



**By-Laws  
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**Revision 1: November 23, 2002 – approved by Board and Members**  
**Revision 2: June 23, 2013 – approved by Board and Members**  
**Revision 3: April 17, 2015 – approved by Board and Members**

## **Section 1 – General**

- 1.01** In 1974, the MDSA was formed and incorporated after the dissolution of the Winnipeg Deaf Athletes Club.
- 1.02** The Manitoba Deaf Sports Association, Inc., is hereafter referred to as the “Association”.
- 1.03** The principal office of the Association shall be in the city of Winnipeg, in the Province of Manitoba.
- 1.04** Manitoba Deaf Sports Association’s abbreviation shall be MDSA and is hereafter used in these regulations.
- 1.05** The Seal, an impression whereof is stamped on the margin hereof, shall be the Seal of the Association.

## **Section 2 – Mission Statement and Objectives**

### **2.01 The Association’s Mission Statement is:**

The mission of MDSA is to encourage the participation in sport to strengthen, promote and instill values of cultural association by providing sporting opportunities to members of Deaf/Hard of Hearing communities.

### **2.02 The Association’s objectives in principle are as follows:**

- a. To promote, encourage, and develop sports, recreational and social activities for the Deaf/Hard of Hearing members in the Province of Manitoba.
- b. To raise and administer funds for purpose of promoting, encouraging, and developing sport in Manitoba.
- c. To conduct, promote, and encourage sporting activities for the Deaf/Hard of Hearing people of Manitoba on a competitive basis throughout the Province of Manitoba, and to promote and conduct national and international competitions in such activities.
- d. To encourage good sportsmanship and positive approach towards amateur sport.

### **2.03 Dissolution of the Association**

In the event, the Association is or becomes dissolute, all necessary funds and securities shall be frozen from any payments upon the association without any further authorization or formality, unless the Board of Directors appoint a committee of three other members or officers of the Association to become a board of trustees, signed by resolution. The Trustees shall, at anytime, authorize in investing the aforesaid funds or interests of the Association.

The Trust fund shall, at any time, returned to the Association of same if it were re-activated for the same purposes or objectives in sport.

## **2.04 Indemnification**

- a. The Association shall indemnify and hold harmless out of the funds of the Association each Director, Officer and Regional Executive Committee 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 a Director, Officer or Regional Executive Committee member.
- b. The Association shall not indemnify a Director, Officer, Regional Executive Committee member or any individual for acts of fraud, dishonesty, or bad faith.
- c. The Association may purchase and maintain insurance for the benefit of its Directors, Officers and Regional Executive Committee members, as the Board may determine.

## **Section 3 – Membership**

### **3.01 The Association’s membership shall consist of these following categories:**

- a. Any Deaf/Hard of Hearing regional/local Club, in the province of Manitoba, affiliate member
- b. Individual Active member
- c. Individual Associate member

**3.02** Any Deaf/Hard of Hearing regional/local club affiliate/sport committee members are organizations interested in Manitoba Deaf Amateur sports. These organizations shall comply with MDSA’s criteria. (See section 3.05)

### **3.03 Individual Active Member:**

- a. Deaf/Hard of Hearing athletes wishing to participate in sports.
- b. Shall be a voting member.
- c. May attend the Annual General Meeting.
- d. Shall be a member in good standing for a continuous period of two (2) years being eligible for Association’s Board.

### **3.04 Individual Associate Member:**

- a. Shall be a hearing person who involves or participate in any Association activities.
- b. Shall be a non-voting member.
- c. Are Non-Deaf sport committee, coaches, trainers, medical trainers and equipment attendants.

**3.05 Affiliate Member:**

- a. Shall be any Deaf/Hard of Hearing regional/local club, in the province of Manitoba, with 3 administrators.
- b. Shall provide By-Laws, Rules and Regulations when requested.
- c. Shall send at least one representative to all Board and Annual General Meetings.

**3.06** Applications for membership in the association shall be made in writing.

**3.07** Should the Board accept the Application, the new member shall be entitled to all privileges, responsibilities and the rights of membership.

**3.08** Members of the Association shall adhere to and be governed by the By-Laws of the Association.

**3.09** Notwithstanding any other provision herein contained, an individual member may be terminated by resolution passed by a two-third majority of the votes cast at the Board or at the Annual General Meetings of the Association duly called for the purpose of considering the same.

**3.10** Upon acceptance of the notice of rejection or withdrawal by the Board or members, the member shall be removed from the membership list. However, he/she shall remain liable for payment of any assessment, dues, or any other sum levied by the Association prior to the withdrawal.

**3.11 The Board may, by resolution, suspend a member of the Association if:**

- a. Such member refuses to comply with the By-Laws of the Association.
- b. Such member shall be dissolved; or
- c. The board, by vote of two-third of those present at a meeting duly convened and held to suspend a member of the Association whose conduct shall be determined to be detrimental to the interest, property, or reputation of the Association, provided that no member shall be suspended unless and until it has been notified of the charge or complaint against it and its representative has been given an opportunity to be heard by the Board or by a committee established by the Board at a meeting called for that purpose.

**3.12**

- a. In the event that a member of the Association is suspended by the Board as aforesaid, the Board of Directors of the Deaf/Hard of Hearing regional/local club shall be notified by mail forthwith of the suspension including send a copy to the Canadian Deaf Sports Association.
- b. If an affiliated member has not renewed its membership on the last day of March, MDSA shall send notification that their affiliation fee is due within 30 days.

Furthermore, a \_\_\_\_\_ dollar charge will be added for late renewal. By not paying its annual fee, an organization forfeits all its privileges and its members shall not be

permitted to participate in any competitions between any regional/local club or in any National/International competitions.

**3.13** At any Board meeting of the Association, the question of suspension of a member shall be placed on the agenda.

**3.14** Annual Membership dues, be determined at the Annual General Meeting.

**3.15 Good Standing**

A member of the Association shall be in good standing provided that:

- a. He/she owes no outstanding membership fees or other debt to the Association;
- b. He/she has not ceased to be a member;
- c. He/she has not been suspended or expelled from membership, or had other membership restrictions or sanctions imposed upon him/her;
- d. He/she has complied with Constitution, By-Laws, policies, rules and regulations of the Association; and
- e. He/she is not subject to a disciplinary investigation or action of the Association, or if subject to disciplinary action previously, he/she has fulfilled all terms and conditions of such disciplinary action to the satisfaction of the Association.

**Section 4 – Annual General Meeting**

**4.01** The Association's Annual General Meeting shall be held in June of each year at a date/time and place determined by the Board.

**4.02** The Members of the Association shall attend the AGM as voting members.

**4.03** Confirmation of the AGM shall be sent in writing to all members at least thirty (30) days prior to such meeting. It shall include relevant documents for the Deaf/Hard of Hearing regional/local clubs to consider prior to the AGM.

**4.04** The Deaf/Hard of Hearing regional/local clubs shall send their proposals, motions for amendments to the By-Laws and activity reports (limited to two pages) to the Association fifteen (15) days prior to the AGM. Failure adhere to this policy will result in the Association not accepting late reports, proposals, and motions for amendments to the By-Laws.

**4.05** The Board shall have the power to invite guests and/or consultants, as they deem advisable.

**4.06** A quorum shall consist of a two-third majority of the Board of Directors and Council of Representatives present.

**4.07** Each member of the Association shall be entitled to one vote.

- 4.08** At all meetings of the Association, each motion shall be decided by a simple majority of votes as per Robert's Rule of Order.
- 4.09** At all meetings of the Association, in the event of a tie vote, the President shall cast the deciding vote.
- 4.10** In the absence of either the President or the Vice President, the Board may delegate the power of such Officer to any Director for the time being, provided that a majority of the entire Board concurs therein.

#### **Section 5 – Board of Directors/Council of Representatives Meetings**

- 5.01** The Board/Council of Representatives shall hold as many meetings as it deems necessary. Following a written request by at least three (3) Board members, a meeting shall be called.
- 5.02** The Meeting may be called by:
- a. The President, or
  - b. By request from any Board member, subject to a majority agreement.
- 5.03** The Board shall have the power to invite guests, as they deem advisable.
- 5.04** A quorum shall consist of at least two-third majority.
- 5.05** Every motion shall be decided by a simple majority of the votes. In the event of a tie, the President shall cast the deciding vote.
- 5.06** In the absence of either the President or the Vice President, the Board may delegate the power of such Officer to any Director for the time being, provided that a majority of the Board concurs therein.

#### **Section 6 – Board of Directors**

- 6.01** The Board shall have the authority, duty, jurisdiction and power to carry its objectives provided that it does not contravene with the provisions of the Manitoba Corporation Act.
- 6.02** The affairs of the Association shall be managed by a Board of at least five (5) voting Directors as follows:
- a. President
  - b. Vice President
  - c. Secretary
  - d. Treasurer
  - e. Technical Director

**6.03** No person shall be elected or appointed as a Director or to fill any vacancy, unless he/she holds active membership in good standing with the Association for at least two years, and hold either Canadian citizenship or landed immigrant status.

**6.04 Conflict of Interest**

A Director, Officer, Regional Executive Committee members or 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 Corporation 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; shall otherwise comply with the requirements of the Act regarding conflict of interest.

**Section 7 – Election of Directors**

**7.01** The Board of Directors of the Association shall consist of candidates duly elected at the Annual General Meeting in the month of June of every second year.

**7.01a:** Election of President and Treasurer during odd years

**7.01b:** Election of Vice-President, Secretary and Technical Director during even years.

**7.02** The five (5) directors shall be elected, by majority of votes at the AGM by the following procedures:

- a. The Association shall prepare ballots for election of directors.
- b. Each member shall cast one vote.
- c. At the election of the directors, following the adoption of the amendments to the By-Laws, all ballots shall be deemed invalid and destroyed.
- d. In the event that two or more candidates receive an identical numbers of votes, a second vote, hereinafter called a “run off” shall be taken.

**7.03** The five (5) directors:

- a. Shall be member, in good standing of a regional/local Deaf club for at least 2 years.
- b. Have experience as a Board member.
- c. Shall be eligible to a term of 2 years.

**7.04** Shall a vacancy on the Board occur for any reason, the Board shall have the power to appoint a replacement.

**7.05** Any Director may be removed from the office with cause upon the passing of a resolution by a two-third majority of the votes cast at a Board and/or Annual General Meeting.

**7.06** Directors appointed by the Board to fill a vacancy should serve until next Annual General Meeting.

**7.07** The New Board of Directors shall be permitted to begin their respective duties immediately following the Annual General Meeting with understanding that the outgoing Board of Directors shall be allowed up to 90 days to finish old business and facilitate an orderly transition of duties to the New Board of Directors.

**7.08** Oath of Officers

I, \_\_\_\_\_, an elected or appointed officer of the Board, swear that I will loyally observe and obey the By-Laws of the Association and fulfill my duties and responsibilities to the best of my ability and conscience.

**Section 8 – Each Director’s Tasks**

**8.01** The Board shall abide the Code of Responsibility as follows:

- a. Shall become familiar with the Association’s structure, goals and objectives.
- b. Shall treat the affairs of the Association with the same care and diligence with which they treat their own affairs.
- c. Shall become familiar with the statues and regulations under the Association’s mandate.
- d. Shall become familiar with the Association’s financial structure, and shall insist on an annual audit by a reputable Chartered Accountant.
- e. Shall regularly attend Board and Annual General Meetings.
- f. Shall become familiar with and assume responsibility for the accuracy of the Minutes of the Board and Annual General Meetings.
- g. Shall elect or appoint a chairperson for any event to form a committee.
- h. Shall review the Association’s By-Laws, Harassment Policy, Bingo Policy and Rules and Regulations annually.

**8.02** **President:**

- a. Shall be Chief Executive Officer of the Association.
- b. Shall preside at all Board and Annual General Meetings.
- c. Shall see that the tasks of Board members are done in accordance of the motions make at the Board and Annual General Meetings.
- d. Establish and maintain contacts with Sport Manitoba and any regional/local Deaf Clubs.
- e. Shall be an ex-officio member of each committee.

**8.03** **Vice President:**

- a. In the absence or incapacity of the President, shall perform the duties of president.
- b. Develop a Game Plan annually in accordance with Sport Manitoba Game Plan Framework.
- c. Shall be responsible for developing a proposal for membership fees and collecting membership dues.

**8.04** **Secretary:**



- a. Shall be responsible to provide notices of meetings.
- b. Shall maintain records such as Minutes, and other documents as required as well as the Seal of the Association.
- c. Shall be given duties as may be imposed by the President.
- d. Shall send the Minutes of the Board/Annual General Meetings within 10 days after such meeting.

**8.05 Treasurer:**

- a. Shall maintain financial records and statements.
- b. Shall develop an Annual Budget to be reviewed and approved by the Board of Directors and Council of Representatives.

**8.06 Technical Director:**

- a. Develop and oversees the Association's Rules and Regulations.
- b. Shall ensure the up-to-date policy of change provided by the Association and Canadian Deaf Sport Association.
- c. Shall oversee all activities related to provincial competitions, and try-outs/tournaments.
- d. Shall send out entry forms for all types of sports and shall collect registrations.
- e. Shall maintain contacts with any affiliated regional/local Deaf Clubs and committees for development, performances and training programs.
- f. Shall review athletes' eligibility code to the subject in all categories or classes of membership herein give by the Board.

**Section 9 – Amendments of By-Laws**

**9.01** The By-Laws of the Association may be repealed, varied, or amend by the Board and Members provided that any such repeal, variance, or amendments shall not be in effect until ratified at the next Annual General Meeting.

**9.02** All ratified amendments/changes to the By-Laws shall be effect following the Annual General Meeting.

**Section 10 – Final Clauses**

**10.01 Fiscal Year:**

The Association's fiscal year shall be from April 1 to March 31.

**10.02 Accountant Records:**

- a. Administrators must keep the following at least six (6) years: bank, account statements, invoices, receipts and objects related to the assets and liabilities of the

Association and all other financial transactions that could affect the operation of the Association.

- b. Accounting books shall be kept in the Association's file and shall be accessible to all Board of Directors at any time.

#### **10.03 Audit:**

- a. Nomination, rights and functions of the Association's auditors are subject to the Corporation Law.
- b. The Association's accounts must be audited at least once during fiscal year and the exactness of the Income and Expenditures and of the Balance sheet must be supported by vouchers/receipts.
- c. **At each Annual General Meeting the members shall appoint an Auditor.**

#### **10.04 Eligible papers:**

All cheques, bank notes and other negotiable bills must be signed by at least two (2) of four (4) Board of Directors (President, Vice President, Secretary and Treasurer), preferably the President and the Treasurer in a resolution.