

Constitution for East Saint John Minor Basketball Association

ARTICLE 1: PREAMBLE

1.1 THE ORGANIZATION

The name of the organization is the East Saint John Minor Basketball Association, which may also be known as or referred to as ESJMBA. ESJMBA Thunder will be the club name associated with ESJMBA and to be used by all ESJMBA Competitive Rep teams.

The headquarters of ESJMBA shall be in the City of Saint John, mailing address 204 Lakewood Ave Saint John, NB E2J 3P1 Canada.

ESJMBA shall be composed of members as hereinafter set out and it shall be managed by a Board constituted as stated in Article 5.

1.2 AFFILIATIONS

ESJMBA shall be affiliated with Basketball New Brunswick (which may also be known as or referred to as BNB) and shall be subject to the constitution, rules and regulations of this organization when ESJMBA's Constitution, rules and regulations are not applicable.

In all matters not otherwise covered by this Constitution, this association shall fall within the framework of Basketball New Brunswick and shall be governed by those official rules.

1.3 THE BYLAWS

The following articles set forth are the Bylaws of the East Saint John Minor Basketball Association.

ARTICLE 2: DEFINITIONS

2.1 DEFINITIONS

In these bylaws, the following words have the described meanings:

2.1.1 ***Annual General Meeting*** means the annual general meeting described in Article 9.

2.1.2 ***Board of Directors (also referred to as The Board)*** means the Board Committee of ESJMBA.

2.1.3 ***Bylaws*** means the Bylaws of ESJMBA as amended.

2.1.4 ***Board Member*** means any person elected or appointed to the Board. This includes the President.

2.1.5 ***Member*** means a Member of ESJMBA. A member is the responsible adult, either parent or guardian of athletes registered into a ESJMBA program or league. All Members are voting Members.

2.1.6 **Athlete** means a person 18 years of age or younger that is registered into an ESJMBA program or league.

ARTICLE 3 – OBJECTIVES

3.1 The objectives of East Saint John Minor Basketball Association are:

3.1.1 ESJMBA shall be a non-profit, non-partisan, non-sectarian, non-racial, and strictly amateur.

3.1.2 To be acknowledged as providers of team and fair play, skill and youth development and to encourage recreation, fun and fitness in life.

3.1.3 To promote, sponsor and foster the game of basketball in the East Saint John and surrounding area for Youth between 5-18 years of age.

3.1.4 To develop basketball programs at instructional, competitive and recreational levels and to sponsor and/or conduct coaching clinics, refereeing clinics and tournaments.

ARTICLE 4 – MEMBERSHIP

4.1 An individual becomes of Member of East Saint John Minor Basketball Association through registration of their athlete in a league or program provided by ESJMBA in the previous twelve months.

4.2 All current people of the Board of Directors, coaches, officials, and team representatives are also considered members of ESJMBA.

4.3 All members must remain in good standing with ESJMBA, and where applicable Basketball New Brunswick.

4.4 Members are expected to follow the bylaws set forth in this constitution, provide program/league fee payments and comply with all rules and policies of ESJMBA.

4.5 The membership year is September 1 to August 31.

4.6 All Members are eligible to have one vote for the purpose of selecting ESJMBA Board members.

4.7 All Members can vote at the AGM for the Constitutional Amendments and can request a special meeting.

4.8 A Member is in good standing when the Member has paid athlete/league fees (or equivalent as determined by the Board) and the Member nor Athlete is not terminated as provided for under Article 4.9. All registration fees, league fees, late fees or payments shall be determined by the Board.

4.9 Suspension or Termination of Membership

4.9.1 The Board, at a special meeting called for that purpose or at regularly scheduled Board meetings, may suspend or terminate a member or Athlete by a majority vote of the eligible votes at said meeting. Membership in ESJMBA shall be deemed to have been terminated:

- a. If the Member has failed to abide by the bylaws;
- b. If the Member or Athlete is no longer registered with ESJMBA;
- c. If the Member submits a signed letter of resignation to ESJMBA;
- d. If the Member or Athlete willfully violates any provisions of the Constitution of the ESJMBA, policies of the Board or rules of the league, or commits any act which is inconsistent with league principles; or
- e. Basketball New Brunswick mandates.

4.9.2 The affected Member will receive at least two weeks' notice of the Board's intention to discuss the issue of the Members' or Athletes' suspension or termination.

4.9.3 A Member or Athlete may be condemned, suspended or terminated from Membership for cause and only after charges have been laid in accordance with ESJMBA's published rules and a hearing held in accordance with ESJMBA's and Basketball New Brunswick's published rules. An individual whose membership has been suspended loses all rights of membership until the suspension has been terminated.

4.9.4 Any Member who infringes the Articles or rules of ESJMBA or brings ESJMBA into disrepute, may be reprimanded, suspended or terminated from ESJMBA after a hearing by the Board of ESJMBA at which hearing the Member is entitled to attend.

4.9.5 The Board of ESJMBA may reinstate an individual that has been suspended or terminated, by a simple majority vote.

ARTICLE 5 – BOARD MEMBERSHIP

5.1 The governing body of ESJMBA will be the Board, consisting of no more than 15 Members of ESJMBA (number determined by the Board). The Board will be responsible for the overall management of the business of ESJMBA. The appointment and renewal of appointments of all positions within ESJMBA, and for the formulation and review of the practices of ESJMBA.

5.2 The decisions of the Board in all ESJMBA matters are final, subject only to an appeal by a ESJMBA Member(s). A Member can request to appeal a decision of the Board in writing to the President, whereby a review of the decision and any additional information will be conducted.

5.3 A Board Member shall be 18 years of age or older.

5.4 Duties of all Board Members:

- a. Attend all meetings of ESJMBA, reporting on activities from the previous quarter.
- b. Be sure that copies of rules are compiled and made available to referees, coaches, and the Board.
- c. Assist with set up for Coach/Volunteer Meetings.
- d. Assist in distribution/facilitation of fundraisers.

5.5 The Members of the Board shall consist of the following positions:

President

Vice-President

Secretary

Co-Treasurer

Co-Treasurer

Scheduler

Officiating Coordinator

Fundraising& Community Coordinator

Competitive Coordinator

Equipment Manager (Consist of three members to create an Equipment management team)

Merchandise Coordinator

At-Large (5 positions maximum)

5.6 Duties of the President:

- a. Shall preside over all meetings.
- b. Coordinate the scheduling of the Board Meetings and Agenda with the Secretary.
- c. Oversee all organizational activities.
- d. Be responsible for the overall operation of ESJMBA.
- e. Select, with the approval of the Board, a committee or Outside Agency if required to audit the books and accounts of the Treasurer, and to provide a written report annually at the AGM.
- f. Appoint all Committees necessary to conduct the approved activities of ESJMBA.
- g. Attend to the arbitration of all conflicts that may affect ESJMBA.
- h. Ensure the Constitution is reviewed and amended as necessary, annually.
- j. Coordinate other Board functions to ensure smooth operation of each basketball season.
- k. Review financial status of ESJMBA on a regular basis to ensure solvency.
- l. Signing authority on bank accounts in conjunction with the Co-Treasurers.

5.7 Duties of the Vice-President

- a. Perform the duties of the President in their absence.

- b. Succeed the President, pro-term, if the President resigns.
- c. Assist the President with all organizational activities.
- d. Signing authority on bank accounts in conjunction with the Co-Treasurers.
- e. Be responsible for all ESJMBA Legal and Insurance Documentation and other correspondence.
- f. Maintain and update ESJMBA Constitution, by annotation additions, deletions and changes duly ratified.
- g. Maintain a permanent record of all injuries suffered at all ESJMBA sponsored activities as reported by either team managers or coaches.

5.8 Duties of the Co-Treasurer

- a. Maintain financial records and account books of ESJMBA.
- b. Prepares and presents a report of ESJMBA's finances at each Board Meeting, including the bank statement.
- c. Prepares and presents a written Income and Expense Statement, and a Balance Statement at the AGM.
- d. Accepts and deposits all ESJMBA funds in a financial institution approved by ESJMBA Board.
- e. Prepares, signs, and submits all cheques to the President, Vice-President, or Secretary for all counter signatures.
- f. Prepares and presents to the Board an Annual Budget for each Fiscal Year.
- g. Signing authority on bank accounts in conjunction with a different designated Board Member.
- h. Special Projects as needed.
- i. Tracks NSF cheques.
- j. Sets up Bank Authorization.

5.9 Duties of the Secretary

- a. Shall be the repository of all official ESJMBA documentation.
- b. Prepare a permanent set of minutes of each meeting, distribute to Board 1 week after meeting has taken place by email.
- c. Maintain an Action-List of any outstanding items that require follow-up at the next Board Meeting. Action-List will be reviewed and updated accordingly at each board meeting or Annual General Meeting.

5.10 Duties of the Scheduler

- a. Prepares House League schedules for inter-league play (games played within ESJMBA)
- b. Provides approved, schedules to President for distribution to coaches.
- c. Provides schedules to Referee Coordinator for officiating scheduling.
- d. Act as liaison with Inter-Locking (games played outside ESJMBA) schedule coordinator.
- f. Book availability time for House League needs, and Holiday / Year-end schedules

5.11 Duties of the Officiating Coordinator:

- a. Schedule Referee/Officials for all house league games
- b. Assist in recruitment and training of new referees.
- c. Offer an in-person referee training event, at least annually.
- d. Provide on-going support and coaching to referees throughout the season.

5.12 Duties of the Community Coordinator

- a. Promote ESJMBA within local community.
- b. Work with local businesses and groups to assist in advancement of Article 3.1.3 above.

5.13 Duties of the Fundraiser

- a. Organize fundraising activities.
- b. Work with Equipment Management Team to evaluate equipment needs that require fundraising.
- c. Work with co-treasurers to provide financial updates.
- d. Provide summary of fundraising activity at Annual General Meeting.

5.14 Duties of the Equipment Management Team

5.14.1 Equipment Management Team Lead:

- a. Obtain quotes for the Board approval for purchase of basketballs and other equipment.
- b. Secure from each team Coach or Manager, any requests for equipment replacement or first aid replenishment.

5.14.2 Equipment Management Team:

- a. Monitor and maintain the quality of all basketball equipment, ball box content and first aid supplies.
- b. Maintain an inventory of basketball equipment.
- c. Ensure proper equipment is available for special events.

5.15 Duties of the Competitive Coordinator

- a. Hold Thunder coaches meeting, and separate managers meeting to collective program feedback and needs and report to the Board.
- b. Supervise Thunder tryouts and assist in evaluations.
- c. Act as liaison between ESJMBA and surrounding association's competitive programs.
- d. Sit on Coach Recruitment and Selection Committee to put coaches in place for the following season.
- e. Continue recruitment of coaches where needed.
- f. Notify coach applicants of decision made by Coach Recruitment and Selection Committee.
- g. Write Year End report and present at AGM.

5.16 Duties of the Merchandise Coordinator.

- a. Manage online store, communicate with supplier, and arrange for pickup of delivered items.
- b. Storage of ESJMBA display merchandise and set-up at special events during active store periods.
- c. Communicate with jersey supplier and arrange for pickup and distribution of jerseys to coaches.
- d. Communicate with supplier for end of year medals,

5.17 Duties of the Members At Large

- a. Attend all Board Meetings.
- b. Support on at least one sub-committee.
- c. Supports ESJMBA and Thunder activities as required.

ARTICLE 6: ELECTION OF BOARD MEMBERS

6.1 All Members of ESJMBA age 18+ are permitted to vote.

6.2 Voting will take place at the Annual General Meeting.

6.3 Only one vote per voting Member will be counted in any general vote.

6.4 All Board vacancies will be filled by election at the Annual General Meeting and returning Boards (with current terms) shall re-confirm their commitments.

6.5 All Board Members shall be elected by the Membership at the AGM by a majority vote of the members in attendance. A person may hold more than one office.

6.6 Nominations may be made by any Board Member or by any Member of ESJMBA. The Nominee must be in good standing in ESJMBA. Nominations must be made either at an

Board Meeting or, if from the General Membership, submitted in writing to the President at least ten days before the AGM.

6.7 Any Board Member may resign at any time by either submitting a signed letter of resignation or announcing their resignation at a Board Meeting. The resignation shall take effect upon receipt of notice and acceptance of the resignation is not necessary to make it effective.

6.8 The role of President will have a set term length of 3 years before an election will be held for another 3 year term. The Incumbent President is eligible to re-offer for election should they wish and declare their intention at least ten days before the AGM.

6.9 The role of Vice-President will have a set term length of 3 years before an election will be held for another 3 year term. The Incumbent Vice-President is eligible to re-offer for election should they wish and declare their intention at least ten days before the AGM. Election of VP term will follow the year of the President role election in section 6.8.

ARTICLE 7: VACANCIES

7.1 Vacancies will be filled according to the voting procedures described in Article 6.

7.2 Should a Board position become vacant outside of the provisions in Article 6, it may be filled by a majority vote of the Board Members. A person so elected shall hold the position for the remainder of the term until the following Annual General Meeting where the appointed Director can stand for election as per Article 6.

7.3 Vacancies may only be filled at Board meetings.

7.4 Meetings during which vacancies will be filled must be announced to ESJMBA Members one week in advance.

7.5 The term of a Board member elected to the vacant position will be for the remainder of the current term of office.

7.6 in the event of voluntary early resignation in the role of President and Vice-President, the incumbent member must remain on until a successor is elected or until the next AGM, whichever happens earliest.

ARTICLE 8: REMOVAL OF BOARD MEMBERS

8.1 If a Board Member neglects or otherwise fails to perform the duties of his/her respective office that Board Member may be removed from the Board by a majority vote at any Board meeting.

8.2 Meetings during which removal procedures will take place must be announced to ESJMBA Members at least one week in advance.

8.3 An announcement will be made by the President to ESJMBA Members if a Board member is removed.

8.4 No Member of the Board shall be removed for arbitrary reasons but may be removed if:

The Board Member is unable to perform the duties expected of the position due to, but not limited to any of the following reasons:

- a. If they become incapable of performing the business of ESJMBA.
- b. If they are absent from three successive meetings without reasonable cause.
- c. If they no longer reside in reasonable proximity to ESJMBA.
- d. or the Board Member has compromised the integrity of ESJMBA due to, but not limited to any of the following reasons;
 - i) If they have been found guilty of an offence involving violence
 - ii) If they have failed to properly account for monies or other property belonging to ESJMBA.
 - iii) If they have been found guilty of a criminal offence regardless of whether the offence directly affected ESJMBA

ARTICLE 9: BOARD MEETINGS

9.1 ESJMBA will be held in accordance with Robert's Rules of Order Revised Edition.

9.2 Regular Board meetings shall be held at least quarterly.

9.3 An official note of each meeting shall be given to all Board Members at least 14 days before the meeting is to be held at such place, and at such date as the Board may determine.

9.4 The President may hold additional meetings at any time giving adequate notice to each Board Member either personally or by email, telephone or mail.

9.5 A simple majority of voting members of the Board present at the Board Meeting shall constitute a quorum for the transaction of any specified item of business. Only Board Members may vote at a Board Meeting.

9.6 Each voting member of the Board shall be entitled to one vote.

9.7 A majority of Board Members present may adjourn a meeting to another time or place. All Board Members shall be notified of the adjournment and the new time and place of the meeting.

9.8 Special Meetings of ESJMBA may be called by the Board or shall be called by the Board upon receipt of a written request submitted to ESJMBA, by at least five general members. No other business but that specified in the request may be transacted at such a special meeting without the unanimous consent of all present.

9.9 The Annual General Meeting shall be held annually. Constitutional revisions require $\frac{2}{3}$ of voters present.

9.10 The AGM is open to all Members and Athletes of ESJMBA. All Members may vote at the AGM.

9.11 The Agenda of the AGM shall include:

- a. Roll Call
- b. Minutes of Previous AGM
- c. President Address
- d. Boards Reports
- e. Treasurer Report
- f. Unfinished Business
- g. Amendments to the Constitution
- h. Election of the Board
- i. New Business
- j. Adjournment.

ARTICLE 10: CONFLICT OF INTEREST

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

ARTICLE 11: DISSOLUTION

11.1. In the event of the dissolution of ESJMBA, all of ESJMBA's assets shall be liquidated and all proceeds donated to one or more Not-For-Profit related organizations, or any Not-For-Profit Athletic Community Organizations, which operate solely Saint John, New Brunswick, Canada after all debts and liabilities are paid, as determined by the current Board.

ARTICLE 12: MISCELLANEOUS

12.1 If a situation arises which is not adequately covered by the Constitution of ESJMBA, the Board shall have authority over such matters. Board members will obtain concurrence from the Board prior to expensing any items on behalf of ESJMBA.

12.2 Any unexpected or new expense greater than \$250 that is not budgeted for requires a majority board vote. Expenses not budgeted for under this amount require approval from either:

- i) both treasurers or
- ii) 1 treasurer + President and Vice President to approve

ARTICLE 13: AMENDMENTS

13.1 This Constitution will become effective upon a majority vote by ESJMBA Members present at the Annual General Meeting

13.2 Any ESJMBA Member in good standing may propose amendments, supplementations or repeals to this Constitution.

13.3 All proposed amendments must be in their final written form and provided to the Board at least one month prior to the Annual General Meeting, or by review of the Board two weeks prior to the AGM.

13.4 The Board will shall bring forward amendments to this Constitution at the Annual General Meeting.

13.5 ESJMBA Members shall vote on amendments and a majority is needed to pass any proposed. amendment, supplement, or repeal.

13.6 Amendments will become effective upon approval by ESJMBA Board.

13.7 The President and the Administrator must sign and date the official copy of the Constitution.

ARTICLE 14: RATIFICATION

14.1 This Constitution will become effective on an interim basis upon a majority vote by ESJMBA Board Members and will be formally presented at the next Annual General Meeting for approval by all members.

President

Date

Secretary

Date