

# **MANITOBA WEIGHTLIFTING ASSOCIATION INC.**

## **BYLAW 1/2021**

(CONSOLIDATION BYLAW 1/2019 AND BYLAW 1/2020)

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## **1. NAME OF ASSOCIATION**

The name of the Association shall be the Manitoba Weightlifting Association, Inc. and may be abbreviated as the M.W.A., hereinafter referred to as the Association,

## **2. PURPOSE OF THE ASSOCIATION**

The purpose of the Association shall be to encourage and develop the widest participation and highest proficiency for the sport of weightlifting in the Province of Manitoba regardless of age, sex and geographical location.

## **3. NO PECUNIARY GAIN TO MEMBERS**

The Association shall be operated without purpose of pecuniary gain to any of the individual directors of the Board, officers, and committee members. Any surplus or accretions of the Association shall be used solely for the purposes of the Association and the promotion of its objectives.

## **4. SPECIFIC OBJECTIVES**

To do all such things as are incidental or conducive to the attainment of the purpose of the Association, without limiting the generality of the foregoing:

### **INCOME**

- 4.1 To make appeals for funds, to acquire, accept or receive gifts, donations, bequests or subscriptions of money or other real or personal, immovable or movable property whether they be unconditional or subject to special conditions provided any special conditions are not inconsistent with the purpose of the Association;

### **PROPERTY**

- 4.2 To hold, manage, improve, develop, exchange, lease, sell, turn to account or otherwise deal with the real or personal immovable or movable property from time to time held by the Association and to retain any real or personal immovable or movable property in the form in which it may be received by the Association for such length of time as the Association may determine;

### **MONIES**

- 4.3 Subject to any special conditions attaching to any gift, to invest and deal with the monies of the Association in such manner as the Association may from time to time determine;

### **DISTRIBUTION OF INCOME**

- 4.4 Subject to the provisions of the by-law, to distribute the income of the Association in such manner as the board of directors may from time to time determine;

### **CONTRACTS**

- 4.5 to enter into and carry out agreements, contracts, and undertakings;

### **NEGOTIABLE INSTRUMENTS**

- 4.6 to draw, make, accept, endorse, execute and issue cheques, promissory notes, bills of exchange and other negotiable or transferable instruments;

### **PROPERTY**

- 4.7 to acquire by purchase, lease or otherwise any real or immovable property necessary for the carrying on of its objects, and to sell, lease dispose of and convey the same or any Part thereof as may be considered advisable;

### **CHOSSES IN ACTION**

- 4.8 to demand, receive, sue for the recovery and compel the payment of all sums of money that become due and payable to Association;

## **OPERATING EXPENSES**

- 4.9 to employ and pay such assistants, clerks, agents, and representatives and employees, and to procure, equip, maintain such office and other facilities and to incur such operation expenses as may be considered necessary;

## **ORGANIZATIONAL EXPENSES**

- 4.10 to pay costs and expenses of or incidental to the incorporation and organization of the Association.

## **5. HEAD OFFICE**

The head office of the Association shall be located in the City of Winnipeg, in the Province of Manitoba, at such place therein as the directors of the Association may from time to time by resolution determine.

## **6. AFFILIATED ORGANIZATIONS**

The Association shall be affiliated with the Canadian Weightlifting Federation and any other organization deemed beneficial to the Association as determined by the board of directors.

## **7. CORPORATE SEAL**

The seal, an impression thereof is stamped in the margin hereof, shall be the seal of the Manitoba Weightlifting Association.

## **8. MEMBERSHIP**

Membership in the Association confers certain rights and privileges to the member, and requires the member to perform certain duties to retain membership, those rights, privileges, and duties are set down in this by-law and in the policy and procedures manual of the Association, the by-laws of the Association: shall take precedence over the policy and procedures manual where there is conflict;

## **CATEGORIES**

- 8.1 The Association shall recognize three major categories of membership; competitors, non-competitors and honorary life membership;

### **COMPETITOR**

- 8.2 competitor members shall be full members with all the rights, privileges and duties set down in this by-law with the exception of specific limitations and conditions for special categories of competitor members, set down in this by-law;

### **NON-COMPETITOR**

- 8.3 non-competitor members shall have generally limited rights, privileges and duties as set down in this by-law;

### **HONORARY LIFE MEMBERSHIP**

- 8.4 honorary membership, a special category of non-competitor member, may be granted by unanimous vote of the board of directors to provincially, nationally or internationally recognized persons, groups or corporations, who have contributed to the purposes of the Association;

### **APPLICATION FOR MEMBERSHIP**

- 8.5 any person interested in the objects of the Association shall indicate their intention to apply for membership or renewal of membership by completing the application form of the Association, and upon declaring the category and subcategory of membership, including payment of the applicable annual dues in advance, shall submit all of the above to the office of the Association for its consideration;

### **PERIOD OF MEMBERSHIP**

- 8.6 each membership shall commence on October 1, regardless of when payment is made, and shall expire on September 30 of the following year, without proration, in accordance with section 8.5 herein. For clarity, should a membership form be received by the Association part way through the season, full payment shall still be required and such membership shall expire that September 30.

### **PROOF OF MEMBERSHIP**

- 8.7 an application for membership or renewal of membership shall be deemed as accepted when the authorized membership card is received by the applicant and said card shall constitute proof on membership subject to the rights, privileges and duties of membership;

### **DECISION ON MEMBERSHIP**

- 8.8 applications for membership or renewal of membership shall be decided by the Secretary of the board of directors or a delegate in accordance with this by-law;

### **RESIGNATION FROM MEMBERSHIP**

- 8.9 any member may resign from membership in the Association by giving written notice of same and including their current membership card, to the Secretary of the board of directors at the office of the Association, and said resignations shall be effective upon receipt by the Secretary, all rights, privileges and duties shall be suspended at that time, with the exception of any duties owing either the Association by the member or the member by the Association, with the exception that the Association shall not refund the member any unexpired term of the membership fee;

### **MEMBER IN GOOD STANDING**

- 8.10 members in good standing shall be those members admitted to membership in accordance with section 8.5 and not subsequently under suspension, removed from membership, or having resigned from membership;

### **SUSPENSION FROM MEMBERSHIP**

- 8.11 members may be suspended from membership if they have failed to renew their membership in accordance with section 8.5 by the renewal date, and shall be deemed to have resigned from membership if renewal is not received within 60 days of the renewal date, members may also be suspended from membership for misconduct or neglect of their duties as defined in this by-law;

### **REMOVAL FROM MEMBERSHIP**

- 8.12 members whose conduct is considered by the board of directors to be contrary to the stated purposes of the Association, shall be asked by the board to explain or justify their actions, and if the member is unwilling or unable to do so, they will be asked to resign from the Association, and if they fail to resign within 30 days of such request, the board shall give notice of motion, to be considered at its next meeting, for that members expulsion from membership. A copy of the motion for expulsion shall be communicated to the member concerned in reasonable time for that member to make a written response; if a response is made, it shall be circulated with the notice of motion; the member concerned shall be given an opportunity to explain their position at the meeting at which the motion requesting their expulsion is considered; approval of such motion shall require a two-thirds majority of votes cast;

### **COMPETITOR AND NON-COMPETITOR**

8.13 Any users fees to be charged by any club of the MWA, including but not limited to the High Performance Centre, shall be paid by all competitive and non competitive members, and by all users of said facility, and can be paid in either 4, 8, or 12 month terms as chosen by the member; the user fees shall be submitted by motion of the Treasurer of the Board of Directors and fixed by a vote of the Board of Directors at a meeting 60 days prior to the end of August of that year.

### **MEMBERSHIP FEES**

8.14 the annual membership fee shall be submitted by motion of the Treasurer of the Board of Directors and fixed by vote of the board of directors at a meeting 60 days prior to the end of August of that year.

### **COMMUNICATION OF FEES**

8.15 the Secretary of the board of directors shall communicate to the general membership, 30 days prior to the end of August of that year. The fees set for the next membership period, through whatever means deemed appropriate;

## **9. CLUBS**

The Association recognizes the importance of developing, supporting and increasing the number of clubs within the territory of the Association. Therefore, the Association recognizes a non-voting category of membership for clubs which has certain special rights, privileges and duties which are included in the policy and procedures manual of the Association;

## **10. ADMINISTRATIVE STRUCTURE**

The Association shall have a board of directors which may also be called the executive committee, made up of five officers: the President, the Vice-President Administration, the Vice-President Technical, the Secretary, and the Treasurer. A Preceptor may also be appointed from time to time.

## **11. DUTIES OF OFFICERS**

11.1 The President shall:

- a. be responsible for the overall supervision and administration of the affairs of the Association;
- b. preside at meetings of the general membership, unless a Moderator is appointed in accordance with section 14.10, and shall chair meetings of the Executive committee;
- c. prepare agenda, in consultation with the Secretary, for meetings of the general membership and the Executive committee;



- d. ensure that all policies, procedures, and actions approved by the Executive Committee or the motions from the general meetings of the members at large are properly implemented;

11.2 The Vice-President Administration shall:

- a. fulfill the duties of the President when the President is temporarily absent or otherwise unable to perform the duties of the office;
- b. be responsible for the overall supervision and administration of the administrative affairs of the Association;
- c. perform all specified duties assigned by the Executive Committee.

11.3 The Vice-President Technical shall:

- a. fulfill the duties of the President when the President and Vice-President Administration are temporarily absent or otherwise unable to perform the duties of the office;
- b. be responsible for the supervision and administration of the technical affairs in accordance with the policies and procedures of the Association;
- c. perform all specific duties assigned by the Executive Committee.

11.4 The Secretary shall:

- a. be responsible for circulation of notices, agenda, and minutes of meetings of the Executive Committee and general meetings of the members at large;
- b. ensure that minutes are prepared and that the minute books are properly maintained for meetings of the Executive Committee and meetings of the members at large;
- c. be responsible for correspondence with the membership and for maintaining internal communication within the Association;
- d. maintain proper custody of the seal of the Association;
- e. maintain a register of the members of the Association;
- f. seek approval of the minister responsible for administering the act of incorporation for all amendments to the by-laws and make all other required reports to the minister;
- g. perform all specific duties assigned by the Executive Committee.

11.5 The Treasurer shall:

- a. be responsible for the care and custody of the funds and other assets of the Association;
- b. report on all required financial matters to the minister responsible for administering the act of incorporation, to government funding departments, and other funding agencies as required;
- c. keep records of dues paid by members of the Association

- d. deposit all monies received in a chartered financial institution and make payments on this institution for all approved expenses incurred by the Association;
- e. maintain full and accurate books of the accounts and of all financial transactions of the Association;
- f. report to the Executive Committee at its regular meetings on the financial accounts of the Association;
- g. present a financial report at the Annual Meeting of the general membership, which shall include an audited financial statement or review engagement, as elected by the executive committee, of the accounts of the Association, a budget for the next fiscal year, and any consequent recommendations for changes in the fees paid by members;
- h. present a motion at the Annual Meeting of the general membership to appoint auditors or other qualified third parties for the coming fiscal year.

11.6 The Preceptor shall:

- a. advise the chair of formal meetings on matters of procedure;
- b. assist with the drafting of by-laws and terms of reference;
- c. deputize, when required, for the Moderator.

## **12. PROFESSIONAL STAFF**

### **ESTABLISHMENT OF POSITIONS**

12.1 The establishment of professional staff positions, such as an Executive Director, Office Administrator, Technical Director, Provincial Coach, or other such position shall be approved by a vote of the executive committee.

### **APPOINTMENT TO POSITIONS**

12.2 Appointment to fill established professional staff positions shall be made by the executive committee under recommendation by a committee established for that purpose by the executive committee, and the remuneration and terms of service shall be stated in contracts between the Association and those appointed.

### **POSITION DESCRIPTIONS**

12.3 The duties of all professional staff employees shall be stated in specific job descriptions for each position. These job descriptions shall be approved by the executive committee and may be varied from time to time by mutual agreement between the executive and the staff concerned. These job descriptions may include some of the duties stated elsewhere in this by-law for one or more of the officers of the Association.

### **NON-VOTING STATUS**

- 12.4 Professional staff of the Association may be appointed as non-voting associate members of the executive committee, or any other committees of the Association, by a vote of the assembly that normally elects members to these bodies, or in accordance with the policy and procedures manual of the Association.

## **13. PROFESSIONAL CONSULTANTS**

### **APPOINTMENT OF CONSULTANTS**

- 13.1 The executive committee may from time to time retain consultants to advise and act for the Association on legal, financial, personnel, administrative and other matters,

### **COMMITTEE SERVICE**

- 13.2 Paid consultants may be invited to serve on advisory committees of the Association but shall not be appointed to the executive committee of the Association or to any other decision-making committee of the Association.

## **14. MEETINGS OF GENERAL MEMBERSHIP**

### **NOTICE OF MEETINGS**

- 14.1 Members in good standing are entitled to receive notices of, and to attend, participate, and vote at all meeting of the general membership of the Association.

### **ANNUAL GENERAL MEETING**

- 14.2 The Annual General Meeting of the Association shall be held in the month of June each year and at such time and place as decided by the executive committee.

### **NOTICE FOR MEETINGS AND AGENDA**

- 14.3 General meetings shall be called by the President or Secretary of the Association at any time by giving at least 30 days notice of the date, time and place, and by sending the agenda to the members at least 15 days before the scheduled date for the meeting.

### **NOTICE FOR CERTAIN AGENDA ITEMS**

- 14.4 The following items cannot be considered at a meeting unless proper notice of motion is attached to the circulated agenda:
- a. amendments to the Constitution or Bylaws;
  - b. affiliation with other bodies;
  - c. renewing, amending or rescinding of a previously considered motion;
  - d. changes in fees;
  - e. adoption of, and changes to terms of reference of standing committees;
  - f. dissolution of the Association.

### **MOTIONS FROM MEMBERS**

- 14.5 Motions from members received by the Secretary of the Association at least 20 days before the scheduled date of the general meeting shall be included in the agenda for that meeting.

### **ADDITIONS TO THE CIRCULATED AGENDA**

- 14.6 Items not included on the circulated agenda may be added to the agenda by moving an amendment to the motion to approve the agenda. Such approval shall require a two-thirds majority of votes cast. Items listed in section 14.4 cannot be added to the circulated agenda.

### **ADDITIONS TO THE APPROVED AGENDA**

- 14.7 Items of urgent business not included in the agenda approved by a meeting may be added to the agenda at any time in the meeting, if no member objects, i.e. with unanimous consent. Items a) and f) listed in section 14.4 cannot be added to the approved agenda.

### **STATUTORY AGENDA ITEMS**

- 14.8 Except for special general meetings, each general meeting shall be presented with the minutes of the previous meeting for approval, and with a report of the actions taken in the name of the Association since the last meeting.

### **SPECIAL MEETINGS**

- 14.9 Special meetings may be called by the Executive Committee or by the Secretary upon a written request signed by at least 20 competitor members, in good standing, of the Association. The written request shall include motions that shall constitute in part the agenda of the special meeting. At least 10 days notice shall be given of the date, time, place and agenda for a special meeting. No additional items may be added to the agenda circulated for a special meeting.

### **MODERATOR FOR GENERAL MEETINGS**

- 14.10 The general membership may approve a recommendation in the form of a motion by the Executive that a Moderator be appointed to chair a general meeting. The Moderator shall have the status of non-competitor member while serving in this office. The recommendation from the Executive shall include specific terms of reference for the Moderator.

### **SPECIAL ROLES**

- 14.11 Chair may appoint a member to serve in the role of:
- a. Monitor, to assist the chair with the timing of the agenda of the meeting;
  - b. Recorder, to assist the chair with the organization, presentation and recording of ideas presented during a meeting.

### **QUORUM**

- 14.12 A quorum for all meetings of the general membership of the Association shall be 10 competitor members in good standing.

### **MEETING FORMAT**

- 14.13 Notwithstanding any other provision of these bylaws, all meetings of the general membership of the Association may be conducted in any format including, but not limited to, teleconference and videoconference. Any members attending in such formats shall count towards the quorum requirements set out in section 14.12. All decisions made during such meetings shall be valid and binding.

## **15. EXECUTIVE COMMITTEE**

### **COMPOSITION**

- 15.1 The Executive Committee shall consist of the five officers of the Association each of whom shall have one vote. Professional staff may be requested to attend executive meetings as non-voting members.

### **CALLING AND NOTICE OF MEETINGS**

- 15.2 Meetings of the Executive Committee shall be held at the call of the President or at the request of at least three members of the committee. At least 15 days notice shall be given of the date, time, place, and agenda for meetings of the Executive.

### **SPECIAL MEETINGS**

- 15.3 In emergencies, a Special meeting of the Executive Committee may be called at five days notice.

### **POWERS AND DUTIES**

- 15.4 The Executive Committee shall be responsible for the day-to-day administration of the affairs of the Association in accordance with the policies and procedures of the Association. In addition to the other specific duties and powers assigned elsewhere in this by-law, the Executive shall:
- a. receive reports from the officers and from the standing or ad hoc committees of the Association;
  - b. decide all financial policies and regulations that affect the dues and obligations of members;
  - c. set fees for membership and decide all questions related to admission or loss of membership;

- d. make decisions on all matters brought before it by officers of the Association.
- e. consider all matters brought before it by any competitor member and, at its discretion, refer such to the appropriate officer, or standing or ad hoc committee for further study and possible action;
- f. decides on the budget for the Association and shall have authority to approve expenditures in accordance with the general provisions of the budget.

### **DELEGATION OF POWERS**

- 15.5 Subject to the limits set out in the Corporations Act, the Executive Committee shall have the power to delegate authority for specific matters to any officer or any of its established or ad hoc committees.

### **SUBCOMMITTEES**

- 15.6 The Executive Committee may establish subcommittees from time to time in order to conduct its business more effectively.

### **QUORUM**

- 15.7 A quorum for all meetings of the Executive Committee shall be a majority of the eligible voting members.

### **MEETING FORMAT**

- 15.8 Notwithstanding any other provision of these bylaws, all meetings of the Executive Committee of the Association may be conducted in any format including, but not limited to, teleconference and videoconference. Any eligible voting members attending in such formats shall count towards the quorum requirements set out in section 15.7. All decisions made during such meetings shall be valid and binding.

## **16. COMMITTEES**

### **STANDING COMMITTEES**

- 16.1 Standing committees of the Association shall be established by a vote of the members of the Association at a general meeting or special meeting, on the recommendation of the Executive Committee. The costs of all standing committees shall be clearly identified in the annual budget of the Association. Motions to establish standing committees must include specific terms of reference in accordance with section 16.3

### **AD HOC COMMITTEES**

- 16.2 Ad hoc committees may be established from time to time by approval of a motion at a general meeting of the members of the Association, or at a meeting of the Executive Committee, or at any meeting of a standing committee. The terms of reference of the ad hoc committee should be included in the motion to establish the committee in accordance

with section 16.3. If the terms of reference are not included in the motion to establish the ad hoc committee, the committee shall draw up its own terms of reference in accordance with section 16.3 and submit these to its appointing body for approval at its next meeting.

### **TERMS OF REFERENCE**

- 16.3 The terms of reference for all committees shall include the following:
- a. the status of the committee (standing or ad hoc);
  - b. the type of committee (discussion, working, combination, task force, etc.);
  - c. the overall purpose;
  - d. any specific directives defining goals and objectives;
  - e. the relationship to any other overlapping activities of the Association;
  - f. procedura
  - g. the composition, including statements on any designated observers, whether officers are appointed as full or associate members and any authority granted to the chair to co-opt other members;
  - h. the assignment of any staff as associate members;
  - i. any special mode of operation such as meeting only by telephone or only at certain times;
  - j. an upper limit of expenses the committee can incur;
  - k. the preferred time and method for reporting to the appointing body; and, for standing committees,
  - l. the terms of office for members and whether successive terms are permitted;
  - m. the method for the election of new members and for filling casual vacancies;
  - n. the method of election of the chair.

### **CONVENING**

- 16.4 Meetings of committees shall be called by the chair. If no chair is designated, the person whose name appears first on the list of members shall convene the first meeting, and the committee shall then elect its own chair.

### **TELEPHONE MEETINGS**

- 16.5 The business of committees may be conducted by telephone conference call, in accordance with the rules of order referred to in section 24.

### **QUORUM**

- 16.6 A quorum for all committees shall be a majority of the eligible voting members.

### **STATUTORY REPORTS**

- 16.7 All committees shall present annual reports to their appointing bodies 15 days prior to date of the Annual General Meeting. Ad hoc committees whose business is not completed at

the time of the Annual Meeting shall present interim reports to their appointing bodies 15 days prior to the date of the Annual General Meeting. An ad hoc committee that fails to report to its appointing body shall be regarded as defunct.

### **MEETING FORMAT**

- 16.8 Notwithstanding any other provision of these bylaws, any committee meetings of the Association may be conducted in any format including, but not limited to, teleconference and videoconference. Any eligible voting members attending in such formats shall count towards the quorum requirements set out in section 16.7. All decisions made during such meetings shall be valid and binding.

## **17. ELECTIONS**

### **ELIGIBILITY FOR OFFICE**

- 17.1 Only members having attained the age of 18 years that are in good standing for a period of 60 days prior to the date of the Annual General Meeting may stand for elections as Officers of the Association with a minority of competitive athletes on the Executive and abstain from voting on financial benefits which he or she may receive directly.

### **OFFICERS**

- 17.2 Officers shall be elected by written secret ballot by the members at the Annual General Meeting of the Association.

### **NOMINATING COMMITTEE**

- 17.3 The executive committee shall appoint a Nominating Committee consisting of three members in good standing of the Association. The appointments shall be made at a meeting of the executive committee at least 97 days prior to the Annual General Meeting.

### **INVITATION FOR NOMINATIONS**

- 17.4 At least sixty days prior to the Annual General Meeting the Nominating committee shall:
- a. inform the membership of all vacant positions for election;
  - b. invite nominations for members in good standing to stand for election to the available positions;
  - c. announce that the closing date for the receipt of such nominations shall be 20 days prior to the scheduled date of the Annual General Meeting.



### **NOMINATING PROCEDURES**

- 17.5 The Nominating Committee shall determine that those persons nominated are willing to serve if elected to office and shall ensure that they are in good standing in accordance with section 17.1. The committee shall ensure that at least one name is put forward for each vacant position, by making its own nominations for any positions for which no names have been received by the closing date. Nominations received by the Committee shall not be secret at any time, and any candidate shall be free to withdraw in favour of another. The foregoing is not to preclude motions of nomination from the floor.

### **BALLOTS AT THE ANNUAL MEETING**

- 17.6 The report from the Nominating Committee shall be attached to the agenda circulated for the Annual General Meeting and shall contain the names of all persons nominated and willing to serve. The ballot shall be conducted by two scrutineers elected for this purpose by the Annual Meeting. The results of the election shall be reported to the Meeting, through the Chair, and shall be reported in the meeting minutes.

### **INTERIM APPOINTMENTS**

- 17.7 In the event that an elected officer is unable to complete their term, the executive committee shall appoint an interim replacement from the members in good standing until the next General Meeting to be ratified by Membership.

## **18. TERMS OF SERVICE**

### **SERVE UNTIL REPLACED**

- 18.1 Subject to the proviso all Officers shall be elected for a 2 year term and shall continue to hold office until their successors are elected or appointed unless they resign, or are removed from any office by an action under, s. 18.3. Provided that Vice-President Administration and Vice-President Technical shall be elected for a one year term in the 1st election and following that for a 2 year term and the President, Secretary and Treasurer shall be elected for a 2 year term.

### **RESIGNATION**

- 18.2 All officers may resign their positions by writing a letter of resignation to the President or the Secretary of the Association. The resignation shall have effect on the day of posting the letter.

### **REMOVAL OF OFFICERS**

- 18.3 The position of officer shall be automatically vacated:
- a. if an officer resigns their office in accordance with section 18.2;

- b. if at a special or general meeting of the members, a resolution is passed by two-thirds (2/3) of the members present that the officer be removed from office, and at which meeting the officer with due notice of such meeting has been invited to make a statement;

### **GROUND**

Grounds for removal from office shall be, but not limited to; failure to renew membership, misconduct or neglect of duties in accordance with section 8.11, for conduct contrary to the stated purpose of the Association in accordance with section 8.12 and in the event that an athlete member is selected and agrees to participate in the Provincial team program.

- c. on death;

the executive, by appointment, may fill the vacancy resulting from resignation or death in accordance with section 17.7 In the case of removal from office the members at that general or special meeting may elect an interim officer or may direct the executive committee to appoint an interim replacement at its next executive meeting to serve the balance of the term.

## **19. VOTING MATTERS**

### **VOTING RIGHTS**

- 19.1 Each member in good standing for a minimum period of 60 days shall have one vote at meetings of the Association, except professional staff.

### **VOTING IN PERSON**

- 19.2 In order to cast a vote at a meeting of the Association the member or officer must be present in the meeting room at the time the vote is taken.

### **VOTING RIGHTS OF OFFICERS**

- 19.3 In order to cast a vote at a meeting of the Association, the member or office must be present in the meeting at the time the vote is taken. Voting in person includes voting at an in-person meeting, a teleconference or videoconference meeting or in some other format that permits the live communication between members and attendees.

### **VOTING BY THE CHAIR**

- 19.4 The chairman of a committee votes at the same time as other members and does not vote in order to break a tied vote. In the case of the appointment of a moderator to chair a meeting, the moderator shall not vote.

### **VOTING FOR MOTIONS**

- 19.5 All motions at meetings of the executive committee, standing and ad hoc committee meetings and general meetings of the Association shall be decided by a majority of votes cast, unless otherwise required by this by-law or statutes governing incorporation. A tie vote on a motion shall be considered a defeated motion.

### **VOTING FOR ELECTIONS**

- 19.6 All elections for officers and members of committees shall be decided by a majority vote of those casting votes. When there are more than two candidates successive votes shall be cast, dropping the candidate with the least votes, until a majority of votes is obtained by one candidate.

## **20. FINANCIAL MATTERS**

### **FINANCIAL YEAR**

- 20.1 The financial year of the Association shall be from April 1 to March 31.

### **ANNUAL REPORT**

- 20.2 An audited statement or a review engagement, as elected by the executive committee, of the accounts of the past financial year, together with a budget for the following year, shall be prepared by the Treasurer for approval at the Annual General Meeting of the Association.

### **AUDITORS/REVIEW ENGAGEMENT**

- 20.3 The members shall at each Annual General Meeting appoint an auditor to audit the accounts of the Association or a qualified third party to perform a review engagement of the accounts of the Association as put forth by the executive committee. The auditor/qualified third party shall be nominated by the Treasurer and the Executive Committee shall fix the remuneration of the auditor/qualified third party for the year

### **MEMBERSHIP FEES**

- 20.4 The executive shall set the fees for membership in the Association in accordance with section 8.14 and shall notify the general membership at least 15 days prior to the new fees becoming due.

### **NO REMUNERATION**

- 20.5 Officers and committee members shall not receive any stated remuneration for their services, but, by resolution of the executive committee may be paid for reasonable expenses incurred by them in the performance of their duties. This shall not preclude the payment of any officer or committee member who are engaged in or are a member of a firm engaged in any business or profession for professional costs and charges for any

professional services required to be performed in connection with the administration of the affairs of the Association.

### **CONFLICT OF INTEREST**

- 20.6 A director or officer who is directly or indirectly interested in a proposed contract or transaction with the Association must:
- a. disclose fully and promptly the nature and extent of the interest to each director and officer;
  - b. absent herself or himself from all deliberations regarding said contract or transaction;
  - c. not vote or otherwise attempt to influence the decision-making process regarding said contract or transaction.

### **LIMITS OF EXPENDITURES**

- 20.7 Expenditures of funds in excess of \$200 not included in the budget total for the current year shall require approval by a motion passed by the executive committee.

### **INSPECTION OF ACCOUNTS**

- 20.8 The financial accounts of the Association shall be made available for inspection by members of the Association during normal working hours and at other times upon reasonable request.

### **RESTRICTIONS ON BORROWING**

- 20.9 The Association shall not incur debts by borrowing money unless prior approval for such an action has been obtained by passage of a motion by the executive committee.

### **DISSOLUTION**

- 20.10 Upon dissolution of the Association, the assets which remain after satisfying all debts and liabilities shall be distributed to a charitable organization or organizations having purposes similar to those of this Association, as determined by this Association prior to dissolution.

## **21. SIGNING AUTHORITY**

### **EXECUTION OF DOCUMENTS**

- 21.1 Contracts, documents, and other instruments made in the name of the Association shall be binding on the Association when signed.

### **SIGNING OFFICERS**

- 21.2 The executive committee shall appoint up to four signing officers.

## **CERTIFICATION OF DOCUMENTS**

21.3 The executive committee shall have authority to appoint any member of the executive or any staff member to certify a specific document.

## **22. INDEMNITIES**

### **INDEMNITIES TO OFFICERS AND OTHERS**

- 22.1 Every officer or other person who has undertaken or is about to undertake any liability on behalf of the Association or any company controlled by it and their heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the Association, from and against;
- a. all costs, charges and expenses whatsoever which such director, officer or other person sustains or incurs in or about any action, suit or proceedings which is brought, commenced or prosecuted against him, or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him, in or about the execution of the duties of his office or in respect of any such liability;
  - b. all other costs, charges and expenses which he sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his own willful neglect or default.

## **23. LANGUAGES, INTERPRETATION AND TRANSLATION CLAUSES**

In this by-law and in all other by-laws of the association hereafter passed unless the context otherwise requires, words imparting the singular number or the masculine gender shall include the plural number or the feminine gender, as the case may be, and vice versa, and references to persons shall include firms and corporations.

A French language translation of this by-law shall be provided in a reasonable time after a written request has been made for such a translation, but in cases of dispute the English version shall prevail.

## **24. RULES OF ORDER**

Procedures for Meetings and Organizations, by M.K. Kerr and H.W. King, Carswell Legal Publications, Toronto, 1988, or later editions, shall govern the Association in all procedural matters not contained in this by-law.

## **25. RULES AND REGULATIONS**

The rules and regulations of the Associations shall be those of the International Weightlifting Federation, or amended by the Canadian Weightlifting Federation, or the Manitoba Weightlifting Association where they are not in conflict with this by law.

## **26. INTERIM RULES AND REGULATIONS**

The executive committee may make such rules and regulations not inconsistent with this by-law or with law, relating to the management and operation of the Association, as they may deem expedient, provided that such rules and regulations shall have force and effect only until the next Annual General Meeting when, unless they be confirmed by that meeting, they shall cease to have force and effect.

## **27. POLICY AND PROCEDURES MANUAL**

27.1 The technical and administrative policy and procedures of the Association shall be contained in the Policy and Procedures Manual approved by the executive committee. In cases of dispute, this by-law shall prevail.

27.2 Financial Policy of the Association shall be contained in the Policy and Procedures Manual approved by the Executive Committee. In cases of dispute, this By-law shall prevail.

## **28. AMENDMENTS TO BY-LAWS**

The by-laws of the Association may be repealed or amended by approval of a motion by a two-thirds majority of votes cast at a meeting of the members of the Association, provided that at least thirty days notice has been given of the proposed motion to repeal or amend the by-law.

## **29. REPEAL**

By-law 1/2019 is repealed.

By-law amendment 1/2020 was approved by motion passed at the Special Meeting of General Membership of Manitoba Weightlifting Association, Inc. dated the 19th day of November 2020.

By-Law 1/2021 is passed as a consolidation By-Law which was approved at the Annual Meeting of General Membership of the Manitoba Weightlifting Association on the 23rd day of September 2021.