



## ASSOCIATION BY-LAWS & POLICIES

### 1. DESCRIPTION

A By-Law relating generally to the conduct of the affairs of the Waterloo Minor Girls Softball Association.

### 2. MEMBERSHIP

#### A. DESCRIPTION

The following shall be members of the Association:

1. any athlete in good standing, who has paid the prescribed registration fee as required, or who has had such fees waived at the discretion of the Board of Directors
2. any coach, volunteer or member of the Board of Directors

#### B. CONDITIONS

1. Every member shall uphold the Association's Constitution and comply with its By-Laws, policies, and procedures adopted from time to time by the Board of Directors and/or the Association at an Annual General Meeting.
2. A person shall cease to be a member of the Association by not paying her fees as required; by delivering a resignation in writing to the President or Executive Director of the Association; or on being expelled by the Association.
3. A member may cease to be a member of the Association upon notification from the Board of Directors and with compliance to the Discipline Procedures outlined in Section 12.

### 3. FEES

All dues and fees are to be set annually by a majority vote of the Board of Directors. Each player is required to pay an annual registration fee, with any representative fees remitted separately. Players may also be required to pay other fees, as set by a majority vote of the Board of Directors. Fees may be waived as outlined in Section 2.A.1.

### 4. CONFLICT OF INTEREST

No Director or Committee member shall discuss or vote upon Association matters or business where it is known or thought that a conflict of interest exists. When such matters are to be discussed, the Director or Committee member shall immediately declare a conflict of interest, and once duly recorded by the recording secretary, shall excuse him/herself from any discussion or voting on these matters.

A conflict of interest occurs when:

- An individual's private or professional interest differs from his or her obligations to the Association.
- Actions or decisions occur that an independent observer might reasonably question.
- A conflict depends upon situation and not on the character or actions of the individual.

Should an individual not excuse him/herself and the Board deems that individual to have a conflict of interest, that member may be excused.

## **5. MEETINGS**

### **A. ANNUAL GENERAL MEETING**

1. The Annual General Meeting of the Association shall be held on or before December 31 of each year. Notice of the Meeting shall be advertised at least a month before the Meeting date.
2. The Board of Directors shall be elected, by a majority of those voting, at the Annual General Meeting.

Officers shall hold office from this meeting until the date of the second subsequent Annual General Meeting, at which time an election of officers shall take place, or at such time as elected at a special meeting of the membership called for this purpose. The following Officers' positions will be elected in even years: Treasurer, and Vice President – HL; the following Officers' positions will be elected in odd years: President, and Vice President – Rep., Should a position that is not scheduled for election be vacant, it will automatically become eligible for election.

Directors-at-Large shall hold office from this meeting until the date of the second subsequent Annual General Meeting, at which time an election of officers shall take place, or at such time as elected at a special meeting of the membership called for this purpose.

3. Voting shall take place as outlined in Section 6.
4. No proxy votes shall be permitted. Opinions of absent members may be presented to the President in writing prior to the meeting and presented to the membership prior to voting.
5. Amendments to the Constitution or to By-Laws of the Association must occur as outlined in Section 7 of the Constitution.
6. The order of business at the Annual General Meeting shall be:
  - A. Reading of minutes of the previous annual meeting
  - B. Reading of consideration of official correspondence
  - C. Treasurer's Report
  - D. President's Address
  - E. Consideration of Constitution By-laws, Rules, Amendments, and alterations
  - F. General Business
  - G. Election and installation of officers
  - H. Adjournment
7. That the minutes of the most recent AGM be posted on the WMGSA web site within thirty (30) days of the meeting.

### **B. GENERAL AND SPECIAL MEETINGS**

General Meetings or Special Meetings of the Association that might be required shall be called by the Secretary at the direction of the President or a majority of the Board of Directors.

### **C. BOARD OF DIRECTORS MEETINGS**

1. Meetings for the Board of Directors shall be once every month unless otherwise determined from time-to-time by the Board of Directors.
2. All elected or appointed Directors shall be allowed to vote.
3. No proxy votes shall be permitted. Opinions of absent members may be presented to the President in writing prior to any meeting, for consideration prior to voting. Should a member

of the Board of Directors miss more than two consecutive meetings without just cause, that member may be removed of his/her duties by a majority vote of the Board and may, also by a majority of votes, be replaced by another person willing to stand in his/her stead for the remainder of the term.

4. Meetings shall be open to the general public. Delegations can register with the office not less than one week prior to monthly meetings. A delegation will be allowed a maximum of fifteen (15) minutes to make its presentation. Should a delegation require more time, the members of the Board of Directors must agree to the extended time. A delegation arriving at a meeting without appropriate registration may be heard, provided that a majority of the Board agrees. The Board is not required to make an immediate decision on any presentation; but may hear the delegation and pass a resolution to visit the matter at a later date.
5. It is preferred that motions from Board of Directors members be presented at the monthly Board meetings. However, should it be necessary to expedite a motion, it is acceptable to make a motion by email, subject to the following parameters:
  - the motion must have a seconder prior to it being sent out
  - five working days must be allowed for Board members to register their votes
  - all Board members must be notified of the motion and given an opportunity to vote
  - all votes must be registered through the office
  - the motion, with outcome, must be included in the Minutes binder maintained in the office

## **6. VOTING**

At the Annual General Meeting and all General Meetings of the Association, every member in good standing shall be given one vote. In the case of minors (athletes in good standing, under the age of eighteen), one parent/guardian shall have the voting right (one vote) for the family. An individual may only execute one vote. At all meetings of voting members, every question shall be decided by a show of hands unless a poll is demanded by any voting member.

## **7. DUTIES OF THE BOARD OF DIRECTORS**

The affairs of the Association shall be managed by a Board of Directors as outlined in Section 3 of the Constitution. It is in the best interest of the Association not to have a member hold more than one position at a given time. Every effort should be made to avoid this circumstance.

Notwithstanding this, the Board of Directors may appoint a member to more than one Board position, provided that such appointment does not compromise the legal obligations of the association. Each Officer and Director-at-Large has a vote on the Board of Directors. Should a member hold more than one role, said individual will still only have one vote on matters which come before the Board.

Directors-at-Large may be appointed, by the Board of Directors, to serve as Directors of the various portfolios related to the effective operations of the Waterloo Minor Girls Softball Association (e.g. Marketing/Public Relations; Fundraising/Sponsorship; Coach & Player Development; Equipment; Umpire-in-Chief; etc.) Directors may have more than one portfolio and may be assigned and removed duties by Ordinary Resolution of the Board.

The duties of each Officer are as follows:

### **A. PRESIDENT**

- Shall preside or appoint designate to preside at all meetings of the Board of Directors and Annual General Meeting
- In cases where an immediate decision is required, the President may make the decision derived from consultation with at least two other Board members and said decision must be brought to the attention of the Board at the next scheduled meeting
- Can cast a tie-breaking vote (this will be a second vote cast in order to break a tie)
- Shall chair the Discipline Committee

- Shall maintain ongoing liaison and working relationships with other Kitchener-Waterloo organizations as deemed appropriate
- Shall attend (or designate a replacement to attend) all P.W.S.A. meetings
- Working with Vice President House League, Vice President Representative, and other Directors as required, finalize and approve ALL league uniforms
- Persons running for this position must have served as a member of the WMGSA Board of Directors in the preceding year; in addition, such persons must still be a member of said Board at the end of the preceding year.
- Should there be no person that fulfills this requirement willing to take on the position of President, a member may be elected to fill this role, following proper voting procedures.

#### **B. PAST PRESIDENT**

- Shall act in an advisory capacity to the Board of Directors
- Shall annually review and make recommendations if necessary to update the Constitution and By-laws if necessary/appropriate
- Shall review the Policy Manual annually and make recommendations for improvements or updates if necessary/appropriate
- Shall serve as scrutineer at the Annual General Meeting

#### **C. VICE PRESIDENT, HOUSELEAGUE**

- The Vice-President, Houseleague may not coach in the Houseleague division
- Persons running for this position must have served as a member of the Houseleague Committee, the Rep Committee or the Board of Directors in the preceding year
- Should there be no person that fulfills this requirement willing to take on the position of Vice President, Houseleague, a member may be elected to fill this role, following proper voting procedures.
- Duties are as follows:
  - Attend Board of Directors meetings
  - Call and chair all Houseleague Committee meetings
  - Inform all convenors of their duties and responsibilities
  - Be the liaison between the Houseleague Committee and the Board of Directors
  - Ensure that all information is handed out and coaches/parents are informed
  - Recruit to fill Convenor vacancies or take over division responsibilities
  - Work with Director of Special Events, HL on Final Days
  - Oversee the Select program
  - Attend or designate someone to attend OSSTA meetings
  - Working with the Director in charge of Equipment, ensure that Houseleague equipment is distributed
  - Attend and work at spring registration/try-it events
  - Ensure that the Houseleague division operates as directed by the Board
  - Sit on the discipline committee
  - Shall hand out house league uniforms, or designate someone to do so

#### **D. VICE PRESIDENT, REPRESENTATIVE**

- Persons running for this position must have served as a member of the Rep Committee, the Houseleague Committee or the Board of Directors in the preceding year
- Should there be no person that fulfills this requirement willing to take on the position of Vice President, Representative, a member may be elected to fill this role, following proper voting procedures.
- Duties are as follows:
  - Represent the Rep Section at all Board of Directors meetings
  - Facilitate the selection of the Rep Committee
  - Call and chair all Rep Committee meetings
  - Ensure all coaches are aware of their duties re the Rep rules, and guidelines
  - Review the finances of each rep team
  - Sit on the Discipline Committee
  - Sit on the Coaches Selection Committee
  - Work with members in charge of rep events (such as the Ghosts Invitational)

- Working with the Director in charge of equipment, ensure that Rep teams are outfitted with appropriate equipment
- Working with President, Vice President House League and Director in charge of the Marketing/Public Relations portfolio, finalize and approve ALL league uniforms
- General administration of the Rep Program
- Attend League meetings when required – Grand Valley, PWSA, etc.

**E. TREASURER**

- Shall keep full and accurate accounts of all receipts and disbursements of the Corporation
- Will be one of the two designated signatories on all accounts that are held in the name of WMGSA, with the exception of individual team accounts
- Shall prepare, or see that the Board is given, regular financial statements
- Shall present a statement at the Annual General Meeting of the members of the Association
- Shall prepare and submit an annual budget to a meeting of the Board of Directors by January 30th of the calendar year

**F. DIRECTORS-AT-LARGE**

- Shall fulfill the duties of their assigned portfolios
- Shall attend Board of Director meetings
- Shall assist with association events and contribute to the smooth running of the association

**G. EXECUTIVE DIRECTOR**

- The Board shall be empowered to hire an individual to fill the role of Executive Director
- A committee comprised of three members of the Board, appointed by the President shall place advertisements, review the replies, and conduct interviews. A motion shall then be made to the Board and the Board will make the final decision.
- The Executive Director shall be a non-voting, paid advisor to and member of the Board of Directors.
- Will fill the position of Recording and Corresponding Secretary
- Responsible for the day-to-day operations of the association, under the direction of the Board

**H. ALL MEMBERS OF THE BOARD OF DIRECTORS**

- Working with Director in charge of the Marketing/Public Relations portfolio, finalize and approve ANY changes to the league logo
- The current Board of Directors' names and contact emails, pursuant to Director approval, will be posted on the WMGSA web site within thirty (30) days of election

**8. OTHER OFFICE STAFF**

The Board may, at its discretion, hire other office staff as necessary to carry out the affairs of the association. Such employment may be of a temporary or long-term nature.

**9. STANDING COMMITTEES**

**A. HOUSELEAGUE COMMITTEE**

The affairs of the Houseleague division shall be managed by a Houseleague Committee as detailed in the Houseleague By-Laws & Policies document.

**B. REPRESENTATIVE COMMITTEE**

The affairs of the Representative division shall be managed by a Representative Committee as detailed in the Representative By-Laws & Policies document.

### C. DISCIPLINE COMMITTEE

The Discipline Committee shall be set up as outlined in Section 4 of the Rep By-Laws & Policies and Section 3 of the Houseleague By-Laws & Policies. The Committee's duties shall be:

1. to review all misconduct of volunteers, coaches, athletes and officers of the Association and to suspend and/or take disciplinary action as deemed necessary up to and including dismissal from the Association
2. to receive and act upon grievances of Association members in a timely manner as detailed in Section 11
3. All meetings held by the Discipline Committee are confidential in nature. No Committee member shall discuss the meetings or actions taken with any other person not on the Discipline Committee.

### 10. POLICIES AND PROCEDURES

All Association members shall abide by such duties, rules and regulations as are set out in the Houseleague By-Laws & Policies, and the Representative By-Laws & Policies of the Association.

### 11. DISCIPLINE

A. Disciplinary action shall be taken against a player, coach, parent, spectator, game official or team charged with misconduct, pursuant to the Discipline procedure outlined in Section 12.

B. The following table defines the types of misconduct and provides examples for greater certainty:

TYPE OF MISCONDUCT	DEFINITION/EXAMPLES
Lewd or vulgar language on or around the playing field	Conversational language deemed inappropriate in the presence of children. Applies to ALL persons attending WMGSA activities, including spectators & game officials.
Alcohol or illegal drugs in the park	The act of carrying and/or consuming alcoholic beverages or illegal drugs in the park. Applies to ALL persons attending WMGSA activities, including spectators and game officials.
Tobacco consumption within confines of the park, during a game	The act of smoking or chewing tobacco by a player or coach, while in the park during his/her team's game. All City of Waterloo and School Board by-laws with regards to No Smoking must be obeyed.

Verbal abuse directed at someone other than a game official	Abusive language directed at a player, coach, parent or spectator on or around the playing field by anyone attending a WMGSA activity. This includes heckling, poking fun at or in any other manner doing anything that in the opinion of the umpire distracts the opposing team (e.g. yelling "swing" at the batter, or "the pitcher can't pitch", or "the batter can't hit").
Verbal abuse directed at a game official	Abusive language directed at a person officiating a WMGSA activity (e.g. umpire, scorekeeper) by anyone attending that activity.
Physical abuse directed at someone other than a game official	The act, attempt or threat of physical contact (e.g. pushing, pulling, charging, spitting, etc.) directed at a player, coach, parent or spectator on or around the playing field by anyone attending a WMGSA activity.
Physical abuse directed at a game official	The act, attempt or threat of physical contact (e.g. pushing, pulling, charging, spitting, etc.) directed at a person officiating a WMGSA activity (e.g. umpire, scorekeeper) on or around the playing field by anyone attending that activity.
Violent physical assault directed at any individual	The deliberate act of assaulting any individual attending a WMGSA activity in a violent manner, causing physical harm (e.g. punching, swinging a bat, etc.).
Other unsportsmanlike conduct	The deliberate act of contravening a published rule or the principles of fair play and good sportsmanship on or around the playing field (e.g. competing under an assumed name; playing a suspended or unregistered player; throwing equipment; instructing a player to "run her over if she's in your way" or a pitcher to "bean the batter"). Applies to ALL persons attending WMGSA activities, including spectators & game officials.
Act detrimental to the game  Act detrimental to the game (cont.)	Any act away from the playing field which is deemed to be detrimental to the best interests of fastball (e.g. misconduct in commercial establishments while attending exhibition, league, playoff or tournament games; committing fraud involving the game of fastball; submitting bad cheques to the WMGSA or its representatives; defaulting games without providing reasonable notice of inability to play; not returning uniforms or equipment within a reasonable time after being

	requested to do so; etc.).
Sexual harassment/abuse	Any unwelcome sexual advances, requests for sexual favours or other verbal or physical conduct of a sexual nature by a member of the WMGSA.

- C. Where disciplinary action is warranted, as determined by the Discipline Process outlined in Section 12, such action shall be taken in accordance with (and without deviation from) the mandatory minimum penalties identified in the following table. A “meaningful game” refers to a league or tournament game. Penalties not fulfilled by the season’s end will carry over to the following season. Penalties shall be in addition to any penalties imposed by game officials (umpires, tournament committees, PWSA officials, etc.)

TYPE OF MISCONDUCT	MANDATORY MINIMUM PENALTY
Lewd or vulgar language on or around the playing field	<p><b>1<sup>st</sup> seasonal offence:</b> written warning</p> <p><b>2<sup>nd</sup> seasonal offence:</b> suspension for 3 meaningful games</p> <p><b>3<sup>rd</sup> seasonal offence:</b> suspension for 10 meaningful games</p>
Alcohol or illegal drugs in the park	<p><b>1<sup>st</sup> seasonal offence:</b> suspension for 3 meaningful games</p> <p><b>2<sup>nd</sup> seasonal offence:</b> suspension for 6 meaningful games</p> <p><b>3<sup>rd</sup> seasonal offence:</b> suspension for 10 meaningful games</p>
Tobacco consumption within the confines of the park, during a game	<p><b>1<sup>st</sup> seasonal offence:</b> written warning</p> <p><b>2<sup>nd</sup> seasonal offence:</b> suspension for 3 meaningful games</p> <p><b>3<sup>rd</sup> seasonal offence:</b> suspension for 10 meaningful games</p>
Verbal abuse directed at someone other than a game official	<p><b>1<sup>st</sup> seasonal offence:</b> written warning</p> <p><b>2<sup>nd</sup> seasonal offence:</b> suspension for 3 meaningful games</p> <p><b>3<sup>rd</sup> seasonal offence:</b> suspension for 10 meaningful games</p>

Verbal abuse directed at a game official	<p><b>1<sup>st</sup> seasonal offence:</b> written warning</p> <p><b>2<sup>nd</sup> seasonal offence:</b> suspension for 3 meaningful games</p> <p><b>3<sup>rd</sup> seasonal offence:</b> suspension for 10 meaningful games</p>
Physical abuse directed at someone other than a game official	<p><b>1<sup>st</sup> seasonal offence:</b> suspension for 3 meaningful games</p> <p><b>2<sup>nd</sup> seasonal offence:</b> suspension for 6 meaningful games</p> <p><b>3<sup>rd</sup> seasonal offence:</b> suspension for 10 meaningful games</p>
Physical abuse directed at a game official	<p><b>1<sup>st</sup> lifetime offence:</b> suspension for 6 meaningful games</p> <p><b>2<sup>nd</sup> lifetime offence:</b> suspension for 10 meaningful games</p> <p><b>3<sup>rd</sup> lifetime offence:</b> lifetime suspension</p>
Violent physical assault directed at any individual	<p><b>1<sup>st</sup> lifetime offence:</b> lifetime suspension</p>
Other unsportsmanlike conduct	<p><b>1<sup>st</sup> seasonal offence:</b> written warning</p> <p><b>2<sup>nd</sup> seasonal offence:</b> suspension for 3 meaningful games</p> <p><b>3<sup>rd</sup> seasonal offence:</b> suspension for 10 meaningful games</p>
Act detrimental to the game	<p>The Discipline Committee shall meet to review the misconduct and shall determine the disciplinary action, if any, to be taken.</p>
Sexual harassment/abuse	<p>Sexual harassment/abuse charges will be handled by the police and/or Family Services. The person shall be suspended until the WMGSA receives information from the police/Family Services.</p>

## 12. DISCIPLINE PROCESS

- A. Any member of the Association who witnesses the occurrence of misconduct by a member of the WMGSA has the right and responsibility to report it.
- B. Grievances from any member of the Association must be filed in writing, including name and contact information, with the Executive Director or the President. The Grievance shall describe

the incident, and should include all details pertinent to the incident, including the date, time, location, parties present, parties directly involved & outcome(s).

- C. The Discipline Committee will receive and act upon grievances of Association members within five (5) working days of the grievance being received. ("Act upon" shall mean that the Committee has met and requested additional information, or has set a date for a meeting or has taken other appropriate action.) Grievances shall not be discussed outside of the Discipline Committee. The time frame for action will be dictated by the severity of the grievance. The Discipline Committee may convene a meeting for expediency purposes provided a majority of the Committee members are present.
- D. The Discipline Committee must convene a meeting to deal with any misconduct whose mandatory minimum penalty is suspension. In addition, the Discipline Committee must convene a meeting to deal with any individual who has committed a second seasonal offence (not necessarily in the same category.)
- E. Should the Discipline Committee act upon a grievance and decide upon a penalty without a hearing taking place, the alleged offender will have a maximum forty-eight (48) hours upon notification of his/her penalty to contact the Executive Director or the President to request a Discipline Committee meeting.
- F. If a Discipline Committee meeting is required, the Executive Director shall notify all affected parties, in writing, of the date, time and place of the meeting at least two (2) full days prior to the meeting. Attendance at the Discipline Meeting shall normally include all affected parties and one supporting person per party. Eyewitnesses may also be requested to attend.
- G. Failure of an affected party to appear for a hearing without proper cause shall not prevent the Discipline Committee from adjudicating the case in his/her absence.
- H. Discipline Committee meetings are to be recorded by the Executive Director or another member of the Discipline Committee that has accepted the role to record the meeting. No minutes from the meeting shall be published or distributed. The Executive Director has no voting privileges on the Committee.
- I. The procedures of the Discipline Committee Meeting will generally include the following components:
  - 1. The Chairperson shall read the written report.
  - 2. The alleged offender(s) or his/her parent(s)/guardian(s) shall have the opportunity to question the contents of the report.
  - 3. Witnesses shall be allowed to make comments deemed pertinent to the discussion.
  - 4. Members of the Discipline Committee shall be allowed to ask questions.
  - 5. The Chairperson shall allow the alleged offender the opportunity to make any final comments prior to the committee making a decision.
  - 6. All those not forming part of the Discipline Committee shall be asked to adjourn while the Committee considers the evidence and makes a decision.
  - 7. The Discipline Committee will give the Board of Directors written notification of the outcome of the Meeting, under the signature of all members of the Committee.
- J. Parties involved in a grievance will be sent via email a formal written notice within five (5) working days of the Discipline Committee's decision. All decisions are rendered under the signature of all Discipline Committee members.

- K. The Discipline Committee may, if it so decides, request that the City of Waterloo's sport liaison attend any meeting of the Discipline Committee. The sport liaison's role is to serve the Committee in an advisory capacity. The sport liaison has no voting privileges on the Committee.
- L. After a decision has been made and implemented by the Discipline Committee, there shall be no appeal process within the Association. Should an individual wish to make an appeal, that person may pursue the situation by contacting the sport liaison with the City of Waterloo. Should the sport liaison decide that WMGSA handling of the complaint was incorrect, the Association will accept an alternate decision as directed by the City and made in accordance with the City's appeal process.

### **13. GENERAL**

WMGSA will send a delegation to the PWSA General Meeting. The Association shall maximize its votes through the use of proxy votes. The Association will pay travel expenses and registration fees.