

**CONSTITUTION AND BYLAWS
OF THE
MOOSE JAW AND DISTRICT SPORTS HALL OF FAME INC.
(Revised December 16, 2013)**

ARTICLE I: PURPOSE

- 1.1 The business that the Hall may carry on is limited to the promotion, operation, management and maintenance of the Moose Jaw and District Sports Hall of Fame Inc. in the City of Moose Jaw; to recognize and honour sporting achievements and to preserve that which is significant to sport in Moose Jaw and District; and in this regard, may solicit donations or grants and accept gifts and bequests and may do all other things incidental thereto as may be necessary, except as limited or restricted herein.
- 1.2 The Hall will make consideration of creating a physical Museum, recognizing the Moose Jaw and District Sports Hall of Fame Inc. should funding be available for long term sustainability.

ARTICLE II: MEMBERSHIP

- 2.1 The Hall shall be supported by a membership made up of individuals or provincial or local organizations either mandated, involved or interested in highlighting the achievements of athletes, teams and builders of sport in Moose Jaw and District. Annual membership fees are set by the Board of Directors and are to be reviewed yearly. There will be two membership categories:
 - a) Individual membership
 - b) Group or Organization membership
- 2.2 To obtain membership, an individual or organization must complete an application form and pay the prescribed fee.
- 2.3 Hall Supporters - Any governmental, business, agency or individual whose contribution assists with the achievement of the vision of the Hall may be named a Hall Supporter.
- 2.4 Honorary Members – Persons who have been inducted into the Hall of Fame as individuals or members of teams shall be Honorary Members of the Hall and will receive invitations to each Induction Ceremony. No membership fee is to be paid or voting privileges granted.
- 2.5 Any member may withdraw from the Hall at any time by notice to the Hall, but upon such withdrawal the member shall not be entitled to a refund of any portion of the fees that the member may have paid. If any member is in arrears for fees for any year, such member shall be automatically suspended at the expiration of six (6) months from the end of such year and shall thereafter be entitled to no membership privileges or powers in the Hall until reinstated.
- 2.6 The Directors may, upon a two-thirds vote of the persons present at the meeting of the Directors, suspend or expel any supporting member whose conduct is such as to bring discredit to the Moose Jaw and District Hall of Fame. No member shall be suspended or expelled unless given thirty (30) days notice in writing of the meeting of the Directors with a statement of the nature of the complaint against the member. The

person complained against shall have the privilege to attend the meeting and to be heard by the Directors. If, after hearing the member complained against, two-thirds of the Directors vote for expulsion, the member shall be expelled and thereupon cease to be a member of the Moose Jaw and District Hall of Fame.

ARTICLE III: BOARD OF DIRECTORS

- 3.1 The supervision and control of the Moose Jaw and District Sports Hall of Fame Inc. shall reside in the Board of Directors, herein called the "Directors".
- 3.2 The Board of Directors shall be composed of a minimum of seven (7) members and a maximum of eleven (11) members; including the Past President.
- 3.3 The formation meeting of the Moose Jaw and District Sports Hall of Fame Inc. shall install a ten (10) member Board of Directors. This Board shall stay in place until the first annual meeting of the Moose Jaw and District Sports Hall of Fame, which shall be held no more than thirteen (13) months following the formation meeting.
- 3.4 The first annual meeting of the Moose Jaw and District Sports Hall of Fame Inc. will elect three (3) Directors for a three-year term, three (3) directors for a two-year term and three (3) Directors for a one-year term. The position of Past President shall be vacant for the first year following the first annual meeting or until such time that the President leaves the position. Directors serving a partial term may serve an additional three-year term and are subject to retire for at least a year before seeking re-election following that term.
- 3.5 In subsequent years, three Directors shall be elected from the membership each year for a three year term. Directors shall be eligible for re-election for an additional three-year term. No Director shall serve a third term until retiring for at least a year.
- 3.6 The Directors shall serve without remuneration.
- 3.7 The office of a member of the Directors shall be vacated if:
 - a) The Director ceases to be a member of the Hall.
 - b) The Director serves notice in writing to the Hall resigning office.
 - c) The Director has acted in a manner that is unethical or harmful to the Moose Jaw District Sports Hall of Fame.
- 3.8 Any vacancy in the Board of Directors shall be filled by appointment for the balance of the term by the Board of Directors.

ARTICLE IV: DUTIES OF DIRECTORS

- 4.1 The supervision and control of the Hall shall be managed by the Directors.
- 4.2 The Directors shall be solely responsible for the securing, control and accounting of the finances of the Hall.
- 4.3 The Directors shall be responsible for the suitable and final selection of those to be recognized.

ARTICLE V: OFFICERS

- 5.1 The officers of the Hall shall be the Past President (Who shall be the Chair for the Nominations Committee of the Board), President, Vice President, Secretary, Treasurer and such other officers as the Directors may from time to time appoint.
- 5.2 The officers shall be elected by the Directors from among their members at the first meeting of the Directors after the annual election of the Directors.
- 5.3 The officers shall be elected for term of one year.
- 5.4 The President shall preside at all meetings of the Directors and of the Hall. In the event that the President is unable to attend, the Vice-president shall preside at the meetings and if the Vice-president is unable to attend the President shall appoint one member of the Directors to serve as Chair of the meetings.
- 5.5 The Treasurer shall be responsible to see that full and accurate accounts of the receipts and disbursements of the Hall are maintained.
- 5.6 The Directors may seek individuals with expertise to administer the Moose Jaw and District Sports Hall of Fame in accordance with the policies and directives decided upon by the Directors.
- 5.7 There shall be five (5) Standing Committees:
 - a) Selection Committee
 - b) Marketing and Sponsorship Committee
 - c) Constitution and Bylaws Committee
 - d) Ceremonies Committee.
 - e) Membership Committee
- 5.8 Any other committee as deemed necessary may be formed.

ARTICLE VI: PROCEEDINGS OF DIRECTORS

- 6.1 The Directors may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they may determine.
- 6.2 A meeting of Directors may be called by the President. A meeting of Directors must be called by the President upon receipt of a written request of three (3) Directors. A minimum of four (4) Directors meetings shall be convened each year.
- 6.3 Notice of a meeting shall be given to the Directors at least seven (7) days prior to the date of the meeting. By unanimous consent, the Directors may meet at any time without notice.
- 6.4 Fifty percent of the number of Directors or more shall constitute a quorum for the purpose of a meeting of the Directors.
- 6.5 Motions presented at Directors' meetings shall be approved or defeated by a majority vote of the Directors present. In the event of a tie vote, the President or designate will reserve the right to cast a final and deciding vote.
- 6.6 All votes will be conducted by show of hands with the following exceptions:
 - a) Elections – elections will be conducted by secret ballot:
 - b) By request of a majority of Directors present.
- 6.7 Proxy votes will not be accepted.

ARTICLE VII: ANNUAL GENERAL MEETING

- 7.1 The Annual General Meeting of the Hall shall be called within four (4) months following the fiscal year end.
- 7.2 Notice of the Annual General Meeting shall be advertised not less than twenty-one (21) days before the meeting is to take place.
- 7.3 Twelve (12) members shall constitute a quorum. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned. Within fourteen (14) days the meeting shall be advertised and rescheduled and those present at the rescheduled meeting shall constitute a quorum.
- 7.4 At every Annual General Meeting, there shall be presented a report of the Directors, of the affairs of the Hall for the previous year, including a financial statement of the Hall, the auditor's report and such other information or reports relating to the Hall's affairs as the Directors deem necessary.
- 7.5 Motions presented at the Annual General Meeting shall be approved by a majority vote. In the event of a tie vote, the Chair will reserve the right to cast a final and deciding vote.
- 7.6 All votes will be conducted by show of hands with the following exceptions:
a) Elections – elections will be conducted by secret ballot;
b) By request of five (5) members.
- 7.7 All members as defined in Article 2.1 shall be granted voting privileges. Individuals will receive one vote. At no time will a proxy vote be accepted nor will any one individual carry more than one vote during the Annual General Meeting.

Comment [11]: Motion to reduce quorum requirement from twelve(12) to eight(8) members

ARTICLE VIII: SPECIAL MEETING

Meetings of the members of the Moose Jaw and District Sports Hall of Fame Inc., other than the Annual General Meeting, shall be known as Special Meetings.

- 8.1 Special Meetings may be called by the President as and when the President considers it necessary. The President shall call a Special Meeting when requested to do so in writing by at least ten (10) members.
- 8.2 Notice of Special Meetings shall be advertised to members not less than five (5) days before the meeting is to take place. The notice shall also indicate the general nature of the matters to be dealt with at the Special Meeting.
- 8.3 Twelve (12) members shall constitute a quorum. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned. Within fourteen (14) days the meeting shall be advertised and rescheduled and those present at the rescheduled meeting shall constitute a quorum.
- 8.4 Voting shall be by show of hands except where a ballot is requested by a least five (5) members.

Comment [12]: Motion to reduce quorum requirement from twelve(12) to eight(8) members

ARTICLE IX: NOMINATION FOR RECOGNITION

- 9.1 Nominations may not originate with the Board of Directors or the Selection Committee members.

- 9.2 The nomination process will be open and encourage submissions from individuals or organizations. Local sport organizations should be encouraged to submit nominations. Responsibility for nomination preparation rests with the nominator.
- 9.3 Nominations shall cover in detail the athletic accomplishments or service record, or both, of the person(s) nominated. The accomplishments or service records should be supported by documented evidence.
- 9.4 Nominations shall reflect upon the character and conduct of the person(s) nominated. Nominations should be supported by letters of reference from exemplary individuals from the organization and/or community.
- 9.5 All costs associated with the nomination process are the responsibility of the nominator.
- 9.6 Nominations must be received by the Board of Directors of the Moose Jaw and District Sports Hall of Fame Inc. by a date set by the Directors annually.
- 9.7 The final decisions respecting the eligibility of athletes, builders and teams is to be made by the Board of Directors on the basis of established criteria.

ARTICLE X: SELECTION OF NOMINEES FOR RECOGNITION

- 10.1 The final decision of these individual, teams, sports figures, executives of sport and others to be recognized in the Moose Jaw and District Sports Hall of Fame Inc. shall be the final decision and responsibility of the Directors on the basis of established criteria for each of the categories.
- 10.2 Should an inductee's actions bring discredit to their sport and/or the Hall, the individual or team may be subject to removal from the Moose Jaw and District Hall of Fame Inc. by resolution of the Directors.

ARTICLE XI: CUSTODY AND USE OF SEAL

- 11.1 The Moose Jaw and District Sports Hall of Fame Inc. shall adopt an engraved seal which shall be in the usual form, bearing upon the face the words "Moose Jaw and District Sports Hall of Fame Inc.". The seal of the Hall shall be in the custody of the President or such other person as may be designated by the Directors and all such papers or documents required to be sealed on behalf of the Moose Jaw and District Hall of Fame Inc. shall be sealed in the presence of such persons as may be designated by resolution of the Directors.

ARTICLE XII: SIGNING AUTHORIZATION

- 12.1 Any two (2) of the following may be authorized to draw and sign cheques, bill of exchange and other negotiable instruments: President, Vice-president, and /or Treasurer.

ARTICLE XIII: AUDIT

13.1 Subject to the non-profit Corporation Act, the Moose Jaw and District Sports Hall of Fame will not require auditing of its yearly financial statement unless requested by a majority of the membership.

Comment [13]: Motion to add “; or to fulfill a legal or regulatory requirement”

ARTICLE XIV: AMENDMENTS TO CONSTITUTION

14.1 A member supported by a seconder may propose amendments to the Articles of the Consitution by submitting such amendments in writing to the Directors at least thirty (30) days in advance of an Annual General Meeting or Special Meeting. The Directors will circulate to the membership at least twenty-one (21) days in advance by a notice of intention to propose the amendment(s). The amendment shall only be made after the motion to amend has been passed by a two-thirds majority of those present and voting at an Annual General Meeting or Special Meeting.

ARTICLE XV: AMENDMENTS TO BYLAWS

15.1 A member supported by a seconder may propose amendments to the Bylaws by submitting such amendments in writing to the Directors.
15.2 Directors may approve amendments to Bylaws at Director’s meetings. The amendment shall only be made after the motion to amend has been passed by a two-thirds majority of those Directors present and voting at a Director’s meeting.

ARTICLE XVI: WINDING UP

16.1 Subject to the Non-profit Corporations Act, on dissolution of the Moose Jaw and District Sports Hall Fame Inc., its properties and assets shall, after the payment of all liabilities, be donated by the Moose Jaw and District Sports Hall of Fame Inc. to the Saskatchewan Sports Hall of Fame and Museum.