

# **Constitution and By-Laws for the Kitchener-Waterloo Umpires' Association**

**(Revised Nov 2020)**

## **CONSTITUTION**

### **Article #1 – NAME**

1. An association to be known as the Kitchener-Waterloo Umpires' Association (hereafter called the Association) is hereby established.

### **Article #2 – OBJECTIVES**

2. The objectives of the Association are:
  - i) To provide quality umpires to softball leagues throughout the Region of Waterloo; and
  - ii) To promote the development of umpires by encouraging their participation in the programs of Softball Ontario.

### **Article #3 – MEMBERSHIP**

3. Any person, who is a registered umpire with Softball Ontario, may apply to the Board of Directors for membership in the Association. Application for membership is on an annual basis. All memberships cease at the conclusion of each calendar year.

Membership shall be granted at the discretion of the Board of Directors.

An umpire will be entitled to vote at the meetings of the Association provided

1. Member has umpired a minimum of seven games for the Association (in the past twelve months),
2. Member is in good standing and has paid the annual membership fee.

All umpires must be registered with Softball Ontario prior to accepting an assignment for the Association. Game fees may be withheld by the Association until proof of registration is provided for the current calendar year.

### **Article #4 – BOARD OF DIRECTORS and EXECUTIVE COMMITTEE**

4. An Elected Board of Directors shall include an Executive Committee consisting of a President, a Vice-President, Past President, a Tournament Director, a Treasurer and a Secretary; shall govern the Association.

Directors elected at the fall meeting shall assume their respective offices January 1 following their election.

## **Article #5 – BY-LAWS**

5. Such By-Laws as may be deemed necessary for the proper operation of the Association may be adopted by an affirmative vote of a majority of the voting members present at a meeting, and may be amended in accordance with Article #6.

## **Article #6 – AMENDMENTS**

6. The Constitution and By-Laws of the Association may be amended on notice of motion presented at a meeting of the Association by an affirmative vote of two thirds of the voting members present at the meeting, provided that a copy of the notice of motion has been received by the Secretary at least 45 days prior to the vote on the motion, and that the motion has been sent to the voting members at least 30 days prior to the vote being taken.

---

# **BY-LAWS**

## **1. BOARD of DIRECTORS and EXECUTIVE COMMITTEE**

- The Board of Directors and Executive Committee members of the Association shall be elected by a majority vote of the voting members present at the fall meeting of the Association and shall assume their respective office January 1<sup>st</sup>, and shall hold office for one year.
- The position of Past President shall be filled by the out-going President without a vote but shall be acknowledged by the members at the fall meeting in concurrence with the election of a new President.
- Should the current Executive not be able to serve in their position due to unforeseen circumstances such as a season cancellation, he/she can exercise the option of serving in the position for the next season without an election. (added 11/22/20 per fall meeting membership vote)

## **2. VACANCY**

Where a vacancy occurs in any office for any reason, a member of the Association shall be appointed by the Executive to fill the vacancy, and the member so appointed shall hold office for the remainder of the term of the predecessor.

## **3. PRESIDENT**

- The President shall preside at all meetings of the Association and shall call special meetings at the request of the majority of the Board of Directors. The President shall call Executive Committee meetings and Board of Directors meetings on an as needed basis.

- The President shall be an umpire with a minimum of 5 years' experience and have a minimum Softball Ontario on-field rating of Level 3.
- The President shall be responsible for the liaison between the leagues (or teams) and the Association along with appointed/nominated Directors to fill the role of Liaison for each such specific league/team that the Association serves.
- The President shall be ultimately responsible for decisions regarding rule interpretations or protests brought to his/her attention.
- The President, in conjunction with the Board of Directors, shall resolve all matters of complaint filed by a league (or team), in writing, against any umpire of the Association.
- The President may assist or perform with other duties as required.

#### **4. VICE-PRESIDENT**

- In the absence of the President, the Vice-President shall assume all responsibilities and duties of the President.
- The Vice-President may be consulted by the President in regard to any protest or rule interpretation, and in the absence of the President, the league (or team) shall contact the Vice-President who may call upon an experienced umpire for assistance.

#### **5. SECRETARY**

- The Secretary shall keep a record of the proceedings of all general meetings of the Association as well as meetings of the Executive and the Board of Directors.
- The Secretary shall keep a record of the names of the persons attending meetings of the Association. This record will be passed onto the Treasurer.
- The Secretary shall keep on file the Rules of the leagues for which the Association provides service.
- The Secretary shall ensure that each voting member of the Association receives (or has access to) copies of the proceedings of the meetings of the Association.
- The Secretary shall maintain copies of the specific league rules for the leagues in which the Association provides umpires.
- The Secretary will perform other duties as required.

#### **6. TREASURER**

- The Treasurer shall collect and receive all money due or owing to the Association.
- The Treasurer shall deposit all funds of the Association in a chartered bank or trust company approved by the Executive Committee of the Association.
- The Treasurer may make payments out of the funds of the Association on cheques or orders drawn by him/her and countersigned by the President or Vice President.
- The Treasurer shall keep books of accounts showing receipts and expenditures from which the balance shall be readily found.

- The Treasurer shall invoice leagues as required.
- The Treasurer shall collect fines by deducting from the fees owing to an umpire.
- The Treasurer shall remit to umpires on, or before the 15<sup>th</sup> day of the following month, fees owing for the preceding month.
- The Treasurer shall present an audited report of the receipts and expenditures as required by the By-Laws.
- The treasurer will perform other duties as required.

## **7. TOURNAMENT DIRECTOR**

- The tournament director will be primarily responsible for organizing the UIC(s) and umpire recruitment for all client tournaments and playoffs on an as requested basis.
- The Tournament Director is a member of the Executive and will be a paid position.
- The annual fee will be reviewed annually by the Executive and any proposed changed must be approved by the Membership at the annual fall meeting.

## **8. AUDITORS**

- Every two years, the Executive of the Association shall appoint two members in good standing as auditors and they will be charged with the responsibility to review the financial records maintained by the Treasurer and to prepare a written report.
- The auditor's report shall be presented at the spring meeting of the Association every two years.

## **9. COMMITTEES**

- Committees of the Association shall be established at the discretion of the Executive Committee.
- The Executive Committee shall set their mandate and duration.
- A Committee may also be established by the membership by majority vote, at any meeting of the Association.

## **10. MEETINGS**

- The Association shall hold a minimum of two general meetings per year, one in the spring of the year prior to the softball season and one in the fall of the year after the completion of the softball season.
- Emergency meetings may be called at the discretion of the Executive Committee.
- Notice of general meetings shall be sent to all voting members at least 30 days prior to the meeting date.
- Except as otherwise provided, at meetings of the Association, the votes of the members shall be in the first instance by show of hands, but any member of the Association may demand a ballot.

## **10. QUORUM**

30 % of the voting members constitute a quorum of the Association.

If 100% of the Executive Committee is present at a meeting, the meeting shall be considered to have a quorum.

## **11. FEES and FINES**

- The-fee payable to the assignor-shall be reviewed by the Executive Committee on an annual basis and be approved by the Membership at the annual Fall meeting.
- The-fee payable to the Treasurer-shall be reviewed by the Executive Committee on an annual basis and be approved by the Membership at the annual Fall meeting. (added 11/22/20 per fall meeting membership vote)
- Upon the completion of 7 games umpired on behalf of the Association, a membership fee shall be collected from the umpire as established by the Executive Committee on an annual basis. The Membership fee will be deducted from the Member's monthly pay incrementally. The annual Membership fee will be reviewed annually and any proposed change shall be approved by the Membership at the annual Fall meeting. The Executive are not required to pay an annual membership fee.
- A fine, equivalent to one game fee, shall be levied against any umpire failing to report for an assignment within a reasonable time frame for the beginning of the game assigned. 50% for a single game (or 100% for a Doubler Header) of this fee will be paid to any umpire having to work a one-umpire system as a result of an umpire failing to report as assigned.
- Upon acceptance of a schedule of games from the Assignor it is expected that umpires will arrive at the ballpark prepared to umpire the games assigned. If an umpire is unable to attend any assigned game, he/she is required to find a suitable replacement and confirm the change with the Assignor. A list of umpires, suitable for each of the leagues, will be provided to members along with their phone numbers. The Assignor will be prepared (upon the umpire's request) to find a replacement, and a \$10.00 service charge may be levied to the requesting umpire.
- The Executive Committee has the right to suspend or dismiss any member for improper conduct or any other valid reason.

## **12. ASSIGNOR**

The Executive Committee shall select an Assignor for the Association. The Executive Committee shall negotiate a fee for services, and shall provide guidelines for umpiring assignments.

The Assignor shall follow these guidelines and is accountable to the Executive Committee for all related actions and decisions.

## **13. DOCUMENTS**

All documents or instruments of every kind, except as provided in By-Law #6, shall be signed by the President, Vice President, Secretary and Treasurer.

All Documents shall be kept on file by the Secretary for a minimum of 3 years.

#### **14. LAPSE of MEMBERSHIP**

All memberships lapse as of December 31<sup>st</sup> of each calendar year.

#### **15. RULES of ORDER**

The rules contained in Roberts Rules of Order shall govern the meetings of the Association in all cases in which they are not inconsistent with the Constitution and By-Laws of the Association. (See Appendix 18 for Guidelines)

#### **16. LIAISONS**

The President may appoint a Liaison to serve as the Association's front-line contact person with a specific league or team. The role and responsibility of the Liaison will include:

- Attend at league meetings as required e.g.: Spring meeting
- Maintain a record of the league's constitution, executive etc.
- Determine special playing rules (if applicable)
- Determine other rules/requirements of the league or team and to provide a copy to the Executive
- Communicate the Association's procedures and requirements
- Ensure that a Letter of Understanding is presented and approved (if applicable)
- Deal with problems arising (e.g.: complaints; protests; incidents)
- Keep the President informed of all protests, incidents and significant matters concerning the league/team, as they relate to the Association's commitment.

#### **17. PAST PRESIDENT**

The Past President shall be retained as a member of the Board of Directors and shall also attend meetings of the Executive Committee and Board of Directors meetings. The role of the Past President is to advise and consult with the Executive Committee with regards to the planning and direction of the Association and to participate as directed by the Executive Committee with the Association's operation. The Past President's term of office shall be until the current President's term is ended and replaced by election or appointment.

# 18. Appendix: Roberts Rules of Order

## For Fair and Orderly Meetings

Robert's Rules is a time-tested standard, providing common rules and procedures for deliberation and debate in order to place the whole membership on the same footing and speaking the same language. The conduct of ALL business is controlled by the general will of the whole membership - the right of the deliberate majority to decide. Complementary is the right of at least a strong minority to require the majority to be deliberate - to act according to its considered judgment AFTER a full and fair "working through" of the issues involved. Roberts Rules provides for constructive and democratic meetings, to help, not hinder, the business of the assembly. Under no circumstances should "undue strictness" be allowed to intimidate members or limit full participation.

### *Guidelines*

- Obtain the floor (the right to speak) by being the first to stand when the person speaking has finished; state Mr/Madam Chairman. Raising your hand means nothing, and standing while another has the floor is out of order! Must be recognized by the Chair before speaking!
- Debate cannot begin until the Chair has stated the motion or resolution and asked "are you ready for the question?" If no one rises, the chair calls for the vote!
- Before the motion is stated by the Chair (the question) members may suggest modification of the motion; the mover can modify as he pleases, or even withdraw the motion without consent of the seconder; if mover modifies, the seconder can withdraw the second.
- The "immediately pending question" is the last question stated by the Chair!  
Motion/Resolution - Amendment - Motion to Postpone
- The member moving the "immediately pending question" is entitled to preference to the floor!
- No member can speak twice to the same issue until everyone else wishing to speak has spoken to it once!
- All remarks must be directed to the Chair. Remarks must be courteous in language and deportment - avoid all personalities, never allude to others by name or to motives!
- The agenda and all committee reports are merely recommendations! When presented to the assembly and the question is stated, debate begins and changes occur!