



CROCUS HANDBALL MANITOBA INC.

BY-LAWS

HANDBALL MANITOBA BY-LAWS

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ARTICLE 1

GENERAL

- 1.1 **Name:** The name of the organization shall be “Crocus Handball Manitoba inc.” and herein the By-Laws referred to as “Handball Manitoba” or the “Organization”.
- 1.2 **Purpose:** Handball Manitoba exists for the purpose of promoting team handball, by establishing and developing participative and competitive programs for Manitobans throughout Manitoba.
- 1.3 **Definitions:** The following terms have these meanings in these By-Laws:
- a. Ad-Hoc Committee: any committee, other than a standing committee, established by the Board to perform a certain task.
 - b. Auditor: any individual appointed by the Members at the Annual General Meeting to audit the books, accounts, and records of the Organization for a report to the Members at the next Annual General Meeting. The Auditor shall not be an employee or a Director of the Organization.
 - c. Board: the Board of Directors of the Organization
 - d. Member: shall include all categories of membership pursuant to the By-Laws.
 - e. Member in good standing: a Member of the Organization who has paid his dues, has not ceased to be a Member, has not been suspended or expelled from membership, and is not subject to a disciplinary investigation or action of the Organization.
 - f. Ordinary Resolution: a resolution passed by the majority of votes cast in a General Meeting of Members for which proper notice has been given.
 - g. Registrar: the Manitoba Registrar of Companies, or any successor or replacement agency.
 - h. Representative: an individual appointed by the Board to represent their interests at meetings of the Members or at meetings of the Board, as the case may be.
 - i. Special Resolution: a resolution passed by not less than three-quarters of the votes cast at a General Meeting of Members for which proper notice has been given.
 - j. Standing Committee: the Executive committee, and any other standing committee that may be established by the Board.
- 1.4 **Interpretation:** Words stating the singular shall include the plural and vice-versa, and words stating the male gender shall include the female gender as well as corporate bodies.
- 1.5 **Ruling on By-Laws:** Except as provided in the Act, the Board shall have the authority to interpret any provision of these By-Laws, which is contradictory, ambiguous, or unclear.



- 1.6 **Office:** The head office of Handball Manitoba shall be in the City of Winnipeg, in the Province of Manitoba, Canada at such a place therein as may from time to time be determined by the Board.

ARTICLE 2

MEMBERSHIP

Categories of Members

- 2.1 Membership in the Organization shall be open to representatives of such organized Team Handball leagues as are approved by the Members of the Organization. All affiliated players, coaches, managers, referees, league officials, and other interested persons (as approved by the Board of Handball Manitoba) whether they be voting or non-voting, are members of the Organization. This membership is for the current year only.
- 2.2 Every member shall uphold and comply with these By-Laws and General operating rules of the Organization.
- 2.3 **League Membership**
- a. Leagues recognized at the Annual General Meeting of the Organization shall be members of the Organization. Each League shall be responsible for the operation of their specific area of jurisdiction within the guidelines of the Organization.
 - b. The Leagues are:
 - a. Winnipeg Team Handball League (“WTHL”)
 - b. Winnipeg High School Team Handball League (“WHSTHL”)
- 2.4 **Individual Membership**
- a. A person may apply to the Board for membership in the Organization and on acceptance by the Board shall be a member.
 - b. Anyone who shall be appointed to serve on a committee of the Organization shall be considered a member of the Organization.
 - c. Such person shall have voting privileges at the Board Committee level only.
- 2.5 **Life member:** A life membership may be awarded to individuals who have rendered exceptional services to the Organization, provided that nominations for such membership are submitted to the Board thirty days prior to the Annual General Meeting. Upon favorable recommendation of the Board the notices of nomination are provided to the general membership fourteen days prior to the Annual General Meeting. The resolution is



passed by a minimum of two-thirds of the delegates at the Annual General Meeting in support of the nomination(s).

2.6 **Admission of Members**

No individual, organization, or group shall be admitted as a Member unless:

- a) He has made written application to the Board in the form prescribed by the Board;
- b) He has been approved as a Member by the Board;
- c) He has paid membership dues as determined by the Board.

Withdrawal, Suspension, and Termination of Membership

- 2.7 **Resignation:** A member may resign from the Organization by giving written notice to the Board.
- 2.8 **May Not Resign:** A member may not resign from the Organization when the member is subject to a disciplinary investigation or action of the Organization.
- 2.9 **Arrears:** A member may be suspended from the Organization for failing to pay membership dues, where levied, by the deadline date prescribed by the Board. Should membership dues remain unpaid for an additional 90 days, the member may be expelled from the Organization.
- 2.10 **Discipline:** In addition to suspension or expulsion for failure to pay membership dues, a member may be suspended or expelled from the Organization in accordance with the Organization's policies and procedures relating to discipline of members.
- 2.11 **Cease to Be a Member:** Any member that is not an individual shall cease to be a member upon its dissolution or winding up of affairs. Any Board member shall cease to be a member when his successor is elected in accordance with these By-Laws.

Membership Dues

- 2.12 **Year:** The membership year of the Organization shall be August 1st to July 31st
- 2.13 **Dues:** membership dues for each category of the membership shall be determined by Ordinary Resolution at the Annual General Meeting for the next membership year.



- 2.14 **Deadline:** The Board shall determine the deadline date by which membership dues, where levied, must be paid.
- 2.15 **Payment:** All fees are to be paid directly to Crocus Handball Manitoba inc.
- 2.16 **Delinquent:** Fees will be considered delinquent if they have not been fully paid by the deadline set by the Board.

ARTICLE 3 GOOD STANDING

- 3.1 A member of the Organization shall be in good standing provided that:
- a. He owes no outstanding membership fees or other debts to the Organization;
 - b. He has not ceased to be a member;
 - c. He has not been suspended or expelled from membership, or had other membership restrictions or sanctions imposed upon him;
 - d. He has complied with By-Laws, policies, rules, and regulations of the Organization; and
 - e. He is not subject to a disciplinary investigation or action of the Organization, or if subject to disciplinary action previously, he has fulfilled all terms and conditions of such disciplinary action to the satisfaction of the Organization.
- 3.2 Members who cease to be in good standing shall not be entitled to the benefits and privileges of membership until such time as the Board is satisfied that the member has met the definition of good standing set out above.

ARTICLE 4 GOVERNANCE

Board of Directors

- 4.1 **Directors:** The Board of Directors shall consist of the President, Past President, Vice-President, Director of Operations, Treasurer, Officials Representative, Director of Development, Director of Business Development, Leagues Director, and Director of Communications.

Powers of the Board

- 4.2 **Powers of the Society:** Except as otherwise provided in the By-Laws, the Board has the powers of the Organization any may delegate any of its powers, duties, and functions.



- 4.3 **Managing the Affairs of the Organization:** The Board may take policies and procedures for managing the affairs of the Organization in accordance with these By-Laws.
- 4.4 **Discipline:** The Board may make policies and procedures relating to discipline of Members, and shall have the authority to discipline Members in accordance with such policies and procedures.
- 4.5 **Dispute Resolution:** The Board may make policies and procedures relating to management of disputes within the Organization and all disputes shall be dealt with in accordance with such policies and procedures.
- 4.6 **Employment of Individuals:** The Board may employ such individuals as it deems necessary to carry out the work of the Organization.

Election and Appointment of the Board of Directors

- 4.7 **Qualifications:** Any person who wishes to serve as a director must be in good standing with the Organization, and 18 years of age.
- 4.8 With the exception of the Past President who shall become a Director automatically, and the Officials Representative who shall be elected by the officials, Board members shall be elected by the Members at the Annual General Meeting.
- 4.9 All terms of Directors are two (2) years from the date elected excluding the Past President who shall hold office for a period of one (1) year from the election of a new President. The President, Director of Operations, Treasurer, and Director of Communications will be elected every even numbered year, while the Vice-President, Director of Development, Leagues Director, and Director of Business Development will be elected every odd numbered year.
- 4.10 If any member of the Board is unable to continue in his position, the position shall become vacant. The Board has the authority to fill the vacant position.

Resignation and Removal of Directors

- 4.11 **Resignation:** A Director may resign from the Board at any time by presenting his notice of resignation to the Board. This resignation shall become effective the date on which the request is accepted by the Board.



- 4.12 **May Not Resign:** A Director may not resign from the Organization when the Member is subject to a disciplinary investigation or action of the Organization.
- 4.13 **Vacate Office:** The office of any Director can be vacated automatically if the Director, without reasonable excuse, fails to attend three (3) consecutive meetings of the Board. The removal of the Director shall be subject to a vote of the Board.

ARTICLE 5

MEETINGS OF THE BOARD

- 5.1 **Number of Meetings:** The Board shall hold at least six (6) meetings per year.
- 5.2 **Call of Meeting:** The meetings of the Board shall be at the call of the President or Vice-President in lieu of the President, if 50% plus 1 of the members make a written request to call a meeting. Such meeting shall be called within fourteen (14) days of the receipt of the written request.
- 5.3 **Notice:** Written notice of Board Meetings shall be given to all Board Members at least seven (7) days prior to the date of the meeting.
- 5.4 Meetings shall be conducted with Robert's Rules of Order.
- 5.5 **Quorum:** a quorum shall be more than 50% of the Board members. President - if the President is absent, the Vice-President shall preside over the meeting. If both the President and the Vice-President are absent from the meeting, the Board shall appoint from among its members a Director to preside over the meeting.
- 5.6 **Voting:** Unless specified otherwise, questions shall be decided by majority vote, where the President carries a vote and where a tie vote shall fail. Voting shall be by show of hands unless a majority of the Members approves a secret ballot.
- 5.7 **Officers:** The Officers of the Organization are the President, Vice-President, Director of Operations, Treasurer, and Officials Representative.
- 5.8 **Duties**

The President shall be responsible for the general supervision of the affairs and operations of the Organization, shall preside at the Meetings of Members of the Organization and at meetings of the Board and shall perform such other duties as may from time to time be established by the Board;



The Vice-President shall perform the duties and exercise the powers of the President in the absence of the President, and shall perform such other duties as may from time to time be established by the Board;

The Director of Operations shall cause to be kept proper minutes of the meetings of Members, the Board and the Executive Committee, and other records of the Organization, including the By-Laws and any amendments/changes to the By-Laws;

The Treasurer shall keep all financial records as required by the Act and shall perform such other duties as may from time to time be established by the Board;

The Officials Representative shall act as the primary liaison between the organization and the referee community, ensuring that their perspectives and concerns are represented in Board discussions and decisions. They shall provide input on rules, regulations, and operational policies as they pertain to referees and shall perform such other duties as may from time to time be established by the Board;

- 5.9 **Vacancy:** Where the position of an Officer becomes vacant for whatever reason, the Board may appoint a qualified individual to fill the vacancy for the remainder of the Officer's term.
- 5.10 **Removal:** Any member of the Board may be removed by Special Resolution of the Members present at a General Meeting, provided the member has been given due notice of the meeting and the opportunity to speak at such a meeting.

Committees

- 5.11 **Standing Committees:** The Standing Committees of the Organization shall include the Executive committee. The Board may establish other Standing Committees, appoint their members, prescribe the duties, and delegate to any Standing committee any of its powers, duties, and functions except where prohibited by these By-Laws.
- 5.12 **Ad-hoc Committees:** The Board may establish Ad-hoc committees to perform certain tasks, appoint their members, assign staff persons as non-voting members, prescribe the duties of Ad-hoc Committees and delegate to any Ad-hoc Committee and of its powers, duties, and functions except where prohibited by these By-Laws. Such Ad-hoc committees shall be dissolved upon completing their tasks or upon being discharged by the Board.
- 5.13 Meetings shall be conducted with Robert's Rules of Order.



ARTICLE 6

CONFLICT OF INTEREST

- 6.1 Any member of a committee who has an interest, or who may be perceived as having an interest, in a proposed contract or transaction with the Organization shall disclose fully and promptly the nature and extent of such interest to the Board or committee, as the case may be; shall refrain from voting or speaking in debate on such contract or transaction; shall refrain from influencing the decision on such contract or transaction; and shall comply with the requirements of the Act regarding conflict of interest.

ARTICLE 7

MEETINGS OF MEMBERS

- 7.1 **General Meetings**
Types of meetings: General Meetings of Members shall include Annual General Meetings, Semi Annual General Meetings, and Special General Meetings.
- 7.2 **Notice:** Written notice including time and date of all General Meetings shall be given to all Members at least fourteen (14) days prior to the date of the meeting.
- 7.3 **Annual General Meeting:** The Organization shall hold an Annual General Meeting on such a date and at such a time and place as may be determined by the Board, provided the Annual General shall be held no more than twelve (12) months after the preceding Annual General Meeting.
- 7.4 A Special General Meeting may be called at any time by the Board and must be called when requested in writing by more than 50% of the teams in a league of the Organization.
- 7.5 **Voting Members:** The voting members for each League at the Annual General Meeting and any Special General Meeting of the Organization will be as follows:
- a. Winnipeg Team Handball League: a representative of each team registered in the League will be entitled one (1) vote
 - b. Winnipeg High School Team Handball League: represented by the WHSTHL Coordinator will be entitled to one (1) vote.
 - c. The referees shall be represented by the Officials Representative and entitled to one (1) vote.
- 7.6 **Quorum:** Quorum at a General Meeting shall be more than 50% of voting members.



- 7.7 **Business at Meetings:** Election of the Board of Directors, approval of financial statements. Any other business including Ordinary Resolutions and Special Resolutions may be conducted at the Annual General Meeting or Special General Meetings.
- 7.8 **Proxy:** Voting by proxy shall not be permitted.
- 7.9 **Voting:** Unless specified otherwise, questions shall be decided by Ordinary Resolution, where the President does not carry a vote. Voting shall be by show of hands unless a majority of the Members approve a secret ballot.
- 7.10 Meeting shall be conducted with Robert's Rules of Order.

ARTICLE 8 FINANCE AND MANAGEMENT

- 8.1 **Fiscal Year:** Unless otherwise determined by the Board, the fiscal year of the Organization shall be September 1st to August 31st.
- 8.2 **Auditor:** At each Annual General Meeting the members shall appoint an Auditor.
- 8.3 **Signing Authority:** The Board shall designate from among the Officers two (2) or more individuals who shall have signing authority for all financial transactions and contracts conducted in the name of the Organization. All such transactions and contracts shall require two (2) signatures.
- 8.4 **Property:** The Organization may acquire, lease, sell, or otherwise dispose of securities, lands, buildings, or other property, or any right or interest therein, for such consideration and upon such terms and conditions as the Board may determine.
- 8.5 **Borrowing:** The Organization may borrow funds upon such terms and conditions as the Board may determine, provided such borrowing is approved by a Special Resolution.
- 8.6 **Books and Records:** The Board shall ensure that all books and records of the Organization required to be kept by the Act, this By-Laws, or any other statute or law are regularly and properly kept.

ARTICLE 9 INDEMNIFICATION

- 9.1 **Shall Indemnify:** The Organization shall indemnify and hold harmless out of the funds of the Organization each Board Member from and against any and all claims, demands,



actions, or costs which may arise or be incurred as a result of occupying the position or performing the duties of an Officer.

9.2 **Shall not Indemnify:** The Organization shall not indemnify a Board Member or any other individual for acts of fraud, dishonesty, or bad faith.

9.3 **Insurance:** The Organization may purchase and maintain insurance for the benefit of its Members, as the Board may determine.

ARTICLE 10 AMENDMENT OF BY-LAWS

10.1 **Special Resolution:** The By-Laws may only be amended, revised, repealed, or added to by a Special Resolution at a General Meeting.

10.2 **Notice:** The fourteen (14) days written notice of the General Meeting of the Organization must include details of the proposed resolution of change to By-Laws.

ARTICLE 11 ADOPTION OF THESE BY-LAWS

11.1 Ratification by Members: These By-Laws are ratified by a Special Resolution of the Members April 28th, 2025.

11.2 Repeal of Prior By-Laws: In ratifying these By-Laws, the Members of the Organization repeals all prior By-Laws of the Organization provided that such repeal does not impair the validity of any action taken pursuant to the repealed By-Laws.

11.3 Enactment of By-Laws: These By-Laws are hereby enacted and shall come into force immediately.

ARTICLE 12 DISSOLUTION

12.1 Upon dissolution of the Corporation and after payment of all debts and liabilities, its remaining property shall be distributed or disposed of to other charitable organizations in accordance with the provisions of [The Corporations Act](#).

