

BYLAWS OF THE NOVA SCOTIA AMATEUR WRESTLING ASSOCIATION (NSAWA)

BYLAW 1 NAME

- 1) The name of the Association shall be the Nova Scotia Amateur Wrestling Association (NSAWA), hereinafter sometimes referred to as Wrestling Nova Scotia (WNS)

BYLAW 2 ADDRESS

- 1) The registered address of the Association shall be 5516 Spring Garden Road (4th floor), Halifax, Nova Scotia, B3J 3G6.

BYLAW 3 OPERATION

- 1) The operation of the Association may be carried on throughout Canada and elsewhere.

BYLAW 4 AFFILIATION

- 1) The Nova Scotia Amateur Wrestling Association shall be a member in good standing with Wrestling Canada Lutte (WCL) and shall be the sole representative of amateur wrestling in Nova Scotia to this body and all other bodies affiliated with and recognized by the WCL.

BYLAW 5 MEMBERSHIP

- 1) Membership in the Association shall be divided into two classes, namely Individuals and Affiliated Member Groups.
- 2) **Membership in the Association as an “Individual” shall be governed by the following**
 - a) An individual may become a member upon payment of the annual fee for individual members as determined at the Annual Directors Meeting.
 - b) An Individual Member is expected to uphold the objects of the Association and to support the Association in pursuing and maintaining those objects.
 - c) An Individual Member is not entitled to vote at any meeting of the association except as the representative of an Affiliated Member Group that has voting privileges.
 - d) An Individual Member must maintain membership in good standing of any other association in which that member is involved in amateur wrestling.
- 3) **Membership in the Association as an “Affiliated Member Group” shall be governed by the following:**
 - a) any provincial association, privileged member group or any other unit organized to promote wrestling and whose activities promote the objects of the Association and will support the

- Association in pursuing and maintaining those objects may apply for membership as an Affiliated Member Group.
- b) The application for membership shall be in such form and contain such information about the association, group, or unit as the Directors may reasonably require in order to decide the suitability of the association, group, or unit, for membership.
 - c) Acceptance of the application shall require the approval of a majority of the Directors
 - d) An Affiliated Member Group shall be required to pay the annual fee for an Affiliated Member Group as determined at the Annual General Meeting in order to maintain its membership in the Association.
 - e) Provided that its registration is in good standing, each Affiliated Member Group shall be entitled to one vote at any Annual General Meeting or Special Meeting of the Association.
 - f) The Nova Scotia Amateur Wrestling Officials Association is deemed to be an Affiliated Member Group.
 - g) Any amateur wrestling club which is registered with the Association is deemed to be an Affiliated Member Group.
 - h) A Certificate of Membership appropriate to the class of membership conferred, shall be issued to each Member in such form as may be approved from time to time by the Board of Directors.
- 4) Individual Memberships shall expire annually on December 31st.
 - 5) Affiliated Member Group Memberships shall expire annually on December 31st.
- 6) **Amateur Wrestling Clubs**
 - a) Each Amateur Wrestling Club registered with the Association shall be represented at all meetings of the Board of Directors and also at the Annual General Meeting of the Association, and at all other meetings as required, by a delegated representative of the club.
 - b) The delegated representative shall be a member in good standing with the Association and shall be responsible for any and all affairs of the Association concerning the operation of his club and its members and shall be their representative in any and all matters to the Association.
 - c) The delegated representative shall prepare and submit to the Secretary of the Association a written report of the activity of his club thirty days prior to the Annual Directors Meeting.
 - 7) **The Nova Scotia Amateur Wrestling Officials Association**
 - a. The Officials Association shall be represented at all meetings of the Board of Directors and at all Technical Committee meetings, at the Annual General Meeting of the Association and at all other meetings as required by a delegated representative of the Officials Association.
 - b. The delegated representative shall be responsible for any and all affairs of the Association concerning the operation of the Officials Association and its members and shall be the Officials Association representative in any and all matters to the Association.
 - c. The delegated representative shall prepare and submit to the Secretary of the Association a written report of the activity of the Officials Association thirty days prior to the Annual Directors Meeting.
 - 8) **Athletes Representative**
 - a) The active wrestlers of Nova Scotia shall be represented at all meetings of the Board of Directors, and of the Technical Committee, and at the Annual General Meeting of the Association, and at all other meetings as required, by a delegated representative of the competing wrestlers.
 - b) The delegated representative shall be appointed by the Directors from the ranks of the senior age group competing wrestlers and the term shall coincide with the office of the Executive Committee.
 - c) The delegated shall be responsible for any and all affairs of the Association concerning the affairs of wrestlers generally and shall be their representative to the Association.
 - d) The delegated shall prepare and submit to the Secretary a written report of the activity of the active wrestlers thirty days prior to the Annual General Meeting of the Association.
 - 9) **Women's Representative**
 - a) The active women wrestlers, coaches, managers, and officials of Nova Scotia shall be represented at all meetings of the Board of Directors, and of the Technical Committee and of

- the Annual General Meeting of the Association, and at all other meetings as required by a delegated representative of the active women of the Association.
- b) The delegated representative shall be appointed by the Directors from the ranks of active women of the Association and shall coincide with the term of the office of the Executive Committee.
 - c) The delegated representative shall be responsible for any and all affairs of the Association concerning the affairs of women members and shall be their representative to the Association.
 - d) The delegated representative shall prepare and submit to the Secretary of the Association a written report of the activity of the women members thirty days prior to the Annual General Meeting of the Association.

BYLAW 6 FEES AND ASSESSMENTS

- 1) Individual Members, and Affiliated Member Groups shall pay an annual fee as determined at the Annual Directors Meeting.
- 2) The annual fee shall be paid not later than the 1st day of February of each year, failing which the Individual Member or Affiliated Member Group whose fee is unpaid shall be deemed not to be in good standing with the Association for that year.
- 3) An Affiliated Member group that is not in good standing after February 1 of any year shall lose its voting privileges for all meetings of the Association until after the next Annual General Meeting.
- 4) An Individual Member that is not in good standing after February 1 of any year shall be required to pay a levy in order to be returned to good standing, which levy shall be in an amount as determined by the Directors at the Annual Directors Meeting.
- 5) The Board of Directors may levy an assessment for any special purpose, subject to the approval of two - thirds of the voting members present at an Annual Directors Meeting or Special Directors Meeting, provided full particulars of such an assessment have been given in the notice calling such meeting.

BYLAW 7 BOARD OF DIRECTORS

- 1) The Nova Scotia Amateur Wrestling Association will be administered by the Board of Directors.
- 2) The Board of Directors may exercise all powers of the Association, that are not required by the Society's Act or by these Bylaws, to be exercised by the Members voting at the Annual General Meeting or at a Special Meeting.
- 3) A Director must be 19 or more years of age and must be an Individual Member in good standing of the Association.
- 4) The Board of Directors shall consist of the Executive Committee, one appointee from each Affiliated Member Group, the Athletes' Representative, and the Women's Representative.
- 5) Each Affiliated Member Group shall be entitled to appoint one Director to the Board of Directors.
- 6) An Individual Member in good standing may be elected to serve on the Board of Directors, provided that:
 - a) Nomination of that Individual Member has been forwarded to the Secretary of the Association not later than 45 days prior to the Annual General Meeting;
 - b) The nomination is made by another Individual Members in good standing;
 - c) the nominated Member indicates their desire to be a Director in person or in writing.
- 7) The quorum of the Board of Directors of the Nova Scotia Amateur Wrestling Association is hereby fixed at 2/3.
- 8) Each Director shall be entitled to one vote on each question arising at any meeting of the Board of Directors. In the event of a tie, the President, or if the President is not present at the meeting, the Chairman, shall have the deciding vote.
- 9) The Board of Directors may appoint such employees and agents as it shall deem necessary, who shall have such authority and shall perform such duties and shall receive such remuneration as from time to time shall be prescribed by the Board of Directors.

- 10) The Board of Directors may from time to time borrow money upon the credit of the Association by obtaining loans, or by way of overdraft, or otherwise.
- 11) The Sport Nova Scotia Administrative Staff member shall be an ex officio member of the board without voting privileges.

BYLAW 8 EXECUTIVE COMMITTEE

- 1) The Board of Directors shall elect an Executive Committee which may be composed of Directors or Members and the Board of Directors may delegate to such Committee full authority to manage and direct the affairs and business of the Nova Scotia Amateur Wrestling Association, and the Board of Directors may delegate to such Committee any lesser power.
- 2) The members of the Executive Committee shall not receive any remuneration for their services, other than the actual expenses incurred in attending to the affairs of the Association and such expenses shall only be paid upon the approval of the Board of Directors.
- 3) The Executive Committee shall conform to all lawful orders given to it by the Board of Directors and shall at all reasonable times, give to the Board of Directors or any of them, all information regarding the affairs of the Association.
- 4) The Board of Directors shall elect, by secret ballot, the members of the Executive Committee. Election as a member of the Executive Committee shall require a majority vote of the Directors. The then current Officers of the Association shall not vote on the election of the Executive Committee
- 5) The Executive Committee shall consist of the Officers of the Association.
- 6) In the event that a person elected as a member of the Executive Committee was, immediately prior to such election, a representative of an Affiliated Member Group on the Board of Directors that elected him, then he shall cease to represent such Affiliated Member Group on the Board of Directors, and such Affiliated Member Group he shall, within thirty days, appoint a new representative to the Board of Directors.
- 7) Additional Executive Committee members may be appointed or elected from time to time by the Board of Directors to perform special functions.
- 8) The Officers of the Association namely the President, the Past President, the Vice President, the Treasurer, the Secretary, and the Vice President Technical shall constitute the Executive Committee of the Board of Directors and shall possess and exercise all powers of the Directors between meetings of the said Board of Directors except as specifically limited by resolution by the Board of Directors or Bylaws of the Association.
- 9) The Executive Committee may from time to time as deemed necessary appoint other committees consisting of such number of members as may be deemed desirable and may prescribe their duties. Any Committee so appointed may meet for the transaction of business, adjourn, and otherwise regulates its' meetings as it sees fit. Unless otherwise determined by the Executive Committee, two members of a Committee shall be a quorum. Questions arising at any meeting of a Committee shall be decided by a majority of votes and in the case of an equality of votes, the Chairman of the Committee shall have a second or casting vote.
- 10) The Executive Committee shall prepare a budget for the fiscal year to be ratified by the voting members present at the Annual Directors Meeting.

BYLAW 9 OFFICERS

- 1) The Officers of the Association shall be the following:
 - a. President
 - b. Past President
 - c. Vice-President
 - d. Treasurer
 - e. Secretary
 - f. Vice President Technical

- 2) The Officers shall hold office for a two-year term, at which time each may be re-elected for one additional two year term. Only upon approval of a majority vote of the Board of Directors present at the Annual Directors Meeting, may any person hold any Officer position for longer than two terms (4 years).
- 3) In the event that any of the Officers of the Executive Committee become vacant by reason of death, resignation, disqualification, or otherwise, the remaining Directors may elect or appoint any Officer or Officers to fill such vacancy or vacancies, whereupon the position shall be filled by election by the voting members at the next Annual General meeting.
- 4) In the event the President resigns, is disqualified, or otherwise; all rights associated with the position previously held are relinquished.
- 5) The President and Vice-President Technical will be elected on odd years. The Treasurer and Vice President will be elected on even years.

BYLAW 10 SIGNING OFFICERS

- 1) The President, the Vice President, and the Treasurer shall be one of the signing officers of the Association.
- 2) The President shall have custody and control of the corporate seal of the Association. The corporate seal shall only be affixed to a document by the President, the Vice President, and/or the Treasurer, or by a member of the Executive Committee authorized in writing by the President to do so.
- 3) All cheques issued by the association shall be signed by the President and/or the Vice President and the Treasurer.
- 4) The Treasurer shall be one of the co-signers of all cheques issued by the Association.

BYLAW 11 RECORDS

- 1) Each officer at the end of his term of office hand over to his successor such records as pertain to his office.

BYLAW 12 DUTIES OF THE OFFICERS

1) The President

- a) The Association shall have a President who shall be elected by the majority of the votes cast by the Directors present at the Annual Directors Meeting.
- b) The newly elected President shall assume office after the adjournment of the meeting at which (s)he was elected.
- c) The President shall be the Chief Executive Officer of the Association and shall have general and active management of the business of the Association.
- d) The President shall preside at all meetings of the Board of Directors and of the Executive Committee and shall be a member ex-officio of all Committees appointed by the Board of Directors or the Executive Committee. In the event of a potential conflict of interest the Vice President will partake as ex-officio member. If both parties have a conflict of interest the President will appoint an ex-officio member to partake.
- e) The President shall be responsible for the affairs of the Association and, with the assistance of the Executive Committee, shall execute and administer the policies established by the members and be primary responsible for the development and maintenance of the programs of the Association.
- f) It shall be the duty of the President to ensure that the other Officers of the Association perform their duties in strict accordance with the Bylaws.

- g) It is the President's responsibility to handle the affairs of the Association with the Wrestling Canada Lutte (WCL) all other wrestling federations, and any other sport governing body within Nova Scotia and elsewhere and will be responsible for any and all activity involving these bodies and members of the Association.
 - h) The President shall sign all instruments which require the signature of the President.
 - i) The President shall perform all duties incident to the office and shall have other powers and duties that may from time to time be assigned by the Board of Directors.
 - j) The President shall answer all questions and explain all matters in connection with the management of the Association at the Annual General Meeting.
 - k) The President shall have custody or control of all Nova Scotia Amateur Wrestling Association property.
 - l) The President and/or Vice President shall be one of the co-signers of all cheques.
 - m) The newly elected President shall assume office after the adjournment of the meeting at which he was elected.
 - n) Questions arising from any meeting of directors shall be decided by a majority of votes. In case of an equality of votes, the President of the Association, in addition to his original vote shall have a second or casting vote.
 - o) Upon completion of his term of office, he shall assume the office of Past President, unless elected to another position.
 - p) Contracts, documents, or any instrument in writing, authorized by the Board of Directors and requiring the signature of the Nova Scotia Amateur Wrestling Association, shall be signed by the President of the Association.
- 2) **The Past President**
- a) The Past President shall assume office after the adjournment of the meeting at which he vacated the office of President.
 - b) He shall assist the President in his duties and provide advice and counsel to the Executive Committee.
 - c) In the event that a President, upon vacation of the office, is unable or unwilling to assume the office of Past President, the next previous Past President shall regain office.
 - d) The Past President shall hold office until such time as a new Past President assumes office.
 - e) The Past President shall be the Chairman of the Nominating Committee.
- 3) **The Vice President**
- a) The Association shall have a Vice President who will be elected by the majority of the votes cast by the Board of Directors present at the Annual Directors Meeting.
 - b) The newly elected Vice President shall assume office after the adjournment of the meeting at which he was elected.
 - c) The Vice President shall be the Chairman of the NSAWA Awards Committee. The Vice President shall serve as President in absence of the President.
 - d) The Vice President will work closely with the President and Past President.
- 4) **The Secretary**
- a) The Association shall have a Secretary who shall be elected by the majority of the votes cast by the Directors present at the Annual Directors Meeting.
 - b) The newly elected Secretary shall assume office after the adjournment of the meeting at which he was elected.
 - c) Deleted.
 - d) The Secretary shall ensure that adequate and accurate minutes are taken of the Annual General Meeting, and of all meetings of the Board of Directors and Executive Committee, and shall act as Registration Officer for the Association. The Secretary shall ensure that all such Minutes are kept for the Association.
 - e) The Minutes of the Association shall be kept at the offices of the Secretary or Sport Nova Scotia and shall be available for inspection by any member, during business hours upon reasonable notice to the Secretary.
 - f) The Secretary shall be responsible for the nomination process for Annual General Meeting elections and Annual Directors Meetings elections.
 - g) Deleted.
- 5) **Treasurer**

- a) The Association shall have a Treasurer who shall be elected by the majority of the votes cast by the Directors present at the Annual Directors Meeting.
 - b) The newly elected Treasurer shall assume office after the adjournment of the meeting at which he was elected.
 - c) The Treasurer shall be responsible for the receipt, deposit, and disbursement of all monies of the Association.
 - d) The Treasurer shall ensure that an accurate record of all monies received and disbursed is kept in a timely manner.
 - e) The Treasurer shall give upon request a general analysis of the Association's financial standing.
 - f) The Treasurer shall prepare and present a report of the financial status of the Association at every Annual General Meeting of the Association and at other times as requested by the Board of Directors or the Executive Committee.
 - g) The financial statements of the Association shall not require independent audit; PROVIDED HOWEVER that the Directors may appoint independent auditors of the Association from time to time, for such purposes as the Directors may determine.
 - h) The Treasurer shall prepare a proposed operating budget for the ensuing fiscal year and present this budget at the Annual Directors Meeting.
 - i) The Treasurer shall be one of the co-signers of all cheques issued by the Association.
 - j) Treasurer shall act as Registration Officer for the Association.
 - k) All cheques, drafts or orders for the payment of money, shall be signed by the President and/or Vice President the Secretary or Treasurer of the Association.
- 6) **Vice President Technical**
- a) The Association shall have a Vice President Technical who shall be elected by the majority of the votes cast by the Directors present at the Annual Directors Meeting.
 - b) The newly elected Vice President Technical shall assume office after the adjournment of the meeting at which he was elected.
 - c) The Vice President Technical shall develop, organize, and administer Technical Programs for development of Coaches, Provincial Teams, and NCCP Certification.
 - d) The Vice President Technical will work closely with the Provincial Clinician of the Nova Scotia Amateur Wrestling Officials Association.
 - e) The Vice President Technical shall be the Chairman of the Technical Committee.

BYLAW 13 COMMITTEES – STANDING OR SPECIAL

- 1) The Directors may at each Board of Directors meeting of the Association or from time to time as required appoint or cause to be appointed a Chairperson to each of the Standing Committees of the Association.
- 2) Each Standing Committee must hold at least one meeting per year. A special meeting may be called by the Chairman of any committee upon his giving notice of at least ten days to each committee member.
- 3) The majority of members shall constitute a quorum for the transaction of Committee business. Questions arising at any meeting of the Committee shall be decided by a majority of votes and in the case of an equality of votes the Chairman shall have the deciding vote.
- 4) Any resolution or program recommended by any Special Committee must be ratified by the Board of Directors before it can be implemented.
- 5) The Chairman of each Committee shall forward to the Secretary / Treasurer at least thirty days prior to the Annual General Meeting a completed report of the activities of the Committee.
- 6) Standing Committees:
 - a) Technical Committee
 - b) High Performance Committee
 - c) Awards Committee

BYLAW 14

OMITTED

BYLAW 15 VACATION OF OFFICE

- 1) Any elected Executive Committee member may be removed from office by a resolution passed by a 2/3 majority of the Board of Directors.
- 2) The office of a Director shall be automatically vacated if he becomes unable to perform the duties of his office.
- 3) Any elected Director may resign his office by delivering a written resignation to the President or Secretary of the Association.
- 4) Any appointed Director may be replaced by:
 - a. A decision by his representative body
 - b. A resolution passed by a 2/3 majority of the Board of Directors present at the meeting with a request for a replacement from the representative group; or
 - c. a resolution passed by a 3/4 majority of the Board of Directors present at a meeting
- 5) Vacancy of any office may be filled by resolution of the Board of Directors with a person who is a member of the Association and who represents the class of membership in which the said vacancy shall have occurred, until such time as the vacancy can be filled at:
 - a. the next Annual Board of Directors Meeting; or
 - b. the earliest convenience of the organization concerned

BYLAW 16 ANNUAL GENERAL MEETING OF MEMBERS

- 1) The Annual General Meeting of the Association shall be held annually no later than 90 days following the end of the fiscal year, at the call of the President, at such time and place within the Province of Nova Scotia as the Board of Directors from time to time may determine.
- 2) Notice of the Annual Meeting stating the place, hour, and date, shall be forwarded by the President to the Member Associations, Member Representatives, and the Executive Committee at least thirty days before the date of such meeting. Non-receipt of notice of any meeting by any member shall not invalidate any Bylaw or resolution passed, or any proceeding taken at such meeting.
- 3) A quorum for an Annual General Meeting shall be 2/3 of those entitled to vote at an Annual General Meeting.
- 4) At each Annual General Meeting there shall be presented the report of the President on the affairs of the Association for the previous year, the financial report of the Association, the reports of the Chairpersons of all committees and such other reports and information to the Associations affairs as may be determined by the Executive Committee.
- 5) The President, or in his absence the Vice President, or in the absence of both the President and the Vice President, the Past President, shall act as Chairman of the Annual General Meeting. In the absence of all of the President, the Past President, and the Vice President, the members of the Board of Directors present shall choose one of their members to be Chairman.
- 6) The order of business for the Annual General Meetings of the Association shall be as set out in Schedule "C", plus such additional matters as may be determined by the Chairman with the consent of the meeting.
- 7) Affiliated Member Groups and Executive Committee Members shall each be entitled to one vote. The vote of an Affiliated Member Group shall be made by its representative member. Individual Members shall not be entitled to vote; however, such members have the privilege to speak on any matter brought before the meeting. In case of an equality of votes on any matter proposed at an Annual General Meeting or Special Meeting, the President shall have a casting vote.
- 8) Any member in good standing of the Association is entitled to attend the Annual General Meeting of the Association, whether or not they are entitled to vote. Any other persons may be admitted

only on the invitation of the President or with the consent of a majority of those entitled to vote at the meeting.

- 9) Only members who have voting privileges who were members in good standing of the Association during the fiscal year of the Association for which the Annual General Meeting has been duly called, shall have voting privileges at the said Annual General Meeting.

BYLAW 17 SPECIAL MEETINGS OF MEMBERS

- 1) Meetings of the members which are not Annual Meetings, referred to as “Special Meetings” may be called by the President, or Executive Committee or shall be convened from time to time by the President on a written requisition signed by not less than 2/3 of the voting members which shall specify the purpose of the meeting.
- 2) Such meetings shall be convened within months of the receipt of the requisition from voting members as noted herein.
- 3) Any such Special Meeting shall be held at such time, date, and place within Nova Scotia as the Executive Committee shall determine. Notice of such Special Meeting stating the place, hour, date, and business to be transacted shall be forwarded by the President or Treasurer to the Member Associations, Member Representatives, and the Executive Committee at least thirty days before the date of such meeting.
- 4) Non-receipt of notice of any meeting by any member shall not invalidate any Bylaw or resolution passed, or any proceeding taken at such meetings.
- 5) Business conducted at a Special Meeting shall be limited to those items for which the meeting was called and any other items of business the Executive Committee may determine to be necessary.

BY-LAW 18 RULES APPLICABLE TO ALL MEETINGS OF MEMBERS AND DIRECTORS

- 1) Robert’s Rules of Order will be normally used in the conduct of all meetings of the Association. The President and or Chairman may suspend the rules of order with or without notice. Resolutions properly passed at a meeting and so seconded may not be challenged on the grounds that the rules of order were not followed.
- 2) No person may vote as a delegated representative, or otherwise in any capacity, if they are not a member in good standing, or if the Affiliated group which they represent is not a member in good standing, of the Association.
- 3) Power of Attorney voting or Proxy voting shall not be allowed at any meeting of Members or Directors. Proxy voting shall be allowed for any meeting of Members or Directors, including the Annual General Meeting, Special Meetings, and/or Bylaw Meetings.
- 4) At each meeting of Members or directors one or more scrutineers may be appointed by a resolution of the meeting, or by the President with the consent of the meeting to serve at the meeting. Such scrutineers need not be members of the association.
- 5) At any meeting of the Executive Committee, Board of Directors, or Annual or Special Meeting of members, the President shall act as Chairman of the meeting. In the absence of the President, the Vice President shall so act, and in the absence of both the President and the Vice President, the Past President shall so act. In the absence of all of the President, the Past President, and the Vice President, the members of the Board of Directors present shall choose one of their members to be Chairman.
- 6) Every question shall be decided by a show of hands. Whenever a show of hands have been taken upon a question, unless a poll thereon be so required or demanded, a declaration of the Chairman of the meeting that the vote upon the question has been carried and an entry to that effect in the minutes of the meeting shall be “prima facie” evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the matter, and the result of the vote taken shall be the decision of the Association in respect of the question.

- 7) After a show of hands has been taken on any question, the Chairman or any member present entitled to vote, may demand a poll thereon. If a poll be required by the Chairman of the meeting or be duly demanded by any member and the demand be not withdrawn, the poll upon the question shall be taken in such a manner as the Chairman of the meeting shall direct. A demand for a poll may be withdrawn at any time prior to the taking of the poll.

BYLAW 19 BOARD OF DIRECTORS MEETINGS

- 1) A meeting of the Board of Directors may be called by the President or the Executive Committee or by a 2/3 majority of the voting members at any time and the Secretary / Treasurer thereupon shall give each Director not less than 5 days written notice of the meeting.
- 2) Notice of any meeting, or irregularity in the notice thereof, may be waived by any Director.
- 3) The presence of 2/3 of the Directors in person shall constitute a quorum for any meeting of the Board of Directors. No business shall be transacted at any meeting unless the requisite quorum be present at the commencement of business.
- 4) Only those Directors who are in good standing as individual Members are entitled to vote at meetings of the Directors.
- 5) Each Director shall be entitled to one vote on each question arising at any meeting of the Directors. A majority vote shall decide all questions. In the event in a tie in voting, the Chairman shall cast the deciding vote. All questions, except those pertaining to the election of officers, shall be decided by a show of hands unless a poll or secret ballot is requested by two members.
- 6) The Chairperson may, with the consent of the voting members present at any meeting, adjourn same from time to time and no notice of adjournment need be given to the members. Any business which might have been brought before or dealt with at the original meeting in accordance with the notice calling same, may be brought before or dealt with at any adjourned meeting.
- 7) No notice of the first meeting of the Board of Directors to be held immediately following each Annual General Meeting shall be necessary to legally constitute the meeting providing a quorum a Directors is present.
- 8) An Annual Meeting of the Board of Directors shall be held at least annually, at the call of the President, at such time and place within the Province of Nova Scotia as the President may determine.
- 9) The Annual General Meeting of the Board of Directors shall deal with the items identified in Appendix "A", and such other items as the Executive Committee may determine.

BYLAW 20 COMMITTEE MEETINGS

- 1) Meetings of the Executive Committee shall be held at least 2 times per year, at the call of the President, at such time and place within the Province of Nova Scotia as the President from time to time may determine.
- 2) Meeting of all Committees other than the executive Committee shall be called by the Chairperson of that Committee at any time and place as long as they do not conflict with the Executive Committee meetings.

BYLAW 21 CONFLICT RESOLUTION

- 1) All members of the Nova Scotia Amateur Wrestling Association shall at all time conduct themselves in a manner that is deemed appropriate and shall uphold the objectives of the Association.

- 2) If any member of the Association is found to be guilty of fraud, willful negligence, or dishonesty or contravenes an acceptable code of conduct and behavior, he shall be liable to suspension and or expulsion.
- 3) A charge of breach of the provisions of the Constitution, or of the resolutions adopted by a General Meeting made by a member of the Association against another member must be made in writing and signed by the complainant.
- 4) Such charges must be filed by the Sport Nova Scotia Representative/Treasurer of the Association who shall immediately acquaint the President of the Association with the nature of the allegation giving all relevant details.
- 5) The President must then convene a Discipline Committee composed of the President and four other Directors appointed by the Executive Committee unless there is a conflict of interest where the Vice President will take over the responsibilities of the President.
 - a. Directors must have completed NCCP Making Ethical Decisions to be considered for the Discipline Committee.
- 6) The Conflict Resolution Committee shall in the first instance examine the allegations, if it is the opinion of the Committee that a hearing is warranted, a copy of the charges and notice of the place, the day, and the time fixed of the hearing shall be sent by registered mail ten days in advance to the complainant and the accused member who may be accompanied by an advisor, who must be a member in good standing of the Association.
- 7) Should the accused be unable to attend the meeting because of circumstances beyond his control, he should notify the Committee within ten days, whereupon a new date for the hearing shall be fixed, should the accused then fail to attend the hearing will proceed in his absence.
- 8) Accused and complainant shall have the right to be heard and to call witnesses.
- 9) The Conflict Resolution Committee shall within thirty days of the hearing make to the Executive Committee a written report signed by all the members of the Committee containing such recommendations as they deem advisable.
- 10) Subsequent action will be determined by the Executive Committee. In the event of a decision to suspend or expel, the accused will have the right of a personal appeal to the Board of Directors.
- 11) The Executive Committee shall have the power to impose and enforce suspension, and or penalties for any violations of the Bylaws.

BYLAW 22 WITHDRAWAL

- 1) Any person may withdrawal from the Association merely by failing to re-apply for membership.
- 2) Executive Committee members withdrawing their membership before the end of their elected office, or members of the Board of Directors shall give notice in writing to the Sport Nova Scotia Representative/Treasurer of the Association.
- 3) Any Individual Member may withdraw from the Association without notice. In the case of an Affiliated Member Group, or an Individual Member, or Member at Large holding elected office or any member of the Board of Directors, written notification of resignation must be delivered to the Sport Nova Scotia Representative/Treasurer of the Association.
- 4) The Board of Directors of the Association, may by resolution, require the resignation of any Individual Member or Affiliated Member Group for failure to pay any financial obligations to the Association as they become due. The resignation of the member required to resign shall become effective the date of the mailing by prepaid post to the member a copy of the resolution signed by the President of the Association.
- 5) The Board of Directors of the Association, may by resolution passed by at least 2/3 of the voting members present at the Annual Directors Meeting or a Special Directors Meeting, decline to accept application for membership by any proposed Affiliated Member Group, or proposed Individual Member, where such membership is determined to be not in the best interests of the Association.

BYLAW 23 DISENFRANCHISEMENT AND REINSTATEMENT

- 1) Any Affiliated Group Member or Individual Member of the Association can be disenfranchised for non-payment of any fees owing to the Association.
- 2) For a Member to be reinstated with the Association, all fees owing to the Association, along with any applicable levy, must be paid in full, and a formal application for reinstatement must be made to and approved by the Board of Directors.

BYLAW 24 SANCTION

- 1) The Nova Scotia Amateur Wrestling Association shall not be held responsible for the operation or financial commitment of any member association, committee, individual organizing body or wrestling competition which has not received prior and explicit sanction from the Association or which otherwise acts outside the Bylaws of the Association.
- 2) Any member who shall withdraw or resign from membership of the Association shall forfeit all rights therein and all claims thereon or in its properties and funds
- 3) Participation in any Association event is contingent upon membership in the Association.
- 4) Tournaments will be sanctioned according to guidelines laid down by the Association.

BYLAW 25 DISCLAIMER

- 1) The Association is obligated to satisfy only those claims which have the prior and explicit approval of the Board of Directors. Any other claims must be presented to the Board of Directors for consideration.

BYLAW 26 FISCAL YEAR

- 1) The fiscal year of the Association shall terminate on the 31st day of March of each year or on such date as the Board of Directors may by resolution from time to time determine.

BYLAW 27 AMENDMENTS

- 1) Any change to these By-Laws bylaws by way of additions, amendments, or rescinding, (hereafter called a "By-Law bylaw change") shall require the approval of 3/4 of the voting members present at an Annual General Meeting or a Special Meeting called for that purpose.
- 2) Proposals for a By-Law bylaw change must be published at least 60 days prior to the Annual General Meeting, or 10 days prior to a Special Meeting called for that purpose.
- 3) A Proposal for a By-Law bylaw change may not be reworded at an Annual General Meeting
- 4) A Proposals for a By-Law bylaw change shall be made in accordance with Appendix "B".
- 5) A By-Law bylaw change shall require the approval of a majority vote of the Board of Directors and then submitted to the Annual General Meeting or Special Meeting duly called for that purpose, and shall require approval of at least 3/4 of the members entitled to vote present at such meeting.
- 6) A By-Law bylaw change shall be published no more than sixty days following the revision.

BYLAW 28 INTERPRETATION

- 1) In all Articles and Bylaws of the Association, the singular shall include the plural and the plural the singular and the masculine shall include the feminine.

APPENDIX “A”

Items to be addressed at the Annual Board of Directors Meeting:

- Call to Order
- Roll Call
- Addition to Agenda
- Approval of Agenda
- Reading of Minutes from Previous Meeting
- Approval of Minutes
- Business Arising from Minutes
- Executive Committee Reports
 - (1) President Report
 - (2) Vice President Report
 - (3) Past President Report
 - (4) Secretary Report
 - (5) Treasurer Report: Proposed Budget
Annual Fee Proposal
 - (6) Vice President Technical Report
- Affiliated Member Report
 - (1) Wrestling Club Reports
 - (2) Wrestler’s Representative Report
 - (3) Women’s Representative Report
 - (4) Officials Report
- New Business
- Election of Executive Committee
- Adjournment of Board of Directors Meeting

APPENDIX “B”

NOVA SCOTIA AMATEUR WRESTLING ASSOCIATION AMENDMENT TO THE BYLAWS

The following amendment is proposed:

Proposed By: _____ Date: _____

Seconded By: _____

- 1) Any member may propose a By-Law change at any time.
- 2) Proposals by any member for a By-Law change must be received by the Secretary of the Association at least ninety days prior to the Annual General Meeting.
- 3) The individual members of the Board of Directors will review the proposed amendment and will advise the members if they are in agreement, disagreement, or have any suggested changes in wording.
- 4) Such advice must be given no more than thirty days after the proposed amendment was received by the Secretary.
- 5) The member may accept or reject the Board of Director’s decision and advice on the proposed amendment.
- 6) If the member so wishes, the Secretary will distribute the proposed amendment to all voting members as a “Notice of Motion” which will be presented at the Annual General Meeting, regardless of the Board of Directors position on the matter.
- 7) Proposals for a By-Law change must be published sixty days prior to the Annual General Meeting.
- 8) Approval of a By-Law change will require a $\frac{3}{4}$ majority vote of the voting members present at the Annual General Meeting.
- 9) A By-Law change may not be reworded at the Annual General Meeting.

APPENDIX “C”

Items to be addressed at the Annual General Meeting:

Call to Order

Roll Call

Addition to Agenda

Approval of Agenda

Reading of Minutes from Previous Meeting

Approval of Minutes

Business Arising from Minutes

Reports

(1) President Report

(2) Treasurer Report:

New Business

Election of Directors

Adjournment of Meeting

Appointment of Auditors (if desired by the members)