

ALBERTA SOFTBALL UMPIRES ASSOCIATION

- CONSTITUTION -

ARTICLE I

Name. The name of the Association shall be the ALBERTA SOFTBALL UMPIRES ASSOCIATION.

ARTICLE II

Aims and Objectives of the Association:

1.
 - a) To foster, develop and promote the officiating of amateur softball within the Province of Alberta;
 - b) To band and join together all the Softball Umpires in the Province into one (1) standard body with respect to rule interpretations as detailed in the Canadian Amateur Softball Association (commonly referred to as Softball Canada) rulebook, AND any and all rules relative to the game of Softball as may be specified in the Alberta Amateur Softball Association (commonly referred to as Softball Alberta) official handbook;
 - c) To develop and implement courses of instruction in the art of umpiring and knowledge of the rules and their interpretation, in order to produce highly qualified and skilled softball officials.
2. The operations of the Association shall be mainly carried out throughout the Province of Alberta.
3. The Association shall operate without the purpose of personal gain or profit of its members and any profits or other accumulated matters of the Association shall be used in furthering the Aims and Objectives of the Association.

ARTICLE III

Dissolution:

1. In the event of dissolution or winding up of the Association, all it's remaining assets, after payment of all liabilities, shall be distributed to one or more recognized charitable organizations in Alberta as determined by a majority vote of the last official executive of the Alberta Softball Umpires Association.

ARTICLE IV

Membership:

1.
 - a) Definition of 'Branch';
A Branch is a body of umpires who wish to organize to regulate officiating in a designated area in the Province of Alberta. These said officials would agree to obey the By-Laws and Constitution of the Alberta Softball Umpires Association.
 - b) A group of ten (10) or more people supporting the aims and objectives of the Association may make application to the Alberta Softball Umpires Association to form a Branch. Approval or rejection to form a prospective Branch will come from the Association at the next general meeting. Upon approval, the prospective

Branch shall be under the auspices of the nearest affiliated Branch. The nearest affiliated Branch will monitor the activities of the prospective Branch for one (1) year. The nearest affiliated Branch will submit a recommendation at the end of one (1) year to the Association to accept or reject the group as an affiliated Branch.

- c) Membership may be obtained in the Alberta Softball Umpires Association by making application through an affiliated Branch of the Association, and by payment of prescribed Branch and Association fees as may be determined by each Branch and the Association from time to time.
 - d) Each affiliated Branch of the Association shall be entitled to two (2) votes at any General or Special meeting called.
 - e) Each Executive member of the Association shall be entitled to one (1) vote at any general executive meeting called, except the President of the Alberta Softball Umpires Association, who will only be entitled to a second or casting vote in the event of an equality of votes at any meeting.
 - f) All voting, except elections, shall be by open general vote.
 - g) Membership fees in the Association shall be payable prior to the first day of June of each year.
 - h) If any member or Branch is in arrears for fees, dues or assessments for any year, such member or Branch may be suspended and shall thereafter be entitled to no membership privileges or powers in the Association until all fees, dues or assessments have been paid and such member or Branch has been reinstated.
 - i) Any member or Branch wishing to withdraw from membership in the Association, may do so upon submitting a notice in writing to the Association Secretary. No refund of monies paid as dues shall be made.
2. Expulsion or Suspension:
- a) The Executive shall have the authority, upon investigation of the pertinent facts, to expel or suspend any member or Branch for any such cause as is deemed detrimental to the aims and objectives of the Association.
 - b) Any expelled or suspended member or Branch has the right to appeal any such expulsion or suspension before the Executive at a duly called general meeting.
 - c) The Executive may rescind any such punitive measure in the event of an appeal hearing being able to resolve the matter to the satisfaction of the Executive.
 - d) Any appeal hearing shall take place within thirty (30) days of receipt of written notice of appeal.
 - e) All actions pertaining to expulsions, suspensions and appeals shall be done in writing.
3. Lifetime Member:
- a) Any past or present member of the Association may be awarded a lifetime membership in the Association, at the discretion of the Association and shall be entitled to all rights and privileges of a full time member, subject to Article IV, 2.

ARTICLE V

1. Meetings of Members:
- a) The Association shall hold two (2) General meetings each calendar year. One (1) meeting will be held in the spring and one (1) meeting will be held in the fall.
 - b) Notice of the General meetings to be given by written posted notice not later than

- four (4) weeks prior to the date of such meeting to all Branch Presidents and Secretaries and Executive of the Association to the last know address of each.
- c) Meeting of the Association may be called at any time by the Secretary upon instructions of the President by notice in writing to the last known address of each Branch President and all Executives of the Association posted not later than two (2) weeks prior to the date of such meeting.
 - d) A special meeting shall be called by the President or Secretary upon receipt of a petition signed by one - third (1/3) of the Branch Presidents, setting forth the reason(s) for calling such meeting, and which shall be sent by letter to the last known address of each Branch President and Executive of the Association, posted not later than two (2) weeks prior to the date of such meeting.
 - e) Fifteen (15) voting delegates and/or Executive members shall constitute a quorum at any General or Special meeting.
 - f) In the event of a vacancy in an Executive position, the remaining members of the Executive will constitute a quorum.
2. Nominations and Elections:
- a) A nominating committee, which may be a Nominating Chairman acting alone and/or comprised of member or members of the Association, shall be appointed prior to the Annual Meeting and shall conduct the elections at the Annual Meeting.
 - b) Nominations may be made from the floor providing the nominee is present, or has given written consent to his nomination.
 - c) Elections shall be by secret ballot. If there is only one nominee, the Secretary shall be directed to cast a single ballot for that nominee and he/she shall be declared elected.
 - d) A majority of those in attendance and entitled to vote shall be required to elect anyone to office. In the case of a majority vote not being obtained on the first ballot, the candidate having the least number of votes shall be dropped from the list of nominees and the ballot shall be taken again. This procedure shall be repeated until one candidate has the majority of votes required. Only members nominated shall be eligible for elections.

ARTICLE VI

Executive of the Association:

1. This Association shall be governed by and composed of the following officers:
 - a) Executive (hereinafter referred to as the Executive);
 - i) President
 - ii) Vice-President
 - iii) Immediate Past-President
 - iv) Secretary/Treasurer
2. Term of Office - Executive
 - a) The President, the Vice-President, and the Secretary/Treasurer will be elected for a three (3) year term. The Immediate Past President shall serve a term of one (1) year following the election of a new President.
 - b) If the Secretary/Treasurer is elected the first year for a three (3) year term, then the Vice President will be elected in the second year for a (3) year term, and the President will be elected in the third year for a three (3) year term.

- c) Any vacancy occurring during a term may be filled by appointment at the next Executive meeting.
 - i) Any appointment made is to be ratified at the next General meeting. If ratified, the appointment will be for the balance of the term of office.
- d) Any member of the Association in good standing is eligible for any office of the Association.

ARTICLE VII

Duties:

1. **EXECUTIVE:**
 - a) The Executive shall be responsible for the day to day operation of the Association.
 - b) Shall appoint and or approve the chairman of all committees of the Association.
2. **PRESIDENT:**
 - a) The President shall be the Chief Executive Officer of the Association, and shall exercise a general supervision over the interest and welfare of the Association and perform all other duties ordinarily incidental to the office of the President.
 - b) The President shall, when present preside at all meeting of the Association. In his/her absence, the Vice-President shall preside at any such meeting.
 - c) At any Executive meeting shall be entitled to vote only in the event of an equality of votes.
 - d) Shall be an ex-officio member of all committees of the Association.
 - e) Shall represent the Association to the Alberta Amateur Softball Association. Shall deliver to his/her successor in office, all books, records, document and any such property belonging to the Association for which he/she may be accountable.
3. **VICE-PRESIDENT:**
 - a) In the absence of the President, shall assume the duties of the President.
 - b) Shall act upon any assigned responsibility as assigned by the President.
 - c) Shall deliver to his/her successor in office, all books, records, document and any such property belonging to the Association for which he/she may be accountable.
4. **SECRETARY/TREASURER:**
 - a) It shall be the duty of the Secretary to attend all meetings of the Association, and to keep accurate minutes of the same, and all other Association records.
 - b) Shall have charge of the Seal of the Association, which seal, whenever used, shall be authenticated by the signature of the Secretary and President, or in the case of the death or inability of either to act, by the Vice-President.
 - c) In the case of the retirement or absence of the Secretary, the duties shall be discharged by such officer as may be appointed by the Executive.
 - d) Shall send all notices of the various meetings as required to the Presidents of the Branches and the Executive of the Association at their last known address as shown in the records kept by the Secretary.
 - e) The Treasurer shall receive all monies paid to the Association and shall be responsible for the deposit of same in whatever Financial Institution the Executive may order. He/She shall properly account for the funds of the Association, and keep such books as may be directed. The Treasurer shall present a full detailed account of receipts and disbursements to the Executive whenever

requested, and shall prepare for submission to the Annual Meeting a statement, duly audited as detailed herein of the financial position of the Association and submit a copy of same to the Secretary for the records of the Association.

- f) In the case of his/her death, retirement, or absence, or inability to act, the duties of the Treasurer shall be discharged by such officer as may be appointed by the Executive.

ARTICLE VIII

1. Financial Year:

- a) The business and financial year of the Association shall begin on the first (1st) day of October each year and end on the thirtieth (30th) day of September of the year following.

ARTICLE IX

1. Disbursement of Funds:

- a) All accounts of the Association shall be paid by cheque. All cheques shall be signed by the two (2) of three (3) Executive members, namely the Treasurer, the President and/or one other Executive member as appointed by the Executive.
- b) Spending of funds of the Association, not budgeted for and over an amount as set down by the Executive cannot be disbursed without the approval of the Executive.

ARTICLE X

1. Auditing:

- a) The books, accounts and records of the Treasurer shall be audited as least once each year by a duly qualified accountant/auditor, or by two (2) members of the Association not on the Executive appointed by the Executive for that purpose. A complete and proper audited statement shall be submitted by the Treasurer at the Fall General Meeting of the Association. This report shall include all auditors' comments. September 30 of each year shall be the end of the fiscal year of the Association.
- b) The books and records of the Association may be inspected by any member of the Association at a General meeting, provided for herein or at any time upon giving reasonable notice and arranging for a time satisfactory to the officer or officers having charge of same.
- c) Each member of the Executive shall at all times have access to such books and records.

ARTICLE XI

1. Remuneration:

- a) The membership may at the Annual General meeting, distribute an honorarium to each member of the Executive. The amount of the honorarium shall be determined by the membership of the association and reviewed annually.

- b) Each branch will have one representative reimbursed for attending the Fall Annual General meeting based on the distance traveled and at a cost per kilometre as determined by the Executive and the Branch representatives.
- c) The Association will reimburse each Executive member, in attendance at an ASUA general meeting, in the amount, to cover:
 - i) The cost of one night's accommodation, at the location of the General meeting.
 - ii) Meals to be paid at a rate to be determined by the membership.
 - iii) A travelling subsidy in accordance with the subsidy paid to the branch representatives.
- d) Only under special circumstances, when the Executive must convene prior to a General meeting, will additional accommodation and meal costs be reimbursed.

ARTICLE XII

- 1. Borrowing Power:
 - a) For the purpose of carrying out its objectives, the Association may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under authority of the Association, and in no case shall debentures be issued without the sanction of an extraordinary resolution of the Association.

ARTICLE XIII

- 1. Rescinding By-Laws:
 - a) These By-Laws may be rescinded, altered or added to by an Extraordinary Resolution, passed by a majority of not less than three-fourths (3/4) of such members, entitled to vote as are present in person, at a general meeting of which written notice specifying the intention to propose the resolution as an extraordinary resolution has been duly given.
 - b) Notice of any proposed resolution to be brought before the members shall be delivered in writing to the Secretary not less than two (2) weeks prior to the date that notice of such meeting shall be delivered to the members.