



CONSTITUTION AND BY-LAWS

| | |
|--|----------|
| CONSTITUTION | 2 |
| ARTICLE I NAME | 2 |
| ARTICLE II JURISDICTION | 2 |
| ARTICLE III AIMS AND OBJECTIVES | 2 |
| BY-LAWS | 3 |
| ARTICLE 1 MEMBERSHIP | 3 |
| ARTICLE 2 CORPORATE AFFAIRS | 4 |
| ARTICLE 3 DUTIES OF THE BOARD OF DIRECTORS | 6 |
| ARTICLE 4 REGIONAL ASSOCIATIONS | 11 |
| ARTICLE 5 ANNUAL GENERAL MEETING | 11 |
| ARTICLE 6 BY-LAW CHANGES | 14 |
| ARTICLE 7 AMENDMENTS TO THE CONSTITUTION | 14 |

AMENDMENTS TO THE CONSTITUTION

March 25, 2021

April 17, 2021

May 3, 2023

April 20, 2024



CONSTITUTION

ARTICLE I NAME

- i. The name of the incorporated organization shall be "Softball New Brunswick Inc." (Softball NB Inc.) in English and Balle Molle Nouveau Brunswick Inc. in French, and herein the Constitution referred to as the "Association" or "Softball NB Inc." (both are acceptable).

ARTICLE II JURISDICTION

- i. The Association recognizes all amateur sports and plans jurisdiction over and recognizes its responsibilities as the governing body of Softball, which includes fast pitch, orthodox and slo-pitch softball as played by members of this Association in New Brunswick or in such places as may be designated by the Association.
- ii. The Association is recognized by and affiliated with the Canadian Amateur Softball Association ("Softball Canada"), the Eastern Canadian Softball Championship Committee ("ECSC") and is the governing body of amateur softball which includes fast pitch, slo-pitch, and orthodox softball in New Brunswick.
- iii. The Association shall be governed by the Constitution, Bylaws, Rules and Regulations and Guidelines as set by the Association, Softball Canada and the ECSC (as applicable), in the above order.

ARTICLE III AIMS AND OBJECTIVES

- i. To promote, develop and regulate softball in the Province of New Brunswick for the enjoyment, fulfillment of members from Community Initiation to Active for Life.
- ii. To provide the game of Softball with proper safeguards in accordance with the spirit of true sportsmanship.
- iii. To encourage all eligible and/or potential members to become members of the Association.
- iv. To establish and maintain by allied membership, alliances with associations devoted wholly or partially to the promotion of the game of Softball.
- v. To establish a set of playing regulations and guidelines for the playing of Softball throughout New Brunswick. (refer to Article II, section 3)
- vi. To design, develop and deliver Provincial Championships.
- vii. To represent New Brunswick on Softball councils or associations where deemed practical and necessary.
- viii. To do all such things as may be deemed necessary for the proper promotion and jurisdiction of Softball throughout New Brunswick.
- ix. To assist in the establishment of Regional Softball Associations.
- x. To carry on without purpose of gain to its members and any profit or other accreditation to the Association shall be used in promoting its aims and objectives.



BY-LAWS

ARTICLE 1 MEMBERSHIP

1:01 GENERAL MEMBERSHIP

1. All membership into Softball NB Inc. can be obtained by completing the online membership registration at www.softballnb.ca. Softball NB Inc. membership payments can be made online or by cash/cheque>Email Money Transfer. Membership payment must be received within seven (7) days of completing the online membership registration.
2. The term of membership shall begin upon registration and payment of annual fees and exist until the next registration date. The term of membership shall run from April 1 to March 31.
3. All associated membership fees shall be waived, and membership granted to anyone elected to the board.
4. All affiliated players, coaches, managers, and umpires shall be members of the Association.
5. Anyone receiving a Lifetime Membership in the Association, shall be a member.
6. Anyone elected as a Regional Director affiliated with Softball NB Inc., shall be granted membership to Softball NB Inc. with all associated membership fees waived and granted one vote.
7. Each Registered League in good standing, whose teams are all members of Softball NB Inc. shall have one (1) vote at the Annual General Meeting granted to the league designate.
8. Any NB resident elected to a Softball Canada and/or World Baseball Softball Confederation (WBSC) board of directors, that Softball NB Inc is affiliated with and recognized by, shall be granted non-voting membership to Softball NB Inc. and all associated membership fees shall be waived.
9. Any member of the Association may terminate their membership by forwarding a registered letter or email indicating such intent to the Office of the Provincial Association.
10. If a member is under suspension by the Association, notification of membership termination by the member does not alter the term of suspension. Termination does not entitle the member to any refund of membership fees.
11. Membership shall be granted to anyone who agrees to abide by and comply with the Constitution, Bylaws, Rules and Regulations and Guidelines of the Association. Failure to do so will result in immediate suspension and possible discipline by the Discipline Committee of the Association.

1:02 LIFE MEMBERSHIP

1. Life Membership may be awarded to the individuals who have rendered exceptional services to the Association.
2. All recommendations for Life Membership are to be filed with and must be in the hands of the Executive Director thirty (30) days prior to the Annual General Meeting.
3. Life Membership may be awarded on the approval of two-thirds (2/3) of the voting members in attendance at an Annual General Meeting.
4. Life Members have no vote nor shall they be entitled to receive expenses for attendance at Annual General Meetings.



1:03 MEMBERSHIP DUES AND FEES

1. Membership fees shall be determined by the Board at the Winter Board Meeting and shall be in an amount as is deemed necessary to carry out the continued operations of the Association.
2. All registration fees are adjusted, if applicable, to the Goods and Services Tax (HST).
3. Umpire game fees and mileage for Softball NB Inc. delivered events (Provincial Championships, Eastern Canadian Qualifiers etc.) are set by the board of Softball NB Inc.

1:04 MEMBERSHIP REGISTRATION

1. Players lists for Minor/Adult or Provincials must be submitted upon registration. Changes to the players lists can be made up until the coach/manager meeting. Attendance at the Coach/Manager Meeting is mandatory.
2. Failure to comply with the above will result in teams not being eligible for provincials.
 - a. **Note:** Late registrations for provincials are solely at the discretion of the Executive/Technical Director in liaison with the appropriate coordinator and will include a \$50.00 late registration fee if accepted. Accepting a late registration for Provincial Championships or Eastern Canadian Qualifiers is at the discretion of the Executive/Technical Director.
3. Appropriate fines or penalties will be imposed upon teams who drop out of Provincial Championships on short or no notice. If there is no tournament because of a team (s) dropping out, the other teams will be refunded.

ARTICLE 2 CORPORATE AFFAIRS

2:01 PROVINCIAL OFFICE

1. The Provincial Office of Association shall be in the Province of New Brunswick and at such place as the Board may from time to time determine.

2:02 BRANCHES OF THE ASSOCIATION

1. The Branches of the Association shall be the Executive Branch, the Technical Branch and the Umpire's Branch.
2. The Executive Branch shall be made up of the President, Vice President, and the Executive Director.
3. The Technical Branch consists of the Technical Director, Grassroots Coordinator, High Performance Coordinator, Human Resource Coordinator, Adult Coordinator, and Provincial Umpire-in-Chief.
4. The Umpire's Branch consists of the Provincial Umpire-in-Chief plus the Regional Umpire-in-Chiefs.
5. The Branches of the Association shall carry out their duties and report back on their activities at the Annual General Meeting of the Association.
6. The Branches shall carry out such duties as required by Letters Patent, the Constitution, By-Laws, Rules and Regulations, and Guidelines, and will recognize the Constitution and By-Laws of the Umpires Association.
7. The Executive, Technical, and Umpire Branches of the Association shall conduct the operational business of the Association between Annual General Meetings.



8. The Board of the Association shall consist of the Executive Branch, the Technical Branch, and the Regional Directors

2:03 BORROWING POWERS

1. The Association may exercise any borrowing powers conferred upon it by any Act of Parliament governing this body corporate without share capital and only with the approval of seventy-five percent (75%) of the Board, at any Board Meeting.

2:04 CUSTODY AND USE OF SEAL

1. The Seal of the Association shall remain in the custody of the Executive Director at the Softball NB Inc. office.
2. The Seal of the Association shall not be affixed to any contracts, documents, or any instruments in writing requiring the signature of the Association except in the Presence of the President and other Members of the Board.

2:05 SIGNATURE AND CERTIFICATION OF DOCUMENTS

1. Contracts, documents, or any instruments in writing requiring the signature of the Association, shall be signed by the President and/or another designated officer that may be authorized from time to time by resolution of the Board and all contracts, documents and instruments in writing so signed shall be binding upon the Association without further authorization or formality.
2. The Executive Branch by special resolution can appoint an officer or officers on behalf of the Association either to sign specific contracts, and/or documents and/or other instruments on behalf of the Association. Once signed, it shall be binding.

2:06 AUDIT OF BOOKS

1. The books and records of the Association shall be kept by the Treasurer and/or their appointee under strict supervision of the Treasurer.
2. The independent auditor and/or accredited accounting firm shall be chosen at the Fall Board meeting each year. The books and records shall be presented to an independent auditor and/or an accredited accounting firm by January 15th of the following year for a financial audit or review. Audited or reviewed financial statements shall be presented to the board at the March or April Board Meeting, prior to the Annual General Meeting.

2:07 BOOKS AND RECORDS

1. The books and records of the Association may be inspected by members of the Association with a written request to the office of the President, at the Provincial Office of the Association with 72 hours notice. Members shall identify the specific books and/or records of interest with their written request.
2. In the event of dissolution or winding-up of the Association, all its remaining assets, after payment of liabilities, shall be distributed to one or more recognized charitable organizations in the Province as determined by the former Board of the Association.



ARTICLE 3 DUTIES OF THE BOARD OF DIRECTORS

3:01 RESPONSIBILITIES OF THE BOARD OF DIRECTORS

1. The role of the Directors is to act as stewards or trustees of the Association's mission, promoting the Association's values and anticipating the future. Specific responsibilities include:

2. Legal

- a. To govern and direct the Association according to its Constitution and Bylaws, ensuring that these are consistent with the purposes.

3. Culture and Values

- a. To establish and review fundamental principles and beliefs that form the foundation of the Association, to guide the Association's behaviour, services and programs.
- b. To communicate, encourage and monitor the application of these fundamental beliefs throughout the softball community.

4. Planning

- b. To ensure the maintenance of an effective planning process for strategic and operational planning.
- c. To monitor the formulation and implementation of operational plans and ensure that such plans are consistent with the strategic direction of the Association.
- d. To work in collaboration with Provincial/Territorial Association Members when National events are occurring within that province/territory.

5. Policy

- a. To develop major functional policies which relate to the goals and objectives of the Association.
- b. To make policies and procedures relating to discipline and have the authority to discipline members in accordance with such policy and procedures.
- c. To make policies and procedures relating to how disputes within the Association will be managed, and all such disputes will be dealt with in accordance with such policies and procedures.
- d. To monitor the development and implementation of operational policies and procedures to ensure they are consistent and compatible with the major functional policies of the Association.
- e. May appoint members in good standing to serve at its pleasure on committee(s) created by the Board or may recommend at its pleasure a member in good standing to serve on a committee outside of the Association. As a member serving at the pleasure of the Board, such member may be removed or have their recommendation rescinded at any time with or without cause at the pleasure of the Board.

6. Human Resources

- a. To approve and monitor sound human resource management policies, procedures and practices.
- b. To select and hire an Executive Director capable of assuming responsibility for implementation of the Board's Policies and strategic plans through the efficient management of the Association's operations. The Executive Director should be capable of identifying policy needs and developing and recommending policy to the Board.



- c. To ratify and support volunteer and contract position appointments of people on the board who are capable of assuming operations responsibilities within the strategic direction and policies established by the Board, under the guidance and leadership of the Executive Director.
- d. To counsel, support and assist the Association's staff and appointed volunteers in the fulfillment of their operational responsibilities.

7. Financial

- a. To ensure that the budget reflects the priorities and strategic direction of the Association through the approval and monitoring of the annual budget and within financial statements.
- b. To plan for and acquire sufficient financial resources to implement the plans of the Association in a prudent, financially responsible way.
- c. To ensure that effective financial controls and management systems are in place to protect the assets of the Association.
- d. To ensure auditing of the financial operation.

8. Advocacy

- a. To develop community awareness of the purpose and mission of the Association.
- b. To represent the Association to the national and international sporting community, government, foundations, funding agencies and other Associations.
- c. To monitor government legislation and advise government officials on the impact of currently proposed policies.
- d. To report to the membership on strategic plans and policy development and ensure the reporting to the membership on program services and future operational planning.
- e. To participate as a responsible member of the Canadian and international sporting communities on issue identification and resolution.

9. Maintenance of the Board

- a. To ensure that qualified candidates are recruited and vetted as required for electoral consideration.
- b. To evaluate the Board's performance annually.

3:02 BOARD MEMBER RESPONSIBILITIES

1. President

- a. The President shall be elected at the Annual General Meeting for a two (2) year term beginning and ending on even numbered years.
- b. The President shall be an officer of the Board of Softball New Brunswick Inc. without voting privileges. In the event of a tie then the President must cast the deciding vote. Exception: the President shall be allowed an independent vote for the election of Board Members.
- c. The President shall preside at annual, executive, board and/or Committee meetings and be an ex-officio member of all committees.
- d. The President shall oversee the development and administration of Softball in the Province of New Brunswick.



- e. The President shall have the authority to appoint any executive member to assist or carry out their duties.
- f. The President shall have the authority to appoint honorary officers, without voting powers to assist them in their duties.
- g. The President shall appoint any person on an interim basis to fill any vacancy on the Board. The term of office is to be defined in the original vacancy.
- h. The President shall act as a delegate and represent Softball New Brunswick Inc. at Softball Canada meetings with expenses paid by Softball New Brunswick Inc. and will be the Softball New Brunswick Inc. representative at ECSC meetings.
- i. The President shall coordinate agendas for all meetings.
- j. The President, if available or designated, shall attend Regional functions as requested.
- k. The President shall prepare a written report on Softball matters thirty (30) days prior to the Annual General Meeting.
- l. The President shall be responsible for the enforcement of Softball New Brunswick Inc.'s Constitution, Bylaws, Rules and Regulations and Guidelines.
- m. The President will make all reasonable effort to fill any vacant position on the Board within sixty (60) days of the position becoming vacant. The President shall not fill any vacant positions on the Board sixty (60) days prior to the scheduled AGM.
- n. The President may create standing committees.

2. Vice President

- a. The Vice-President shall be elected at the Annual General Meeting for a two (2) year term beginning and ending on odd number years.
- b. The Vice-President shall be a member of the Board of Softball New Brunswick Inc. with full voting privileges.
- c. The Vice-President shall assist the President in the discharge of their duties. In the absence or disability of the President, he/she shall act in their place.
- d. The Vice-President shall be assigned certain duties with regard to the business of Softball New Brunswick Inc.
- e. The Vice-President shall have the authority to appoint honorary officers, without voting powers, to assist them in their duties.

3. Treasurer

- a. The Position of Treasurer shall be nominated by the President of Softball New Brunswick and approved by the Board of Directors for a one (1) year term, with a yearly review held during the Winter Board Meeting.
- b. The Position of Treasurer shall be a member of the Board of Softball New Brunswick Inc. and will carry NO voting privileges.
- c. The Treasurer shall keep an accurate record of all monies received and spent, with a dual signature bank account. The other signing officer to be the President, Vice President, or Executive Director.
- d. The Treasurer shall submit annually the financial records to an independent auditor and/or an accredited accounting firm for a financial review by November 1st annually.
- e. The Treasurer shall be bonded and submit their audited financial report to Softball New Brunswick Inc.'s Winter Board Meeting.



- f. The Treasurer shall have the authority to appoint an honorary officer(s), without voting powers, to assist them in their duties.
- g. The Treasurer shall chair the Finance Committee and in consultation draft a yearly budget with the President, Umpire in Chief and Executive Director.

4. Umpire-in-Chief

- a. The Umpire-in-Chief shall be elected by the Umpires Division of Softball New Brunswick Inc. at the Umpires Associations Winter or Spring meeting for a two (2) year term beginning and ending in even years.
- b. The Umpire-in-Chief shall be a member of the Board of Softball New Brunswick Inc. with full voting privileges.
- c. The Umpire-in-Chief shall be the playing rules and equipment interpreter for Softball New Brunswick Inc.
- d. The Umpire-in-Chief shall enforce the Constitution and By-Laws of the Umpires Division.
- e. The Umpire-in-Chief shall be responsible for the development of officials in the Province. He/she shall be responsible to see that all programs are properly carried out.
- f. The Umpire-in-Chief shall coordinate the scheduling of clinics and other officiating programs throughout the Province.
- g. The Umpire-in-Chief shall liaison with Softball Canada to ensure the best delivery of services.
- h. The Umpire-in-Chief shall liaison on a regular basis with the Technical Branch.
- i. The Umpire-in-Chief shall present an annual budget and program to the Board for approval.
- j. The Umpire-in-Chief shall have the authority to appoint officers without voting powers, to assist them in their duties.
- k. The Umpire-in-Chief shall be responsible for overseeing registered umpires working all provincial games.
- l. The Umpire-in-Chief shall prepare a written report on all Softball matters pertaining to the Umpires Division thirty (30) days prior to the Annual General Meeting of Softball New Brunswick Inc.

5. Coordinators (Grassroots, High Performance, Adult, and Human Resource)

- a. Coordinators shall be elected at the Annual General Meeting with full voting privileges for a two (2) year period. Coordinator positions will be elected at the Softball NB Inc. AGM on the following years:
 - i. Odd Numbered Years:
 1. Grassroots Coordinator
 2. Human Resource
 - ii. Even Numbered Years:
 1. High Performance Coordinator
 2. Adult Coordinator
- b. Coordinators shall be members of the Board of Softball New Brunswick Inc. with full voting privileges.
- c. Coordinators shall preside at their respective Workshop/Meetings.
- d. Coordinators shall oversee and uphold all Provincial Play-Off structures.



- e. Coordinators shall consult on dates for all Provincial Play-Off structures
- f. Coordinators shall coordinate regional participation at the Provincial level for skill programs.
- g. Coordinators shall present their annual program as directed by their respective workshops to the Board of Softball NB Inc. at the Winter Board Meeting for consideration and possible implementation.
- h. Coordinators shall liaison on a regular basis with the Executive and/or Technical Director for information exchange.
- i. Coordinators shall co-ordinate and contribute information regarding their respective categories for inclusion in Softball New Brunswick Inc.'s Newsletter, social media, and/or website.
- j. Coordinators shall prepare written reports of projects as required.
- k. Coordinators shall prepare a written report on softball matters pertaining to their respective categories thirty (30) days prior to the Annual General Meeting of Softball New Brunswick Inc.
- l. Additional specific roles and responsibilities for each individual coordinator position (Grassroots, High Performance, Adult, Human Resource Coordinators) will be identified and approved by the Board of Directors

6. Remuneration of Paid Leadership

- a. Remuneration, if any, paid on a bi-weekly basis to the Employee's of the Association, shall be determined by the Board and shall be classified as a "salary" paid to the Employee's and as such will be subject to an annual performance review.
- b. Any payments made to the Treasurer of the Association shall be determined by the Board of the Association. The payment shall be paid monthly in accordance with the completion of the Treasurer's duties.

7. Period of Office

- a. Members of the Board of the Association shall continue office until their respective successor is duly elected or appointed as provided in the By-Laws of the Association unless the Member resigns in writing to the President, the Member ceases to be an active Member of the Board or the Member is suspended due to improper conduct while a member of the Board.

8. The Board

- a. The Board shall conduct a minimum of 2 In-person meetings per annum.
 - i. Winter Board Meeting
 - ii. Spring Board Meeting
 - 1. Prior to the start of Softball NB Inc. Annual General Meeting
 - 2. After the Softball NB Inc Annual General Meeting
 - iii. Fall Board Meeting
 - iv. Monthly conference calls, that in the Board's judgment, are necessary
- b. The Board Shall:
 - i. Send all expense reports to the President for approval (Pre approved Softball NB Inc. related expenses only). The President shall send all their expense reports to the Vice President or designate of the Executive Branch for approval.



- ii. Promote softball in every Region at all classes of competition
- iii. Be responsible for the establishment and implementation of the Strategic Plan
- iv. Make amendments to the Rules and Regulations and Guidelines when deemed necessary
- v. Coordinate the operation of softball within each Region
- vi. Recommend projects based on the identified needs within each Region
- vii. Make decisions which are in the best interests of all members
- viii. Be prepared to be involved in committee work
- ix. Conduct themselves in an ethical and transparent manner at all times while in the public eye during softball functions and performing official duties on behalf of the Association.

ARTICLE 4 REGIONAL ASSOCIATIONS

- 1. Softball New Brunswick Inc. promotes the concept of five (5) Regional Associations within the Province. Any region with over twenty-five (25) members must form a Regional Association
- 2. Each Regional Association will develop their own Executive, conduct their own meetings, open their own bank account, develop inter-zone programs and events, and act as the Associations agent in terms of provincial affairs.
- 3. Regional Associations shall hold meetings every Spring and Fall.
- 4. The Regional Associations will select their own Regional Director for a two-year term:
 - a. The North Western, Capital Western, and South Eastern Regions will hold an election in odd numbered years.
 - b. The Fundy and North Eastern Regions will hold an election in even numbered years.
- 5. Elections are to take place in the fall prior to the Softball New Brunswick Inc. Fall Board Meeting
- 6. Regional Directors will present an annual report at the Softball New Brunswick Inc. Annual General Meeting.
- 7. The Regional Association, upon receipt of their Annual Report and Financial statement, shall receive monies due to be returned to the Region when applicable.
- 8. The financial books and/or records of each Region or Regional Association, shall be presented to the Financial Committee prior to the Winter Board Meeting. Odd years North Western, Capital Western and South Eastern Regions and even years the Fundy and North Eastern Regions.

ARTICLE 5 ANNUAL GENERAL MEETING

5:01 GENERAL INFORMATION

- 1. The Annual General Meeting of Softball New Brunswick Inc. shall be held the second or third week of April.
- 2. The Annual General Meeting shall take place at a location to be designated by the Board.
- 3. The President of Softball New Brunswick Inc. shall preside at all meetings of Softball New Brunswick Inc. with usual privileges.
- 4. All elections shall take place at the Association's Annual General Meeting by secret ballot. Any member in good standing, eighteen (18) years of age or older, who has the power under law to



contract, who has not been declared incapable by a court in Canada or in another country, who does not have the status of bankrupt, may be nominated for elections held during Softball NB. Inc. AGM. The member may submit a written nomination (letter/email) to the Softball New Brunswick Executive Director (or designate) for a candidate to be elected to the Board Directors. All nominations must be accompanied by a letter of approval from the individual being nominated. Notice of nomination and copy of the letter of approval must be submitted to the Executive Director (or designate) a minimum of fourteen (14) days prior to the Annual General Meeting. A candidate may withdraw from the election any time prior to the start of voting. Nominees may be present at the Annual General Meeting. If not present at the Annual General Meeting, the Nominee must give a written notice of approval (letter/email) to let their name stand for election to the Executive Director (or designate). There shall be no Proxy Vote Procedures; (voting members must be present). If no nominations are received fourteen (14) days prior to the Annual General Meeting, only then can nominations come from the floor, as long as the nomination is accompanied by a seconder. If the nominee from the floor is not present at the Annual General Meeting, he/she must submit written approval (letter or email) to the Executive Director (or designate) prior to the nomination from the floor to let their name stand for the election. All nominees are entitled to select a scrutineer to oversee the counting of the ballots.

5. At the Annual General Meeting fifteen (15) voting members shall form a quorum. At Board meetings half plus one sitting voting members shall form a quorum.
6. A Special Meeting of the Association may be called by the President, the Board of Directors or upon the written request of nine (9) voting members of the Association. Twenty-one (21) days prior, written notice shall be given to the membership of any special meeting and such notice shall set forth the entire business to be conducted at the special meeting.(All expenses shall be paid by the requesting voting members in advance). If a special meeting is called with the intention to address the constitution and/or bylaws, the special meeting will follow the rules set forth for an AGM.
7. The Minutes of all meetings shall be available to all registered voting members of Softball New Brunswick Inc. no later than six (6) weeks after the meeting. (i.e. published to a website). This includes Annual General Meetings and Board Meetings.

5:02 VOTING MEMBERS

1. Each member of the Board, shall have one (1) vote each at all meetings, except any current Softball NB staff or appointed members.
2. Each registered team in good standing shall have one (1) vote each at each Annual General Meeting.
 - a. Softball New Brunswick Provincial Teams and/or Canada Games programs are not entitled to a vote at the Annual General Meeting
3. Each Registered League in good standing, whose teams are all members of Softball NB Inc. shall have one (1) vote at the Annual General Meeting granted to the league designate.
4. As per the Umpires Constitution 2:02, the appointed Regional Umpire-in-Chief in each of the five (5) recognized regions, shall have one (1) vote at Softball New Brunswick Inc's Annual General Meeting.



5. Members 18 years of age or older and a member in good standing, ordinarily a resident in New Brunswick, shall be entitled to vote.

5:03 ORDER OF BUSINESS

1. The agenda for the Annual General Meeting shall be as follows:
 - a. Credentials
 - b. President's Address
 - c. Approval of the Agenda
 - d. Reading of the Minutes of the last Annual General Meeting
 - e. Business arising from the Minutes
 - f. Financial Report
 - g. Technical Director
 - h. Executive Director
 - i. Regional Directors
 - j. Technical Committee Reports
 - k. Correspondence
 - l. Old Business
 - m. Amendments to the Constitution
 - n. Notices of Motion
 - o. New Business
 - p. Election of Officers
 - q. Adjournment
2. Written reports that were received prior to the Annual General Meeting are to be available online at www.softballnb.ca prior to the Annual General Meeting.

5:04 RULES OF ORDER

1. The following are the regulations for the governing of the Association during the time of business, and business shall be disposed of in the following order:
 - a. No person shall be permitted to speak at the Annual General meeting unless they are registered as an official voting delegate or given permission by the chair.
 - b. All motions shall be decided by a majority of votes, except where a two-thirds (2/3) vote governs. In the cases of a tie, the Presiding Officer shall have a casting vote.
 - c. No delegate shall speak twice on the same subject without permission of the chair, unless in explanation, or mover of the reply.
 - d. A delegate desiring to speak or submit a motion shall rise and remain standing until recognized by the chair. Upon being recognized the delegate shall respectively address that chair stating their name and shall confine their remarks to the question and shall not be interrupted unless on a point of order.
 - e. Upon a point of order being raised while a delegate is speaking or when called to order by the Presiding Officer, the delegate shall at once take their seat when the point of order shall then be stated by the delegate objecting. The Presiding Officer shall decide, without debate, on the point of order. They will then instruct the delegate.
 - f. No amendment to a motion shall be in order after an amendment to an amendment.



- g. When a motion is under debate, no motion shall be entertained except to lay on the table, or amend, and these motions shall take precedence in the order named.
- h. An amendment which changes entirely the subject of the original motion shall not be entertained as an amendment or substituted for the motion under debate.
- i. No delegate, except one who has voted with the majority, shall be allowed to move for a reconsideration and in this connection the word "majority" shall apply to the vote by which the question was first decided.
- j. After the motion has been stated by the Presiding Officer, it becomes the property of the Association, but may be withdrawn at any time previous to amendment upon agreement of mover and seconder.
- k. There shall be no debate upon any question after it has been put to a vote by the Presiding Officer.
- l. When a vote is called it shall be taken by each delegate holding up their right hand, unless a standing vote is called for. On a standing vote, the Presiding Officer shall count aloud those standing against and the vote shall be decided by the majority of votes cast.

ARTICLE 6 BY-LAW CHANGES

Members wanting to make changes and/or additions to the Bylaws must:

1. Submit in writing to the Executive/Technical Director thirty (30) days prior to the Annual General Meeting. All proposed bylaw changes or additions must have a mover and a seconder with rationale.
2. The Board may decide to table or delay the implementation of a motion to the next Softball New Brunswick Inc. Annual General Meeting.
 - a. **Note:** Housekeeping changes can be made whenever deemed necessary by the Board of the Association.
3. If a motion to amend the By-laws is brought to the floor of the Annual General Meeting (75%) seventy five percent of the registered voters in attendance must vote in favour of the motion before the motion can be discussed.
4. Housekeeping changes are meant to clarify and / or bring in line our By-laws with our affiliate Associations. This may result in alterations to other By-laws.

ARTICLE 7 AMENDMENTS TO THE CONSTITUTION

1. Amendments to the Constitution shall be made by resolution from members in good standing with the Association.
2. Any proposed change to the Constitution must be forwarded, in writing, to the Executive Director, thirty (30) days prior to the start of the Annual General Meeting.
3. When no Notice of Motion has been given the Constitution can be brought to the floor at the Annual General Meeting by a (90%) ninety percent vote of the voting members in attendance.
4. A two-thirds (2/3) majority of registered eligible voting members at the Annual General Meeting is required to pass amendments into law with these laws coming into effect immediately.