board or in a volunteer position and may be granted the rights and privileges as a member with the approval of the majority of the board.

## **2.2 Definition of Member In Good Standing**

- 2.2.1 Any member who has not withdrawn from membership, who has not been suspended or expelled as herein provided, and who has paid their current annual membership dues shall be in good standing.
- 2.2.2 Upon the failure of any member to pay the annual membership dues, any subscription, or indebtedness to the society, the directors may cause the name of such member to be removed from the register of members, but such member may be re-admitted to membership by the directors upon such evidence as they may consider satisfactory.
- 2.2.3 Members may withdraw their membership from the society and have their names removed from the register of members by submitting written notice of their intent to the Secretary of the society.
- 2.2.4 Members may be expelled from membership in the society for misconduct or actions detrimental to the society by a vote of two-thirds (2/3) majority of the members at a meeting, whether general or special.

## **2.3 Transfer of Membership**

- 2.3.1 A membership is not transferable.

## **3. MEETINGS OF MEMBERS**

### **3.1 Timetable of Meetings**

- 3.1.1 The Annual General Meeting of the society shall be held in Calgary in the month of April. Members will be notified of the Annual General Meeting via Notice or email with at least 10 days notice.
- 3.1.2 Other meetings of the members, whether general or special, may be convened by order of the President for any time and at any place.
- 3.1.3 A special meeting may be called by the President or Secretary upon receipt of a petition signed by one third of the members in good standing, setting forth the reasons for calling such a meeting.

### **3.2 Quorum**

- 3.2.1 A quorum for the transaction of business at any Annual General Meeting of members shall consist of not less than eight members present in person.
- 3.2.2 A quorum for the transaction of business at any other meeting of the Board of Directors shall consist of not less than eight members present in person, such persons shall be: at least four members of the Executive Committee and at least four Directors.

### **3.3 Voting**

- 3.3.1 Each Parent Member in good standing of the society shall be entitled to one vote at the Annual General Meeting or a special meeting. Such votes must be made in person and not by proxy or otherwise.
- 3.3.2 Votes for elections of positions on the Board of Directors are made by Parent Members by way of secret ballot.
- 3.3.3 All other votes are made by showing of hands, unless a request is made by a member in good standing, and a vote is called with a simple majority determining outcome.
- 3.3.4 Questions arising at any meeting of the Board of Directors shall be decided by a majority of votes with the President abstaining from voting. In case of an equality of votes, the President shall cast the deciding vote.

### **3.4 General Rules**

- 3.4.1 The Board of Directors may hold its meetings at such place or places within the Province of Alberta as it may from time to time determine, provided that no more than three months shall elapse between meetings.
- 3.4.2 Notice of such meetings shall be emailed to each Director not less than three days before the meeting is to take place.
- 3.4.3 The statement of the Secretary or President that notice has been given pursuant to this bylaw shall be sufficient and conclusive evidence of the giving of such notice.
- 3.4.4 The Board of Directors may appoint a day or days in any month or months for regular meetings at an hour to be named and for such regular meetings no notice need be sent.
- 3.4.5 No formal notice of any such meeting shall be necessary if all the Directors are present, or if those absent have signified their consent to the meeting being held in their absence.
- 3.4.6 Directors' meeting may also be held, without notice, immediately following the Annual General Meeting of the society.
- 3.4.7 The Directors may consider or transact any business either special or general at any meeting of the Board.

## **4. BOARD OF DIRECTORS**

### **4.1 Size and Definition of Board of Directors**

- 4.1.1 Subject to those matters delegated to the Executive Committee or the Compensation Committee, the affairs of the Association shall be managed by an Board of Directors of not less than six directors as determined at the Annual General Meeting.
- 4.1.2 Each Director at the time of their election and throughout their term of office shall be a member of the Association.
- 4.1.3 Each Director shall be elected to hold office until the next Annual General Meeting after they have been elected, or until their successor shall have been duly elected and qualified.

### **4.2 Election of the Board of Directors**

- 4.2.1 At the Annual General Meeting or at any general meeting called for the purpose of electing Directors, a nomination list of consenting members shall be presented to the members for consideration to fill the positions on the Board of Directors. Nominations from the members present at the meeting shall be permitted.
- 4.2.2 Directors of the Association will include, but are not limited to coordinators for:
  - (a) Senior Tykes;
  - (b) Junior Tykes;
  - (c) Mini Boys;
  - (d) Mini Girls;
  - (e) Bantam Boys;
  - (f) Bantam Girls;
  - (g) Midget Boys;
  - (h) Midget Girls;
  - (i) Juvenile Boys/Girls;
  - (j) Uniforms, Equipment and Advertising;
  - (k) Coaching Development; and
  - (l) Evaluations and Spring League Coordinator.

- 4.2.3 Additional positions and Directors must be added by a majority vote at the Annual General Meeting. Each such director shall be elected to hold office until the next Annual General Meeting after they have been elected, or until their successor shall have been duly elected and qualified.
- 4.2.4 Candidates who are unable to attend the Annual General Meeting to present themselves for election must submit a letter of intent advising of their intention to fulfill a specific position. Nomination of a candidate who hasn't fulfilled this requirement will not be accepted.

### **4.3 Dismissal of Directors**

- 4.3.1 Any Director who fails to be present at 60% of all meetings shall be considered to have not met their responsibilities to the Board of Directors. A motion to allow that person to continue as a Director can be made with proof of extenuating circumstances which can be passed by a simple majority of the Directors present.
- 4.3.2 Any Director who knowingly violates the rules and codes of conduct of either or both the Association or the Calgary Minor Basketball Association can be removed from the board with a vote passed with a simple majority of the Executive.
- 4.3.3 Should a Director refuse to accept a decision of the Board, by an appeal to an organization other than the Association, the member shall be deemed to have a conflict of interest and shall be deemed to have resigned.
- 4.3.4 Anyone who resigns his/her position or has been removed from the Board of Directors shall immediately return to the Association all records, documents and any other property of the Association.

### **4.4 Vacancies on the Board**

- 4.4.1 Vacancies on the Board of Directors, however caused, may so long as a quorum of directors remains in office, be filled by the Directors from the members but if there is not a quorum of directors, the remaining Directors shall forthwith call a meeting of members to fill the vacancy.

### **4.5 Executive Committee**

- 4.5.1 There shall be an Executive Committee made up of a President, a Vice-President of the Boys Program, a Vice-President of the Girls Program, a Director of Facilities, a Registrar, a Secretary, and a Treasurer, or in lieu of a Secretary and Treasurer, a Secretary-Treasurer.
- 4.5.2 The duties of the Executive Committee shall include, but are not limited to:
  - (a) to consider and recommend for approval by the Board of Director's the Association's mission statement and the medium to long-term strategy

of the Association;

- (b) to consider, approve and keep under review the method by which resources are allocated within the Association;
- (c) to consider and determine such other matters as may be delegated or referred to it by the Association.

#### **4.6 Volunteer Positions, Other Than Executive Committee or Board of Directors**

- 4.6.1 Volunteer positions without voting authority, but with assigned benefits of free registration for one child, will added by a majority vote of the Board of Directors. Requirements of such positions shall be determined at Annual General Meeting.
- 4.6.2 All members of the Board of Directors may hold other volunteer positions with the Association, so long as a conflict of interest does not present itself.
- 4.6.3 The Past-President will have voting privileges as an member at the Annual General Meeting.
- 4.6.4 Each member of the Board of Directors is allowed to have two children to participate in the basketball program free of charge, so long as the meet the requirements of their position.

#### **5. DUTIES OF THE EXECUTIVE COMMITTEE AND ASSOCIATION DIRECTORS**

## **5.1 Duties of the President**

- 5.1.1 The President must come from a standing board member with 2 years of service to the Association.
- 5.1.2 The President shall, when present preside at all meetings of the members of the society and of the Board of Directors. The President shall also be charged with the general management and supervision of the affairs and operations of the society.
- 5.1.3 The President is responsible for establishing committees and determining their parameters.
- 5.1.4 The President will act as the representative for the Association on the board of the Calgary Minor Basketball Association pursuant to their rules.
- 5.1.5 The President may be the final arbiter of any disputes not covered by any other mediation process in our by-laws, once the appeals process has followed the chain of command of the board of directors.
- 5.1.6 During the absence of, or inability of the President to fulfill their duties, these duties and powers may be exercised by one or both of the Vice-Presidents.

## **5.2 Duties of the Vice-President**

- 5.2.1 Either Vice-President must come from a board member with 1 year of service to the Association.
- 5.2.2 The Vice-President of Boys and the Vice-President of Girls are responsible for directing all the coordinators in the programs that fall under their jurisdiction.
- 5.2.3 The Vice-President of Boys and the Vice-President of Girls will act as an arbiter for any disputes not resolved by the coordinators in the programs that fall under their jurisdiction. Appeals of these decisions may go to the President.
- 5.2.4 The President and Vice Presidents are to guide the program based on the Association's bylaws and board decisions.

## **5.3 Duties of the Treasurer**

- 5.3.1 The Treasurer, or person performing the usual duties of a Treasurer, shall keep full and accurate account and shall deposit all monies or other valuable effects in the name and to the credit of the society in such bank or banks as may from time to time be designated by Board of Directors. They shall disburse the funds

of the Association under the direction of the Board of Directors, keeping proper receipts for the same, and shall render to the Board of Directors at the regular meetings thereof or whenever required of him, an account of all their transactions as Treasurer, and of the financial position of the Association.

5.3.2 They shall prepare for submission to the Annual General Meeting a preliminary summary of the financial position of the society for assessment by the membership and shall submit a copy of same to the Secretary for the records of the society. This preliminary summary is in lieu of the audited statement which cannot be completed in time for the Annual General Meeting.

5.3.3 They shall prepare for submission to the Board of Directors a statement duly prepared as herein set forth of the financial position of the society and shall submit a copy of same to the Secretary for the records of the Association.

#### **5.4 Duties of Secretary**

5.4.1 It shall be the duty of the Secretary to attend all meetings of the Association and of the Board of Directors, and to keep accurate minutes of the same. In case of the absence of the Secretary, their duties shall be discharged by such officer as may be appointed by the Board of Directors. The Secretary shall have charge of all the correspondence of the Association and be under the direction of the President.

5.4.2 The Secretary shall also keep a record of all the members of the Association and their addresses send all notices of the various meetings as required.

5.4.3 The Secretary shall be the keeper of the bylaws and shall keep an amended copy up to date and shall register the bylaws with the appropriate agency of the Government of Alberta.

#### **5.5 Duties of Registrar**

5.5.1 It shall be the duty of the Registrar to manage the registration database and determine who are members in good standing.

5.5.2 The Registrar shall coordinate with the Treasurer and the Age Group Coordinators as to who has registered correctly and paid all required fees and deposits.



5.5.3 The Registrar shall coordinate with the appropriate board members anyone who has indicated on their registration that they are interested in a specific volunteer position.

5.5.4 The registrar will communicate with the CMBA as to the teams lists and other requirements.

## **5.6 Duties of Age Group Coordinators**

5.6.1 It shall be the main duty of the Age Group Coordinator to manage the teams in their assigned group. They are to work in concert with other board members to ensure that each team is provided with the appropriate equipment and uniforms and are assigned their practice times. Any information that is required of by the teams is to be distributed in a timely manner.

5.6.2 The Age Group Coordinator will utilize the evaluation procedure approved by the board to determine the placement of all the players in their group. This is to be done in as fair and un-biased a process as possible. They will work with their appropriate Vice-President to accomplish this.

5.6.3 The Age Group Coordinator will work with their Vice-President to determine the coaches for each team. Determinations will be made utilizing information of disciplinary information, past feedback of other coordinators and other methods determined by the board.

5.6.4 All contact between parents, coaches and players to the Board of Directors should be directed through the appropriate Age Group Coordinator initially where possible.

## **5.7 Duties of Equipment and Uniform Coordinators**

5.7.1 Equipment and Uniform Coordinators are to work with the Age Group Coordinators to determine the requirements for each team. Uniform sizes should be determined for each player at the beginning of evaluations where possible.

5.7.2 Equipment and Uniform Coordinators are to keep an inventory of all materials required and to inform the board of any major expenditures required to fulfill the yearly requirements of the Association.

5.7.3 The Equipment and Uniform Coordinators are to work with the Age Group Coordinators at the end of the year to receive all equipment back at the end of the season. In the case of the Uniform Coordinators, they are to work with the

Treasurer to determine if uniform deposit cheques will need to be deposited.

## **5.8 Duties of Facilities Director**

5.8.1 The Facilities Director will work with the City of Calgary and other agencies that provide gym space for rent to acquire gym times for the practices and other requirements of the Association. They will be the main contact between the Association and these agencies.

5.8.2 The Facilities Director will work with the Age Group Coordinators to assign the gym time to the teams in each group. Any changes in the assignments will be communicated between these parties.

5.8.3 The Facilities Director will work to manage gym space to ensure that the Association does not pay for unused gym space and will work to acquire more gym space as required.

## **6. FINANCIAL REQUIREMENTS**

### **6.1 Borrowing**

6.1.1 For the purpose of carrying out the objects of the society, the Directors may borrow or raise or secure the payment of money in such manner as they think fit, and in particular by the issue of debentures, provided debentures shall not be issued without the sanction of a special resolution of the Association.

### **6.2 Appointment of Auditors**

6.2.1 Upon the request of a majority of the Board, the books, accounts and records of the Association shall be audited by a duly qualified accountant selected for that purpose.

6.2.2 The fiscal year end of the Association shall be March 31<sup>st</sup> of each calendar year.

### **6.3 Inspection of Books, Records and Accounts**

6.3.1 The books and records of the Association may be inspected by any member of the Association at the Annual General Meeting provided for herein or at any time upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board of Directors shall at all times have access to such books and records.

## **6.4 General Financial Requirements**

6.4.1 All checks require two signatures. The following Executive Committee members are eligible to sign checks: The President, and the Treasurer.

## **7. EXPENSES AND COMPENSATION**

### **7.1 Reimbursement of Expenses**

7.1.1 Board members will be reimbursed for reasonable expenses incurred in connection with the Association, provided that such expenses are approved by a majority of the Compensation Committee prior to being incurred.

7.1.2 Prior to being reimbursed, board members will submit expense claims together with itemized accounts of those expenses, along with appropriate receipts to a member of the Compensation Committee for review.

### **7.2 Compensation Committee**

7.2.1 The Association may establish a Compensation Committee to review the compensation of certain of the Association's executives and to review certain expenses of the Association.

7.2.2 The Compensation Committee shall be composed of not fewer than three Board Members and not more than seven Board Members. Such members of the Compensation Committee will be elected by a majority vote of the Board at the Annual General Meeting.

7.2.3 At a minimum, the Compensation Committee shall be composed of: the President, one Vice-President, the Treasurer and one Board Member.

7.2.4 The Compensation Committee shall meet at least once per year and shall present its recommendations to the Association for approval at the Annual General Meeting; however, the Compensation Committee may also meet as needed throughout the year to review compensation matters and make recommendations to the Board.

7.2.5 Any recommendations of the Compensation Committee for approval by the Board shall be approved by a majority vote.

7.2.6 The Compensation Committee has the responsibility to report to the Board, as requested, on compensation matters and the payment of material expenses relative to the Association.

7.2.7 The Compensation Committee shall report its discussions to the Board by maintaining minutes of its meetings and providing an oral report at Board meetings as directed from time to time.

### **7.3 Other Financial Support and Assistance**

7.3.1 All Coaches are encouraged to upgrade and obtain higher levels of certification. The Association will attempt to pay up to \$75.00 for upgrading courses upon presentation of proof of participation and successful completion of the course. Pre approval by the Compensation Committee is necessary for such course.

7.3.2 Other financial compensation must be requested in writing to the board and will be voted on once It is determined if it is financially feasible.

## **8. GENERAL CODE OF CONDUCT**

### **8.1 Conduct Standards**

8.1.1 All decisions of the Board of Directors or anyone working or volunteering in any capacity for the Association must be operating in the best interest of the majority of participants in the program. Decisions must take into consideration the benefits all age groups and skill levels.

8.1.2 All Board members, coaches, volunteers, and players are expected to abide by the directives and conduct guidelines of the Calgary Minor Basketball Association. Any rulings by the Calgary Minor Basketball Association board or Discipline Committee are to be respected and followed.

8.1.3 All Board members, coaches, volunteers, and players agree by the act of registration in the organization, that they are willing to be subject to any disciplinary rulings of the Calgary Minor Basketball Association or the Association. Failure to submit to any ruling will remove the membership of the party from good standing in the Association.

8.1.4 Board members may not benefit financially personally, or by association to another organization, by charging for services, or, by receiving benefit from knowledge acquired as a board member. This will be considered as a conflict of Interest and will be subject to removal from the board.

8.1.5 The Association reserves the right to share any information regarding disciplinary actions with the CMBA and other community organizations.

## **8.2 General Behavior Guidelines**

- 8.2.1 Any person attending a practice or game who is believed to be incapacitated, due to alcohol or drug is to be immediately reported to the Basketball Coordinator. A one game suspension will be imposed for the first offense. A second offense of the same nature will result in full suspension for the remainder of the current season.
- 8.2.2 Any player while attending a practice or a game who is believed to have willfully caused damage to a school facility or is believed to have caused physical injury to any other person shall be immediately reported to the Basketball Coordinator. A minimum one game suspension will be imposed for the first offense; a second offense of a similar nature will result in full suspension for the remainder of the current season.
- 8.2.3 Any Coach, Assistant Coach, or Manager found to be operating outside the Association or Calgary Minor Basketball Association rules will firstly be cautioned, and then allowed to rectify the situation. Failure to rectify the situation will result in immediate suspension and that individual will not be allowed to participate in any capacity as part of the Association for a period of up to two years.
- 8.2.4 CMBA fair-play guidelines are to be adhered to.
- 8.2.5 Recruiting of Players from other Communities is not permitted.

## **8.3 Disciplinary Procedures**

- 8.3.1 Rules and Bylaws are to be accessible by anyone who requests them. Bylaws are to be posted on the Association's website as well as the link to the CMBA website.
- 8.3.2 Disciplinary actions for minor issues, complaints or disputes can be dealt with by the appropriate Age Group Coordinators.
- 8.3.3 A Committee comprised of the President, Vice President (one or both), and other appropriate board members determined by the President will be convened as required to deal with any more serious disciplinary situation.
- 8.3.4 Members of the board may be assigned by the discipline committee to determine if any disciplinary rulings are being followed.
- 8.3.5 Any persons, whose actions that are deemed to be worthy of a new 1 or 2 year suspension after a 1 or 2 year suspension has previously been applied, will be

given the suspension with requirement to apply for reinstatement after their suspension has been completed. Such a person must present evidence or testimony that they have corrected any behaviors that caused their suspension prior to be reinstated.

- 8.3.6 It will be the determination of the Disciplinary Committee the length of any suspension and what specific date the suspension will end. Suspensions that end in the break between seasons may not prevent anyone from registering for the season after their suspension ends.
- 8.3.7 Basic information on suspensions must be entered into the Association board meeting minutes for reference by future boards.
- 8.3.8 All decisions by the Disciplinary Committee are final.

#### **8.4 Coaching Registration Requirements**

- 8.4.1 Coaching placement is subject to the requirements of each team and is not guaranteed. Prior complaints and disciplinary actions may be taken into consideration when applicants are judged. Determination of coaching placement will be done by Division Coordinator with input from the Executive.
- 8.4.2 All coaches will be required to have background checks done as determined by the Board from time to time to be allowed to coach. Coaches will be allowed to coach while their background checks are being processed. A coach shall be immediately removed if the background check comes back with a negative response from the Calgary Police service. Proof of both a submittal of forms and the original letter of approval must be presented to the board.
- 8.4.3 Coaches of potential A level teams will have requirements to have applicable coaching certification. Lack of interest in achieving such certification may disqualify a candidate from such teams.
- 8.4.4 Coaches are to be determined by the Age Group Coordinators in consultation with the Vice Presidents and the board of directors. The Association reserves the right to refuse anyone to coach with or without cause.

## **9. EQUIPMENT STANDARDS**

### **9.1 General Equipment Standards**

- 9.1.1 Basketballs and first aid kits are the property of the Association and are to be used for practices and games only.
- 9.1.2 Coaches shall be responsible for all equipment and uniforms issued to their team and they shall distribute uniforms as assigned to players by the uniform coordinators.
- 9.1.3 At the end of the season, coaches will collect uniforms from players and return the uniforms with equipment to age group coordinators by the assigned deadlines.
- 9.1.4 Teams registered with Calgary Minor Basketball must play in the uniforms supplied by the Association.
- 9.1.5 Uniforms are for games only and should not be used for practices.
- 9.1.6 Uniform design and colors will be determined at a time of requirement by the Association's Board of Directors. A sub-committee may be convened to research this project.

## **10. MANNER OF MAKING, ALTERING AND RESCINDING BYLAWS**

- 10.1.1 The bylaws of the society shall not be altered or added to except by a special resolution of the society.
- 10.1.2 For all purposes of the society, "special resolution" shall mean a resolution passed by a majority of not less than three-fourths (3/4) of such members entitled to vote as are present in person at a general meeting of which notice specifying the intention to propose the resolution as a special resolution has been duly given.
- 10.1.3 Bylaws may be temporarily amended in between AGM's with the approval of three-fourths (3/4) of the board at a standard board meeting, but must be re-submitted for approval at the next AGM before they are considered official.
- 10.1.4 General governing decisions do not need to be added or amended in the bylaws unless they are contravened by a bylaw. They must be added to the minutes of a board meeting.

## **11. DISSOLUTION CLAUSE**

11.1.1 If the Association is dissolved for any reason all remaining assets will be donated to a charitable or religious organization(s). The Board of Directors shall recommend a charitable or religious organizations) to receive the assets, which shall be voted on by the membership.