

Constitution of Netball Ontario

I. TITLE

The name of the organization shall be “NETBALL ONTARIO”, hereinafter referred to as “The Association”.

Mission Statement:

- a. Netball Ontario is a not-for-profit association which oversees netball in the province of Ontario. Its mission is to direct the promotion and development of the sport of netball in Ontario, building awareness through programs and services for all levels of athletes, participants, leaders and volunteers.

II. HEAD OFFICE

The head office of the Association shall be in the Province of Ontario and at such place therein as the Council may, from time to time, determine.

III. OBJECTS

To foster, develop and control the game of netball as played in Ontario. To control and manage championship tournaments organised by the Association in accordance with amateur standing.

To achieve these objects, the Association shall have the power to:

- a. provide year-round competition for member athletes
- b. accountability to membership, funding agencies, sponsors and a Strategic Plan. Netball Ontario has a fiduciary responsibility to its members, the agencies that provide funding for its programmes and its sponsors
- c. education and development - Netball Ontario provides pathways for players, coaches, umpires, officials and administrators and is made possible through the dedicated efforts of its network of volunteers
- d. equity, opportunity, diversity and accessibility – Netball Ontario encourages all; it does not discriminate with regard to race, gender, sexuality, religion, and the physically challenged
- e. uphold, maintain and be the sole distributor in Ontario of the rules of netball as set out by Netball Canada

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- f. make, maintain and enforce rules and requisitions for the control and governance of the game in Ontario
- g. be the court of appeal in Ontario for hearing and determining all cases of dispute, and to decide all doubtful and disputed points in connection with the game, the rules and regulations thereof
- h. affiliate with any organization which the Association shall deem necessary from time to time
- i. employ the funds of the Association as shall be deemed to be in the best interest of the game.

IV. RULES OF THE GAME

- a. The rules of the game shall be the current rules of Netball Canada and the International Netball Federation.
- b. All arrangements for the printing, sale and distribution of any publication authorized by the Association in Ontario, shall be in the hands of the Board of Directors of the Association.

V. REPRESENTATIVE COLOURS

The representative colours of the Association shall be red and white with the emblem of the Association.

VI. MANAGEMENT

The management of the Association shall be vested in the duly elected Board of Directors.

VII. BOARD OF DIRECTORS

The Board of Directors shall meet monthly to make and implement decisions that are in the best interest of the organization, and which follow the tenets outlined in Section III (Objects) of the Constitution. This duly elected Board can be sued and can sue on behalf of Netball Ontario in accordance with the laws of Ontario.

1. Officers:

- 1. The officers of Netball Ontario shall be a President, Vice President, Secretary and Treasurer.

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2. Elections to fill the office of the President, Vice President, Secretary and Treasurer shall be held at the Annual General Meeting when these positions become vacant.
3. Each Officer shall hold office until his/her successor is elected or appointed.

B. Board of Directors:

1. Elections to fill the office of the Umpiring, Coaching, Marketing and Tournament Directors shall be held at the Annual General Meeting when these positions become vacant. Each Director shall hold office until his/her successor is elected or appointed.

The Officers and four (4) Directors shall constitute the Board.

2. Chairpersons of committees shall be appointed by the President, in consultation with the Board, and shall be invited to sit on the Board.
3. The Board shall have the full authority to administer and manage the business and affairs of Netball Ontario, and may from time to time appoint committees to assist in the administration and management of Netball Ontario and to enlist the services of any person(s) for any special purpose.
4. The Board shall have the authority to pass by-laws and make decisions to provide for the prudent administration and management of Netball Ontario provided that no such rule or decision is contrary to anything in the Constitution.
5. The Board has the authority to recommend for suspension, expulsion or any disciplinary action against any member whose conduct in the opinion of the Board is deemed to be inimical to the reputation of Netball Ontario.

VIII. COUNCIL

C. The Council shall consist of:

1. The Board of Directors of the Association namely, the President, Vice-President, Treasurer, Secretary, Director of Coaching, Director of Umpiring, Director of Tournaments, and the Director of Marketing.
2. Duly appointed Chairpersons

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3. Representatives from the membership as follows:
 - i. one delegate or alternate, duly elected by the Full Member;
 - ii. one member representative delegate from the Sustaining Membership if such membership has at least five members;
 - iii. one delegate from the Junior Membership.

D. The Power of Council

The Council shall act in an advisory capacity with the following powers:

4. To assist in carrying out the objectives of the Association.
5. To approve all applications for membership.
6. To approve the arrangements of competitions and championships at all levels.
7. To be the final Court of Appeal if so called upon by a Member.
8. To approve the imposition of penalties on any member for any infringement of the rules and regulations of the Association.
9. To approve bequests, subscriptions and donations for specific or general purposes connected to netball.
10. To approve any major capital expenditure.
11. To make, amend, or otherwise deal with Bylaws.
12. To fill any vacancy among the Board of Directors of the Association, according to the rules of eligibility.
13. To enforce disciplinary measures of the Association which shall be:
 - a. to caution; or
 - b. to censure; or
 - c. to suspend; or
 - d. to request the resignation of a member or members;
 - e. to cancel membership under conditions of Article D - Bylaws Membership section.

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IX. GENERAL MEETINGS

A. Annual General Meetings

1. The Annual General Meeting of the Association shall be in April of each year.
2. The agenda of the Annual General Meeting shall be:
 - a. Roll call
 - b. Amendments to and confirmation of the minutes
 - c. Matters arising from the minutes
 - d. President's Annual Report
 - e. Treasurer's Financial Statement
 - f. Presentation of motions concerning amendments to the Constitution and Bylaws
 - g. Submission of names of Member Delegates to Council
 - h. Election of required Board Directors
 - i. Any other business
 - j. Appointment of the Auditor
 - k. Adjournment
3. If the position of a Board Member remains vacant at the end of the meeting, the Council as is shall be empowered to fill such vacancy/vacancies.

B. Special General Meeting

1. A special General Meeting of the Association may be called by Council upon its own motion, or shall be called upon receipt of a requisition signed by members whose voting strength is at least 25% of the total voting strength of the Association. The requisition shall state the object(s) of such a meeting.
2. Special business shall be:
 - a. to alter or annul any of these rules and regulations;

- b. to add a new rule or regulation;
- c. to expel any Board Member.
- d. to express no confidence in any Board Member and determine an appropriate solution;
- e. to move, without notice, motion on matters of extreme urgency which shall not include the alteration or annulment of any of these rules and regulations.

C. Notice of General Meetings

1. Annual General Meetings:

A notice of the Annual General Meeting shall be mailed/emailed to all categories of members, at least six weeks prior to the date fixed for such a meeting. Such notice shall specify the date, time, place and nature of the business of the meeting. The accidental omission to give such notice shall not invalidate the proceedings of any General Meeting.

2. Special General Meetings:

A Special General Meeting must be held within twenty-eight days of receipt of the requisition by the Secretary. Twenty-one days notice of the meeting and all motions to be proposed thereat, except as specified in IX (b) (2) (e), must be given to every member.

D. Motions for General Meetings

1. Motions concerning the amendments of the Constitution and Bylaws, which any member wishes to be considered at the Annual General Meeting, shall be sent to the Secretary of the Association and the Constitution Chairperson at least four weeks before the meeting. Copies of each motion, along with the Agenda, shall be circulated to all members at least three weeks before the date of the Annual General Meeting.
2. The Constitution can be amended only by a motion which has been circulated and forms part of the Agenda, unless its circulation can be achieved at the meeting, and two-thirds of the voting strength of the meeting is in agreement. Amendments to any motion shall be taken from the floor of the meeting,

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3. At a Special General Meeting, other business may be brought forward without notice, if two-thirds of the voting power is in favour. Such business shall not include alterations to these rules and regulations.
4. Except with the permission of the Council, no motion lost or rejected at any General Meeting may be brought up again until after the expiration of six months. A motion to rescind a resolution passed at a previous meeting must be carried by at least two-thirds of the votes cast at the meeting.

E. Nominations at the Annual General Meeting

1. Any two persons belonging to an organization holding membership in the Association may submit nominations to the Nominating Committee. Unless presented on a slate by the Nominations Chairperson or her/his representative, the written consent of an absent nominee must be obtained and submitted with the nomination.
2. Where there is more than one nomination for any position, the voting shall be by secret ballot.
3. Persons holding Junior Membership in the Association shall be ineligible to be on the Board of Directors.

F. Voting at General Meetings

1. All persons holding membership through a Full Member and in good financial standing are entitled to attend General Meetings but voting rights are vested in the following:
 - a. Board of Directors – one vote each
 - b. Full Members – one vote each
 - c. Junior Members - one representative vote
 - d. Sustaining Members - provided such membership has at least 5 members: one representative vote
 - e. Honorary Life Members-no vote
 - f. Associate Members - no vote
 - g. Affiliate Members - no vote
2. No individual shall exercise more than one vote.

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3. The Chairperson of the meeting shall not cast a vote, except to break a tie.
4. All ordinary business at the Annual General Meeting shall be decided by a simple majority. All special business, as defined in IX.B.2, and any amendment to these Rules and Regulations, shall be carried by the required majority of votes cast.
5. Any one voting delegate may call for a secret ballot. Tellers shall be named to count the votes. The voting of all motions decided by ballot shall be recorded. Ballot papers shall be kept for three months after which they may be destroyed.
6. Any individual entitled to a vote may move a motion and shall be entitled to speak on the motion after it has been seconded. If the motion has no seconder, it shall be deemed rejected by the meeting. Any motion standing in the name of the Council need not be seconded and members of the Council shall speak on it first.
7. A motion or amendment may be withdrawn by the mover with the consent of the seconder. This shall be signified without debate.
8. When a motion is under discussion, a member may rise to a point of order and such point of order shall be immediately decided by the Chairperson.

G. Quorum at General Meetings

1. At any general meeting of the Association, the quorum shall consist of five (5) Board Members and at least 50% of the Membership. The Members present and entitled to vote, shall form the quorum, and elect a chairperson if necessary.
2. If within thirty minutes of the appointed meeting time a quorum is not present, the meeting, if convened on the request of members, shall be declared null and void. In any other case, the meeting shall be rescheduled and held within two weeks after the originally scheduled date. The Secretary shall inform all members of the new date, time and venue.
3. If within thirty minutes of the time set for the rescheduled meeting a quorum is not present, provided two Board members and at least 30% of the membership is present, the members present and entitled to vote shall form the quorum and elect a Chairperson if necessary.

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X. FINANCE

Income

1. The Association's income shall be obtained from membership, matches, or tournament fees and from any other available and appropriate source, subject to the approval of the Council.
2. Such income shall be used for the furtherance of the objects of the Association. The funds of the Association, vested in or held by the Treasurer, shall be applied and dealt with in such manner as the Board shall direct.
3. A financial review of records by an Auditor who is not a member of Council shall be conducted once a year. The results shall be reported at the Annual General Meeting.
4. All accounts approved for payment by the Board shall be paid by cheque. There shall be three signing officers, the Treasurer, the President, and the Vice President.
5. The Association shall have power to borrow money in such manner and on such terms as it shall deem fit, but such power shall not be exercised except by resolution of seventy-five percent of the total voting strength of the Council.
6. The financial year of the Association shall close on March 31st, in each and every year.

XI. MISCONDUCT

1. The Council shall have power to reprimand, suspend, accept the resignation of, or cancel the affiliation of any member who may neglect, or refuse a strict and honourable compliance, with the Rules and Regulations of the Association, or which may, by its conduct, bring reproach or disgrace upon the Association.
2. Members of the association may be expelled for unauthorized use of the Association's name.
3. In all cases of alleged misconduct by members while under the jurisdiction of the Association, the Council may hold an investigation and, if necessary, impose such penalties as it may deem fit, however, the penalty of expulsion must be confirmed by seventy-five percent of the total voting strength of the Council.

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4. Any Member/Individual Member, who has received unauthorized monies on behalf of Netball Ontario, or was part of a fraud, theft or forgery (in Netball Ontario), shall be banned from Netball Ontario and its affiliates for life.
5. For the purpose of the rules, every individual within a team, club, association or organization within the jurisdiction of Netball Ontario, shall be deemed to be a member of this Association.

XII. RIGHT OF APPEAL

1. Any individual, team, club or organization within the jurisdiction of the Association, being aggrieved by a decision or ruling of the Disciplinary Committee or the Council, may appeal to the Appeals Committee, notice of such appeal being made in writing to the Secretary within two (2) weeks of the decision or ruling being taken. The appeal shall be accompanied by such fee as determined by the Council at its first meeting. Such a fee shall be non refundable.
2. Each appeal shall be heard within one month of receipt by the Appeals Committee, and shall be conducted in a fair and impartial manner, having regard to the principles of natural justice. All interested persons shall be entitled to be heard or to make written submissions to cross-examine any witnesses called, and to be represented by legal counsel. The appellant shall open the appeal and call such evidence as she/he shall think fit. The defendant shall then call such evidence as she/he thinks fit and the appellant shall then have the right to reply. The decision of a simple majority of persons hearing the appeal shall be sufficient decision.
3. The Appeals Committee shall consist of five (5) persons appointed by the Board from persons who are not members of the body against whom the appeal is being made, and who are not members of the same club or organization as the appellant. The decision of the Appeals Committee shall be forwarded to the Council who will be the final Court of Appeal.
4. Pending the decision of any appeal, all penalties imposed shall be operative immediately.
5. The Association shall in no way be responsible for any expenses incurred by the appellant or the defendant.

XIII. TRUSTEES

The Board of Directors of the Association shall be the Trustees of the Association.

XIV. INTERPRETATIONS

The interpretation of this Constitution shall be vested in the Council. The Umpiring Committee shall be the authority for interpreting the Rules of the Game in Ontario. Such an interpretation is binding on all members unless one to the contrary is received from the National Body.

XV. ALTERATION OF RULES

No alteration to the Constitution shall be made, except at an Annual General Meeting, or at a Special General Meeting called for the purpose by resolution, carried by two-thirds of the voting power properly recorded at the meeting. Such proposed alterations having satisfied the conditions as specified on page 6, IX, General Meetings, Section D – Motions for General Meetings. Any alterations so made shall take effect immediately at the close of the meeting, unless the meeting shall, by a majority, decide otherwise.

XVI. ALTERATION OF RULES OF MEMBERS

1. Any member who has a Rule, Bylaw or Regulation which is in conflict with these Rules and Regulations shall be called upon to change that rule or regulation so as to remove the conflict.
2. Any amendment to the Constitution and Bylaws of a member must be forwarded to the Secretary within two (2) weeks of the amendment.

XVII. RULES AND REGULATIONS AND DECISIONS BINDING

The Rules of Netball as adopted by the Association, and the Rules and Regulations of the Association for the time been in force, and the decision of the Council on all doubtful points arising in connection therewith, shall be binding on all members.

XVIII. SEAL

The seal, an impression whereof is stamped in the margin hereof, shall be the Corporate Seal of the Association.

XIX. BYLAWS

The Council is empowered to make, amend or otherwise deal with Bylaws as deemed necessary from time to time.

All Bylaws are effective immediately and until revoked, are binding on all members.

Ignorance of the Bylaws may not be pleaded as an excuse for infraction.

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Bylaws may be disallowed, revoked, or otherwise dealt with at a General Meeting or Council Meeting of the Association.

XX. DISSOLUTION OF THE ASSOCIATION

1. The Association shall not be dissolved unless all liabilities have been discarded, and a motion has been passed by the majority of votes recorded at a General Meeting, convened for the purpose of dissolving the Association.
2. Upon dissolution, surplus monies may be donated as the majority at a General Meeting shall decide.

XXI. INDEMNIFICATION

Section 1 Every member of The Board and every officer of Netball Ontario and his/her heirs, executors, and administrators, estate and effects and assigns, respectively, shall be indemnified and saved harmless out of the funds of Netball Ontario *from* time to time and at all times *from* and against:

- a. All costs, charges and expenses whatsoever which such members of The Board or Officer sustains or incurs in or about any action, suit or proceeding which is brought, commenced or is prosecuted against him/her for or in respect of any act, deed or matter or thing whatsoever, heretofore or hereafter made, done or permitted by him/her in the faithful execution of the duties of this office; and
- b. All other costs, charges and expenses which she/he sustains, or incurs, in or about - or in relation to the affairs thereof, except such costs, charges and expenses as are occasioned by his/her own gross fault, and Netball Ontario hereby consents to the indemnification provided *for* herein.

XXII. LAST AMMENDMENTS TO CONSTITUTION

June 2005, March 2006, November 2007, June 2009, June 2010, June 2011,
June 2014