



CONSTITUTION

LUTTE NEW BRUNSWICK WRESTLING



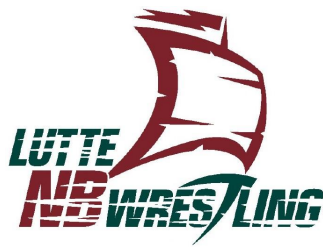
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Document Change History

Version	Date	Author	Remarks
1.0	March 13, 1995	LNBW Executive	Initial public release.
2.0	January 12, 2006	Greg Doucette	Change document structure and formatting.
3.0	October 18, 2015	Constitution Committee	Change and Update the entire document Articles and Bylaws and formatting.



Constitution

Article 1: Name

- 1.01 The name of the Association shall be Lutte New Brunswick Wrestling, sometimes referred to as Lutte NB, or NB Wrestling or LNBW.

Article 2: Language

- 2.01 The official languages of the Association shall be English and French.
- 2.02 Where there is a difference in interpretation between the French and English version of this document, then the English version shall prevail.

Article 3: Address

- 3.01 The official address of LNBW shall be established by the Board of Directors.

Article 4: Insignia

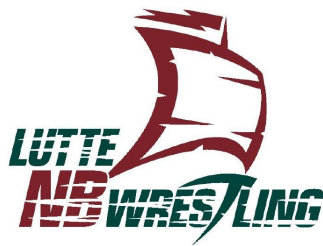
- 4.01 The Directors may, from time to time, adopt any mark, design, device, symbol or insignia for use by LNBW.

Article 5: Object

- 5.01
- To encourage and develop the widest participation and highest proficiency in amateur wrestling in New Brunswick.
 - To coordinate and assist wrestlers, coaches, managers, trainers and officials in the pursuit of excellence in wrestling regionally, provincially, nationally and internationally.
 - To promote the sport of wrestling in New Brunswick through its members and to the public at large.
 - To provide and maintain the highest standard of wrestling, coaching, managing, training and officiating in New Brunswick.
 - To improve the skill and technical knowledge of wrestlers, coaches, managers, trainers and officials in New Brunswick.
 - To establish and regulate provincial competitions sanctioned by Lutte New Brunswick Wrestling.

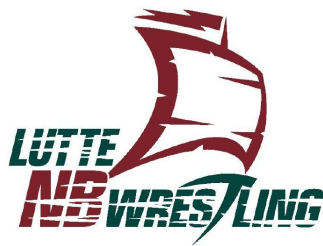
Article 6: Affiliation

- 6.01 Lutte NB Wrestling shall be an affiliated member of the Wrestling Canada Lutte (WCL) and shall be the sole representative of wrestling in New Brunswick to this body and all other bodies affiliated with and recognized by the WCL.



Article 7: Membership

- 7.01 Membership in the Association may include wrestlers, coaches, managers, officials, organizers, administrators and any other interested parties who involve themselves in the sport of amateur wrestling or who otherwise express an interest in the sport, and who also comply with the Constitution and By-Laws of the Association as amended from time to time, and with any Regulations and Rulings made by or on behalf of the Association.
- 7.02 There are five (5) types of membership within Lutte New Brunswick Wrestling:
- a) **Ordinary Membership** - includes coaches, officials, wrestlers, managers, those directly involved with the sport of wrestling and any person interested in furthering the objectives of Lutte New Brunswick Wrestling. Ordinary members shall be entitled to attend Annual General Meetings or Special General Meetings of LNBW but do not have voting privileges.
 - b) **Privileged Membership** – a club which has met those requirements set out in Bylaw 26.A. Privileged members have voting privileges at Annual and Special General Meetings of LNBW.
 - c) **Constituent Membership** – includes as follows:
 - Board of Directors
 - Officials Representative
 - Coaches Representative
 - Athlete’s RepresentativeConstituent members have voting privileges at Annual and Special General Meetings of LNBW.
 - d) **Honorary Membership** - includes those that have been involved with wrestling over a long period of time and LNBW has seen fit to make them members as a result of their contribution. This includes those that were at one time a member of LNBW but are no longer actively involved with wrestling programs. Honorary members do not have voting privileges at Annual and Special General Meetings of LNBW.
 - e) **Corporate Membership** - includes those corporations that are actively involved in the development of amateur wrestling in the Province of New Brunswick. Corporate members do not have voting privileges at Annual and Special General Meetings of LNBW.
- 7.03 Any amateur wrestler, coach, manager and official who wish to participate or otherwise involve themselves in any competition sanctioned by the Association must be a member in good standing of the Association before they will be permitted to participate.
- 7.04 A member in good standing is one who has paid their membership fee or has been deemed, by the Board of Directors, to be in good standing.



7.05 Only members in good standing of the Association may participate in any of the benefits and advantages thereof. Persons not of the status of member in good standing cannot exercise authority over, impose constraints upon, or require indemnification of the Association or any of its members.

Article 8: Fiscal Year

8.01 The Fiscal Year of Lutte New Brunswick Wrestling shall be from January 1st to December 31st.

Article 9: Meetings – Annual General Meeting & Special General Meeting

9.01 Annual General Meeting:

9.01.01 The President will call an annual general meeting once per fiscal year. The Executive Director shall send notice of said meeting at least 30 days prior to the date of the meeting.

9.01.02 It shall be held at a site determined by the Board of Directors.

9.01.03 The order of business of Lutte New Brunswick Wrestling shall be as follows:

- Reading of the minutes of the last annual general meeting and any special general meeting(s) that has taken place since the last annual general meeting.
- The President's Report.
- The Executive Director's Report.
- The Financial Report including Auditors Financial Statement.
- The Auditor's Report/Appointment of Auditor as required.
- General Business, of which notice of motion from any member has been received by the Executive Director at least 14 days before the meeting and has been included in the agenda.
- Approval of Event Schedule
- Election of Officers to the Board of Directors.

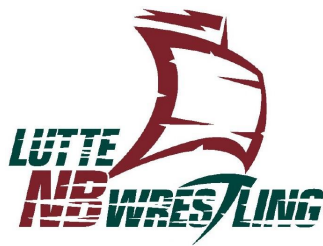
9.01.04 The Annual General Meeting shall be held between October and December of each Fiscal year.

9.02 Special General Meetings:

9.02.01 The President or a majority of the Board of Directors may call a special general meeting by giving at least 30 days notice of the time and place of said meeting and of the specific items to be discussed.

9.02.02 The Board of Directors shall call a special general meeting by giving at least thirty (30) days notice of the time and place of said meeting upon receiving a written petition from a majority of the voting members. The date, time and specific items to be discussed will be circulated to the members by the Executive Director.

9.02.03 No additional items can be added to the agenda of any special general meeting.



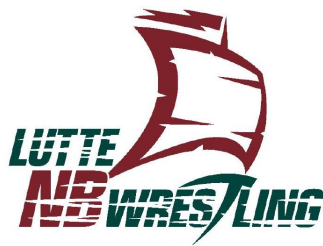
- 9.03 A quorum shall consist of two thirds (2\3) of all the voting members of LNBW in attendance.
- 9.04 Attendance at Annual General Meetings and Special General Meetings shall be limited to members in good standing of the Association.
- 9.05 Observer status may be granted subject to the approval of a majority of the members in attendance. Observers may not vote but they may be accorded speaking privileges.

Article 10: Voting

- 10.01 Only Privileged Members in good standing and the Constituent Members shall have the right to vote at any Annual General Meeting or any Special General Meeting.
- 10.02 Privileged Members in good standing and the Constituent Members shall hold one vote per member exercised at any Annual General Meeting or any Special General Meeting.
- 10.03 Voting shall be conducted by a show of hands of the eligible members in attendance at the meeting.
- 10.04 Any motion duly moved and seconded shall be passed by a simple majority of the votes cast.
- 10.05 Voting by proxy is not allowed at any meeting.
- 10.06 A Director of the Board cannot designate a representative in their place.

Article 11: Board of Directors

- 11.01 The Board of Directors shall consist of the following positions:
- President
 - Secretary-Treasurer
 - Technical Chairperson
 - Zone Representative - West
 - Zone Representative - East
 - Zone Representative - North
 - Zone Representative - South
 - Director-at-Large
 - Director-at-Large
- 11.02 The two Director-at-Large positions may be filled by individuals of the corporate/business sector who possess particular qualities that will benefit Lutte New Brunswick Wrestling. These two positions are considered optional and are not compulsory positions to the Board of Directors.
- 11.03 Term of Office and Vacancies:



11.03.01 The term of office for the Board of Directors shall commence at the end of the Annual General Meeting and shall expire at the conclusion of the following Annual General Meeting.

11.03.02 In the event of a vacancy on the Board of Directors, the Board may fill the vacancy, if it deems necessary, otherwise such a vacancy shall be filled at the next Annual General Meeting or the earliest convenience of the Zone.

11.04 Term Limits of the Board:

11.04.01 No member may sit on the Board of Directors in any position for more than 4 consecutive terms. A member who has served for four (4) consecutive terms may be elected again to the Board of Directors after an absence of one complete term of office.

Article 12: Committees

12.01 The Board of Directors may, from time to time, strike any Special Committee it sees fit to exercise specific responsibilities as defined by the Board of Directors.

12.02 The Committees shall be tasked to make recommendations to the Board of Directors, in which the Board of Directors shall make decisions on.

Article 13: Professional Staff

13.01 Lutte New Brunswick Wrestling may, from time to time, establish and/or terminate professional staff positions subject of the approval of the Board of Directors.

13.02 The remuneration and terms of employment shall be stated in a duly signed contract between the appointed employee(s) and the Lutte New Brunswick Wrestling.

13.03 The terms of employment shall be stated in a written job description for each position. The job description shall be approved by the Board of Directors. The job description may, from time to time, be varied, amended or revised by mutual agreement between the employee and the Board of Directors. Remuneration shall only be varied, amended or revised by the Board of Directors.

13.04 Professional employees may be required to attend any or all meetings of the Special Committees struck by the Board of Directors at the discretion of the Board of Directors.

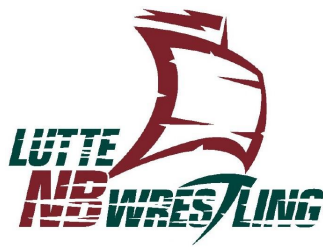
Article 14: Constitution Amendments

14.01 Proposals to suspend, add, delete or revise any Article of this Constitution may be made at any time.

14.02 Proposals to amend this Constitution must be received by the office of Lutte New Brunswick Wrestling at least thirty (30) days prior to the Annual General Meeting, which would then be circulated to the Board of Directors.



- 14.03 Lutte New Brunswick Wrestling must distribute the proposed amendment to the membership at least fourteen (14) days prior to the Annual General Meeting.
- 14.04 A majority vote of two-thirds (2/3) of the voting members present at the AGM will be required to amend this Constitution.
- 14.05 For procedure to amend the Constitution please refer to Appendix B.



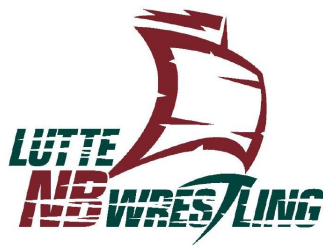
Bylaws

Bylaw 1: Purpose

The purpose of the By-Law is to provide LNBW with clearly delineated direction for the operation and conduct of LNBW.

Bylaw 2: Board of Directors

- a. The governance of LNBW is vested in the Board of Directors, hereafter referred to as the “Board” or “BOD” who may exercise all such powers, and do all acts and things on behalf of LNBW as may be exercised or done by LNBW in an Annual General Meeting. Without restricting the generality of the foregoing, the duties of the Board shall be to develop policies and oversee governance affairs and provide direction to the Executive Director of LNBW except those specifically reserved to LNBW in Annual General Meeting or Special Annual Meeting.
- b. Subject to any by-laws made from time to time by LNBW Annual General Meeting, the Board may make such rules and regulations that they deem necessary for carrying out the objects of LNBW and for better definition of the duties of its officers and committees and may alter, and amend or repeal the same.
- c. The Board may establish such special committees as in its sole discretion it deems advisable and may delegate to such committees such of its power, duties and functions as they deem necessary, and the Board shall specify the terms of reference for any such committee, provided that membership on such committee shall not be restricted to members of the Board.
- d. The Board is authorized to delegate to the President or to Committee of the Board such of its sole discretion as it shall decide, for the purpose of the management of the governance affairs of the Board between the meetings of the Board.
- e. The members of the BOD shall not receive any remuneration for their services, other than the actual expenses incurred in attending to the affairs of the LNBW and such expenses shall only be paid upon the approval of the BOD.
- f. The BOD may appoint such employees, servants 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 BOD. The BOD will likewise be responsible for the evaluation of said employees and have the authority to terminate any employees for poor performance or for conduct detrimental to the LNBW.
- g. Contract, documents or any instrument in writing requiring the signature of the LNBW shall be signed by the President and either one of the Secretary-Treasurer or Executive Director and all contracts, documents and instruments in writing so signed under the authority of the BOD shall be binding without any further authority or formality.

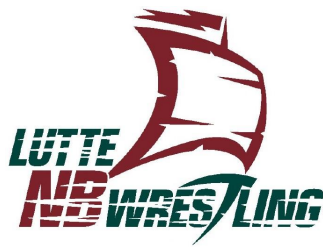


- h. All cheques, drafts or orders for the payment of money and all notes and acceptances and bills of exchange shall be signed by any two of the President, Secretary-Treasurer and Executive Director of LNBW, and in such manner as the Board may from time to time designate and as may be required by the LNBW bankers.
- i. The Board will prepare a budget for the fiscal year to be ratified by the voting Members present at the Annual General Meeting.
- j. The Board will be responsible in the development and approval of LNBW policies and provide direction to the Executive Director to implement the policies.

Bylaw 3: Duties of the Directors on the Board of Directors

a. President**General Responsibilities**

- Provides leadership to the Board of Directors.
- Makes sure the Board adheres to its bylaws and constitution.
- Prepares the Board's agenda with input from Board Members and the senior staff person.
- Chairs meetings of the Board.
- Encourages Board members to participate in meetings and activities.
- Keeps the Board's discussion on topic by summarizing issues.
- Keeps the Board's activities focused on the organization's mission.
- Evaluates the effectiveness of the Board's decision-making process.
- Makes sure that committee chairpersons are appointed.
- Orients Board Members and committee chairpersons to the Board.
- Serves as ex officio member of committees and attends their meetings when needed.
- Makes sure there is a process to evaluate the effectiveness of Board Members, using measurable criteria.
- Recognizes Board Members' contributions to the Board's work.
- Acts as one of the signing officers for cheques and other documents, such as contracts and grant applications.
- Plays a leading role in supporting fundraising activities.
- Promotes the organization's purpose in the community and to the media.
- Notify members of Annual and Special General Meetings.
- Prepares a report for the Annual General Meeting.
- Shall be the primary delegate representing LNBW at governance level dealing with the Provincial Government, other Provincial Sports Governing Bodies, the National Government, National Sports Governing Bodies and Wrestling Canada Lutte.
- Orients the new President.



Policy Governing

- Has no direct role in carrying out programs and services.
- Chairs the Board of Directors. This may include coordinating the committee's work, preparing the Board's agenda, and acting on behalf of the Board in emergencies outlined in the mandate.
- Makes sure that Board Members remain in their governance role and paid staff and service volunteers implement and administer programs and services.

Administrative Governing

- Leads the Board of Directors and provide direction to the Executive Director that manages and makes sure programs and services are implemented.
- Makes sure that the Board governs and provides direction to paid staff to manage programs and services.

b. Secretary-Treasurer

General Responsibilities

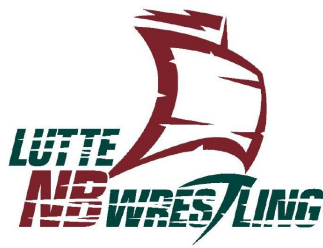
- Acts in the absence of the President.
- Gives regular reports to the Board on the financial state of the organization.
- Work closely with the Executive Director on financial matter of the organization.
- Chairs the Finance Committee.
- Orients the new Treasurer.
- Acts as signing officer, with another officer or Executive Director for cheques and other documents.
- Ensure that adequate and accurate minutes of all General, Special and Board of Directors meetings of the Association are taken.
- Keeps updated and current records of all correspondence concerning wrestling in New Brunswick.
- The Secretary-Treasurer elect shall assume office after the adjournment of the Annual General Meeting.

Policy Governing

- Oversee the financial functioning of the organization and provide reports for the board.
- Oversee an independent audit from an outside accounting firm.
- Speaks for the budget in partnership with the Executive Director and Finance Committee.

Administrative Governing

- Ensures that the Executive Director keeps accurate accounts of LNBW revenue and expenditure.
- Develops and monitors the LNBW budget in partnership with the Executive Director.



c. Technical Chairperson

- Responsible for the development of wrestlers, coaches and officials in the Province.
- Chairs the Technical Committee and any other committee that relates to technical programs.
- Ensures the implementation of the technical and coaching programs established by the paid staff with the approval of the Board of Directors.
- Works closely with the High Performance Coach, Head of Officials and Coaches Representative.
- Provides the leadership to develop support activities related to coaching, elite wrestling, research and sport medicine.
- The Technical Chairperson shall assume office after the adjournment of the Annual General Meeting.

d. Zone Representatives

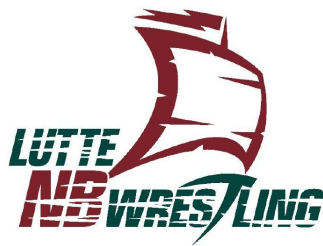
- Acts as a Director on the Board.
- Presides as a chairperson on Committee(s) directed by the Board of Directors either on Special Committees.
- Shall bring the concerns of their respective zones to the attention of the Board of Directors.
- Shall ensure that any information, material or matters arising from the Board of Directors meetings are circulated to the membership within his/her respective zone.

e. Directors at Large

- Acts as a Director on the Board.
- Presides as a chairperson on Committee(s) directed by the Board of Directors either on Special Committees.
- Shall provide their personal insight, information and skills in such a manner that the goals and objectives of LNBW are more fully realized.

Bylaw 4: Responsibilities of the Board of Directors

- a. The Board of Directors shall be responsible for the development of policy and direction of LNBW.
- b. The Board of Directors shall develop an annual budget prior to the Annual General Meeting for approval by the membership.
- c. The Board of Directors shall provide direction to the Executive Director to manage and run the day to day operations of LNBW including implementation of policies, programs and activities.

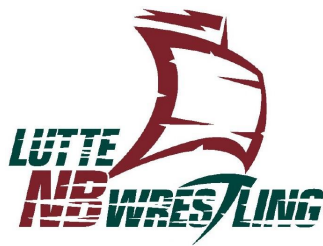


Bylaw 5: Election of the Board of Directors

- a. The positions of President, Secretary-Treasurer, Technical Chairperson and Directors-at-Large shall be duly elected at the Annual General Meeting and shall sit on the Board of Directors.
- b. The names of the duly elected Zone Representatives shall be provided to the President prior to the Annual General Meeting. No other nominations will be permitted and thus, the named representatives shall be elected by acclamation at the Annual General Meeting and shall sit as Directors on the Board of Directors.
- c. The Board of Directors shall be empowered to govern the affairs of LNBW and may exercise all such powers and do all such acts as may be exercised or done by LNBW.
- d. Directors shall be eighteen (18) years of age or more and shall be a member in good standing of LNBW.
- e. A quorum of the Board of Directors is hereby fixed at two-thirds (2/3) of the active Directors. Vacancies will not be considered in the calculation of the quorum.
- f. Each Director shall be entitled to one (1) vote on each question arising at any meeting of LNBW.
- g. Nominations:
 - Individual members in good standing may be elected to serve on the Board of Directors.
 - Nominations forwarded to the LNBW Office, arriving no later than thirty (30) days prior to the Annual General Meeting shall be forwarded to all members fourteen (14) days prior.
 - All candidates must be nominated and seconded by either a Privileged or Constituent member in good standing.
 - Candidates nominated from the floor must indicate their desire to hold office either in person or in writing.
- h. The Directors shall be elected by secret ballot of the members entitled to vote at the Annual General Meeting of LNBW.
- i. Election of the Directors requires a majority of the votes cast.

Bylaw 6: Revocation of Membership

- a. A certificate of membership appropriate to the class of membership conferred, shall be issued to each member in such manner as may be approved from time to time by the Board of Directors.
- b. Any Member (identified in Article 7: Membership) may be expelled from the LNBW by resolution sanctioned by at least a two-thirds (2/3) majority of the voting Members present at the Annual General Meeting or Special General Meeting of the Members.



- c. The Board of Directors may revoke any membership for failure to pay any financial obligation as they become due, for repeated violations of the rules and regulations of LNBW, for unacceptable behavior that cast the LNBW into disrespect or for criminal activities while participating in LNBW activities or events.
- d. The revocation of any such member from LNBW shall be effective from the date of the mailing, by electronic mail, to the member of a certified copy of the resolution, under the hand of the Executive Director of LNBW stating the reason for the revocation.
- e. Any Member whose membership has been revoked can appeal to the Board of Directors for reinstatement. The Appeal will be heard by a 3 person committee convened by the President within 30 days. The committee shall be composed of people with no affiliation to any club, team, or organization linked to the LNBW. The decision of the committee will be final and binding.

Bylaw 7: Meetings

a. Meetings of Members:

- Robert's Rules of Order will normally be used in the conduct of all meetings of the Association.
- The President and/or Chairperson may suspend the rules of order with or without notice. Resolutions properly passed at a meeting and so recorded may not be challenged on the grounds that the rules of order were not followed.

b. Annual General Meeting:

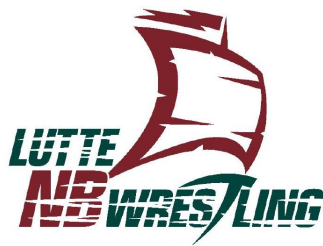
- The Annual General Meeting of the members shall be held at such place within New Brunswick, at such time, and on such day in each fiscal year as the Board of Directors shall by resolution, determine.
- At each Annual General Meeting there shall be an Agenda presented as indicated in Article 8.01.03.

c. Special General Meetings:

- Other meetings of members, designated "Special General Meetings", may be called by the Board of Directors, or shall be convened from time to time by the President on a written requisition as indicated in Article 9.02.
- Any such special general meeting shall be held at such date, time and place within New Brunswick as the Board of Directors shall determine.
- Business conducted at a special general meeting shall be limited to those items for which the meeting was called.
- Meetings shall be convened within two (2) months of receipt of a requisition from voting members as noted herein.

d. Board of Directors' Meetings:

- Shall be held three (3) meetings per fiscal year at the call of the President and/or Board of Directors.



e. **Technical Meetings:**

- At least two (2) meetings per fiscal year of the Technical Committee shall be called by the Technical Chairperson at any time and place, as long as they do not conflict with the Board of Directors Meetings.

f. **Special Committee Meetings:**

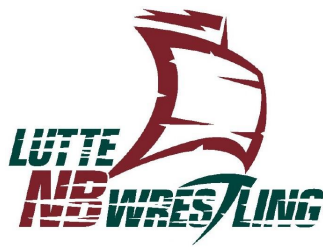
- At least two (2) meetings per fiscal year shall be called by the Chairperson of the Committee, appointed by the Board of Directors at any time and place, as long as they do not conflict with the Board of Directors Meetings.

g. **Notice for Annual General Meeting, Special General Meeting and Board of Directors Meetings:**

- A printed, written or typewritten notice stating the day, hour, and place of meeting and the general nature of the business to be transacted, shall be served personally, mailed, or by electronic means to each appropriate voting member. A meeting of the members may be held for any purpose, on any date, at any time and at any place without notice provided that all voting members are represented at the meeting or have signified their assent in writing to such meeting being held. Notice of any meeting or irregularity in any meeting or in the notice thereof may be waived by any voting member of the LNBW.
- Notice of meeting shall be sent to each voting member at least thirty (30) days prior to such meeting.
- The agenda and financial statements for each meeting shall be mailed to each member at least fourteen (14) days before such meeting.
- An accidental omission to give notice of any meeting to any member or members shall not invalidate any resolution passed or any proceedings taken at the meeting.

Bylaw 8: Meeting Procedure

- a. The Chairperson may, with the consent of the voting members present at any meeting, adjourn the same, from time to time, and no notice of adjournment needs be given to the members.
- b. Any business, which may 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.
- c. A meeting of the Board of Directors may be called by the President or any six (6) Directors at any time, and the Secretary-Treasurer shall thereafter give proper notice of meeting.
- d. Notice of any meeting or any irregularity in the notice thereof, may be waived by any Director.
- e. Only those Directors whose members are in Good Standing shall be entitled to vote at meetings of LNBW.
- f. Each voting member shall be entitled to one (1) vote on each question, arising at any meeting of LNBW.



- g. A majority vote shall decide all general business questions.
- h. In the event of a tie in voting, the President shall cast the deciding vote.
- i. All questions, except those pertaining to the election of officers, shall be decided by a show of hands unless a poll or a secret ballot is requested by a minimum of two (2) members.
- j. A declaration by the President at any meeting, unless a poll is demanded, that a resolution has been carried or carried unanimously or by a particular majority, or lost, or not carried by a particular majority shall be conclusive evidence of the fact.
- k. If at any meeting, a poll is demanded on any question, it shall be taken in any manner as the President directs, but a demand for a poll may be withdrawn.
- l. Provided a quorum of Directors is present, no notice of the first meeting of the Board of Directors, to be held immediately following each Annual General Meeting, shall be necessary in order to legally constitute the meeting.
- m. The presence of two-thirds (2/3) of the directors in person shall constitute a quorum for any meeting of directors. No business shall be transacted at any meeting unless the requisite quorum be present at the commencement of business.
- n. Subject to any legislation and regulations, a director or member may participate in any special or ordinary meeting of directors, members, or of a committee of directors (but not the annual general meeting) by means of telephone or other communication facilities that permit all persons participating in the meeting to hear each other and the director or member participating in a meeting by those means shall be deemed for the purposes of this Act to be present at that meeting.

Bylaw 9: Execution of Instruments

- a. Contracts, documents or any instruments in writing requiring the signature of LNBW may be signed by the President of the Board of Directors, or the Executive Director, together with the Secretary-Treasurer, and all contracts, documents and instruments in writing so signed shall be binding upon the Association without any further authorization or formality.
- b. The Board of Directors shall have the power from time to time by resolution to appoint any officer or officers or any person or persons on behalf of the Association either to sign contracts, documents and instruments in writing generally or to sign specific contracts, documents and instruments in writing.



Bylaw 10: Audit of Accounts & Appointment of Auditor

- a. The books, accounts and records of LNBW shall be audited at least once each fiscal year by a duly qualified accountant.
- b. A completed proper statement of the standing of the books for the previous year shall be submitted by such auditor and/or by the Secretary-Treasurer at the Annual Meeting of the Association.

Bylaw 11: Remuneration of Directors

- a. The remuneration of all officers shall be fixed by the Board of Directors by resolution, such resolution having force and effect only until the next Annual General Meeting where it shall be confirmed by resolution of the members.
- b. In the absence of such confirmation by the Board of Directors, then the remuneration of all officers shall be considered to be that of the previous fiscal year.

Bylaw 12: Disclaimer

- a. LNBW is obliged to satisfy only those claims which have the prior and explicit approval of the Board of Directors. Any other claim must be presented to the general membership for consideration.

Bylaw 13: Sanction

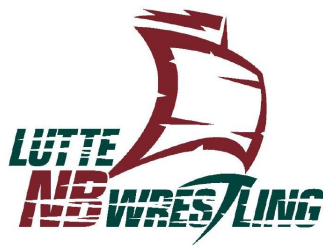
- a. LNBW shall not be held responsible for the operation or financial commitment of any member Association, committee, individual, organizing body, or wrestling competition, which has not received prior and explicit sanction from LNBW or which otherwise acts outside the constitution, the character or bylaws of LNBW.
- b. Any member who shall withdraw, resign, or be expelled from membership of LNBW shall forfeit all rights therein and all claims thereof, or its properties and funds.
- c. Tournaments shall be sanctioned according to guidelines laid down by LNBW.

Bylaw 14: Discipline

- a. All matters of discipline shall be dealt with as specified in the LNBW Code of Conduct Policy 101.

Bylaw 15: Bylaw Amendments

- a. Bylaws and amendments to bylaws shall be submitted to the Board of Directors for proposal to the membership at least thirty (30) days prior to the Annual General Meeting.



- b. The Board of Directors through the Executive Director shall distribute to the membership the proposal at least fourteen (14) days prior to the Annual General Meeting.
- c. A bylaw may be reworded at the Annual General Meeting.
- d. Proposals for amendments to these bylaws to the LNBW constitution must be submitted as per Appendix 1.
- e. Proposals to change, add, revise, or suspend any bylaw requires a majority of two-thirds (2/3) of the membership at the Annual General Meeting.

Bylaw 16: Written Ballot

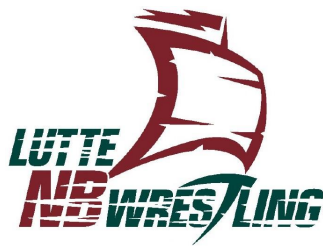
- a. A vote by written ballot shall be taken only on a substantive motion at the request of any one (1) of the voting members present.
- b. A vote by written ballot shall not be permitted on a procedural or dilatory motion with one exception: If the initial question was resolved by written ballot, a written ballot will be permitted on a motion for reconsideration.
- c. Once the President has called for the question, it shall not be in order to request a written ballot.
- d. Where a vote by written ballot has been ordered, no adjournment or recess shall take place until the results have been announced. The President shall direct to have the number of members voting in the affirmative, the negative and abstentions recorded.
- e. The President shall be required to initiate procedures to ensure privacy of voting if requested by any voting member.
- f. When a standing vote or a vote by secret ballot has been called by the President, no one, except with the permission of the chair, shall be permitted to enter or leave the floor until the results of the vote has been announced.

Bylaw 17: Scrutiny

- a. At each meeting of members one or more scrutineers may be appointed by resolution of the meeting or by the President with the consent of the members in attendance at the meeting to serve at the meeting. Such scrutineers need not be members of LNBW.

Bylaw 18: Attendance at Meetings

- a. Any member of LNBW is entitled to attend the Annual General Meeting although not entitled to vote. Any other person may be admitted only on the invitation of the President of the meeting or with the consent of the meeting.



- b. Any Director on the Board of Director that fails to attend minimum two (2) of the three (3) required Board of Directors meetings shall be terminated immediately from the Board.

Bylaw 19: Resignation from the Association

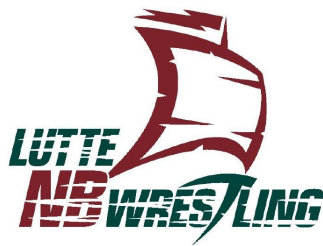
- a. Directors resigning their membership prior to the end of their term shall give notice in writing to the Secretary-Treasurer.
- b. A privileged member shall give one (1) week notice in writing to the Secretary-Treasurer of its intention to resign from LNBW.

Bylaw 20: Filling a Vacancy on the Board of Directors

- a. In the event the President, Technical Chairperson, or Secretary-Treasurer on the Board of Directors should become vacant, by reason of death, resignation, disqualification or otherwise:
 - The Board of Directors shall duly call and elect or appoint any individual/s in an interim position to fill the remainder of the vacancy or vacancies, whereupon the position shall be filled by election by the voting members at the next Annual General Meeting.
- b. In the event any Zone Representative on the Board of Directors should become vacant, by reason of death, resignation, disqualification or otherwise:
 - Privileged Members of the said zone, shall elect an individual on an interim basis to fill the vacancy whereupon the position shall be elected by acclamation by the voting members at the next Annual General Meeting.
- c. In the event any Directors at Large on the Board of Directors should become vacant, by reason of death, resignation, disqualification or otherwise:
 - The Board of Directors may call and appoint if deemed necessary any individual(s) in an interim position to fill the remainder of the vacancy or vacancies.

Bylaw 21: Fees and Assessments

- a. Ordinary, constituent, and privileged member group shall pay an annual fee, as decided at the Annual General Meeting.
- b. The Board of Directors may levy an assessment for any special purpose, subject to a two-thirds (2/3) majority vote of the voting members present at an Annual General Meeting or Special General Meeting, provided full particulars of such assessment have been given in the notice calling such meeting.

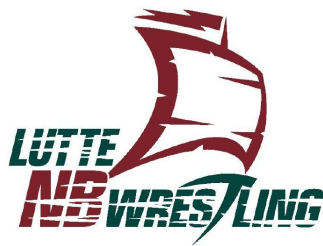


Bylaw 22: Special Committees

- a. The Directors shall at each Board of Directors Meeting, or from time to time as required appoint or cause to be appointed a Chairman to Special Committees of the Association.
- b. A meeting may be called by the Chairperson of any committee upon giving at least fourteen (14) days notice in writing to each Committee Member.
- c. The majority of members shall constitute a quorum for the transaction of committee business.
- d. Questions arising at any meeting of the committee shall be decided by a majority of votes, and in case of equality of votes the Chairperson shall have the deciding vote.
- e. Any resolution or program recommended by any committee must be ratified by the Board of Directors before it can be implemented.
- f. The Chairperson of a committee shall forward to the Secretary-Treasurer and Executive Director at least thirty (30) days prior to the Annual General Meeting a completed report of the activities of the Committee.

Bylaw 23: Constituent Members

- a. Constituent Members are able to vote at the LNBW Annual General Meeting and Special General Meeting.
- b. They would also have an opportunity to be appointed by the Board of Directors to any Standing or Special committees.
- c. The Constituent members are listed in Article 7: Membership, 7.02, (c) of the Constitution.
- d. Appointment of Constituent Members:
 - i. **The Coaches Representative**
 - Shall be elected by a majority of coaches at a coaches meeting, held prior to the LNBW Annual General Meeting.
 - Fourteen (14) days notice in writing shall be given to coaches of the meeting.
 - The Coaches Representative shall possess Competition Development certification (complete) minimum.
 - Eligible to vote:
 - Full paid member of LNBW and in good standing.
 - Only coaches fully certified minimum at Introduction to Competition.
 - Must be a minimum of 18 years of age or over.



ii. The Officials Representative

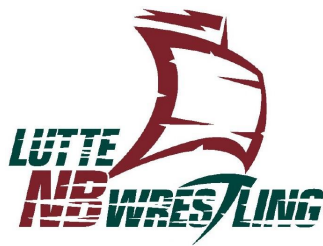
- Shall be elected by a majority of officials at the Officials meeting, held prior to the LNBW Annual General Meeting.
- Fourteen (14) days notice in writing shall be given to Officials of the meeting.
- The Officials Representative shall hold a minimum of National A Officials rating.
 - Eligible to vote:
 - Full paid member of LNBW and in good standing.
 - Only officials that hold a Provincial B ratings or higher.
 - Must be a minimum of 18 years of age or over.

iii. The Athletes Representative

- Shall be elected by majority of wrestlers at an athletes' meeting held prior to the LNBW Annual General Meeting.
- Fourteen (14) days notice in writing shall be given to all athletes of the meeting.
 - Eligible to vote:
 - Full paid member of LNBW and in good standing.
 - Must be a minimum of 18 years of age or over.

Bylaw 24: Zone Representatives

- a. The Zone Representatives are Directors on the Board of Directors.
- b. There shall be four Zone Representatives as follows:
 - i. West Zone – Includes Privileged Members from Edmundston to Oromocto regions.
 - ii. South Zone – Includes Privileged Members from St. Stephen to Sussex regions.
 - iii. East Zone – Includes Privileged Members from the Moncton region.
 - iv. North Zone – Includes Privileged Members from Rexton to Campbellton regions.
- c. Each Zone Representative shall be elected at specially held zone meetings by the Privileged Members Group of that zone.
- d. Every Privileged Member Group in each respective zone must be duly notified of said meeting at least fourteen (14) days prior in writing.
- e. The Zone Representative must be a member in good standing with the LNBW and the zone he/she represents.
- f. The Zone Representative must reside within the zone and must be 18 years of age or over.
- g. The Zone Representatives shall be elected by acclamation onto the Board of Directors by the voting members at the Annual General Meeting.

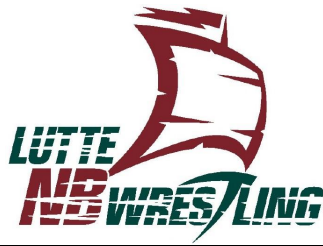


Bylaw 25: Directors at Large

- a. Director at Large are Directors on the Board of Directors.
- b. Each Director at Large shall be elected by the voting members at the Annual General Meeting.
- c. Any Privileged member or Constituent member may nominate an individual to be elected as a Director at Large.
- d. Director at Large must be 18 years of age or over.

Bylaw 26: Privilege Membership

- a. To be classed as a Privilege Member, a “club” shall consist of:
 - i. Having a minimum of ten (10) athletes at Kids, Novice and Bantam age group that are registered and fully paid member with LNBW;
 - ii. Having a minimum of ten (10) athletes at Cadet, Juvenile, Junior and Senior age group that are registered and fully paid member with LNBW;
 - iii. Having a minimum of one (1) certified coach that is registered and fully paid member of LNBW.
- b. Any “club” that does not meet the minimum standard as defined above in Bylaw 26.a, shall be classed as an Ordinary Member.



Appendix A: Order of Business at Board of Directors Meetings

- a. Conduct of Board of Directors meetings will be in the manner as described:
- Call to Order;
 - Roll Call;
 - Approval of Minutes;
 - President's Report;
 - Secretary-Treasurer Report;
 - Technical Chairperson Report;
 - Directors Reports;
 - Committee Reports;
 - Old Business;
 - New Business;
 - Election of Honorary and/or Honorary Life Members;
 - Presentation of Budget;
 - Adjourn.

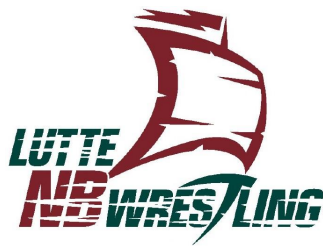
Certified to be a true copy of the revised Constitution and Bylaws of the Lutte New Brunswick Wrestling duly enacted by LNBW at a Board of Directors Meeting (BOD) held in the City of (XXXX), in the Province of New Brunswick on the (Date and Time).

PRESIDENT

SECRETARY-TREASURER

WITNESS

WITNESS



Appendix B: Amendment to Constitution or Bylaws

The following amendment is proposed:

PROPOSED BY:

DATE:

SECONDED BY:

DATE:

1. Any member may propose an amendment at any time.
2. Proposals by any member to amend must be received by the Board of Directors, hereinafter referred to as the "BOD", at least thirty (30) days prior to the Annual General Meeting, hereinafter sometimes referred to as the "AGM".
3.
 - a) The individual members of the BOD will review the proposed amendment and will advise the members if they are in agreement, disagreement or have any suggested changes in wording.
 - b) Such advice must be given no more than ten (10) days after the proposed amendment was received by the BOD.
 - c) The member may accept or reject the BOD decision and advice on the proposed amendment.
 - d) If the member so wishes, the LNBW Office will distribute the proposed amendment to all voting members as a "Notice of Motion" which will be presented at the AGM regardless of the BOD position on the matter.
4. Proposals to amend must be circulated to the membership at least fourteen (14) days prior to the AGM.
5. Approval to amend the Constitution will require a two-thirds (2/3) majority vote of the voting members present at the AGM.
6. A Constitution amendment may NOT be reworded at the AGM.
7. Ratification of a bylaw amended by the BOD will require a two-thirds (2/3) majority vote of the voting members present at the AGM.
8. A bylaw amendment MAY be re-worded at the AGM.