

Article 1: Definitions

In these By-laws, unless there is something in the subject or context inconsistent there-with:

1. "Club" means any organized curling facility in the province of Nova Scotia with a total membership of thirty (30) or more persons, exclusive of the number of divisions operating in the facility.
2. "Member Club" means any Club which has applied for, and been accepted into, membership in the Society.
3. "Voting Member" means an official delegate of a Member Club and/or a member of the Board of Directors
4. "Society" means the Nova Scotia Curling Association
5. "Registrar" means the Registrar of Joint Stock Companies appointed under the Nova Scotia Companies Act
6. "Special Resolution" means a resolution passed by not less than three-fourths of such members entitled to vote as are present at a general meeting of which notice, as required, specifying the intention to propose the resolution as a special resolution has been given.
7. "Board" means the Board of Directors, comprised of Officers and Directors of the Society
8. "Director" means any member of the Board of Directors
9. "Past President" means a non-serving President who has completed at least one (1) one year term as President.
10. "Immediate Past President" means the most recent Past President eligible to serve as a member of the Board of Directors

Article 2: Membership

1. The subscribers to the Memorandum of Association, and such other persons as shall be admitted to membership in accordance with these by-laws, and none others, shall be members of the Society.
2. All organized curling Clubs operating within the province of Nova Scotia shall be eligible for membership in the Society. Application for membership shall be in writing, duly signed by the proper officers of the Club, shall state that the applicant agrees to pay dues assessed as herein provided and to abide by the by-laws of the Society and shall be forwarded to the registered office of the Society. Clubs shall become members of the Society upon approval of the Board of Directors.
3. A Member Club that has met its financial responsibilities to the Society, abides by the by-laws of the Society, and complies with its rules and regulations shall be in good standing.
4. The membership of any Club may be terminated by a vote of three-quarters of the Directors in attendance and voting at any meeting of the Board of Directors in the event that:
 - a) Prescribed fees or assessments are unpaid; or
 - b) By-laws or regulations of the Society are not followed; or
 - c) The curling facility ceases operation.

provided that, in case of termination for non-payment of fees or assessments, such Club shall be automatically reinstated if, within sixty (60) days after termination, the Club pays to the Society all arrears to date of reinstatement. After sixty days of termination for non-payment of fees, a Club must re-apply for membership.

5. Any Member Club may resign from the Society by written notice addressed to the Secretary of the Society. Such resignation shall be effective upon receipt, but shall not discharge, however, the resigning affiliate from the obligation to pay the Society any assessments that are due and unpaid.
6. Associate Organization: The Nova Scotia Curling Association shall allow provincial curling organizations, representing a defined group of organized curlers, to be associated with the NSCA as an Associate Organization. The provincial curling association shall be registered and in good standing with the Nova Scotia Registry of Joint Stocks. The Associate Organization must have a Provincial Championship.
7. Associate Organizations will be required to pay a fee as set out in Article 3: Fees and Assessments.
8. To become an Associate Organization provincial curling associations that do not fall under the NSCA's mandate shall apply in writing, duly signed by the proper officers of their Association, and abide by the by-laws of the Society. Provincial curling associations that do not fall under the NSCA's mandate shall become Associate Organizations of the Society upon approval of the Board of Directors.
9. Associate Organizations will have the rights and privileges as established in the NSCA Associate Organization Policy. Associate Organizations do not become Voting Members of the Society but will be invited to attend the Annual General Meeting and Semi-annual General Meeting, if one is held.
10. "Affiliate Organization" is defined as organized groups of curlers within Nova Scotia who do not have access to membership in a registered member curling club. They would have to fulfill the admittance criteria similar to member clubs as defined in Articles 2.2 through 2.5. They have access to the training and development services of the NSCA. Affiliate Organizations that wish to participate in sanctioned NSCA curling events will obtain written approval from the NSCA and be required to pay a per member fee, as well as provide required member information for reporting purposes, to the NSCA.
11. The Affiliate Organizations will be required to pay a fee as set out in Article 3: Fees and Assessments.
12. To become an Affiliate Organization, groups that do not fall under the NSCA's mandate shall apply in writing, duly signed by the proper representatives of their group, and abide by the by-laws of the Society. Groups that do not fall under the NSCA's mandate shall become Affiliate Organizations of the Society upon approval of the Board of Directors.
13. Affiliate Organizations will have the rights and privileges as established in the NSCA Affiliate Organization Policy. Affiliate Organizations do not become Voting Members of the Society but will be invited to attend the Annual General Meeting and Semi-annual General Meeting if one is held.

Article 3: Fees and Assessments

1. The Board of Directors shall, yearly and in consideration of the best interests of the Society, recommend fees, assessments, and schedules of payment for membership in the Society, for ratification by Voting Members at a general meeting.
2. Associate Organization Fee: To be determined yearly by the Board of Directors of the NSCA.
3. Affiliate Organization Fee: To be determined yearly by the Board of Directors of the NSCA.

Article 4: Fiscal Year

1. The Fiscal Year of the Society shall be the period from April 1st in any year to March 31st in the year following.

Article 5: Meetings

1. The Annual General Meeting of the Society shall be held within ninety (90) days of the end of the Fiscal Year of the Society.
2. The requirement for a Semi-annual General meeting shall be determined at the preceding Annual General Meeting of the Society
3. A Special General Meeting of the Society may be called at any time by a majority of the Directors and shall be called by the Directors if requested in writing by at least twenty percent (20%) of the Member Clubs in good standing at the time of presentation of the request. Any such request must specify the business to be conducted at the meeting.
4. In the case of an Annual or Semi-annual General Meeting of the Society, thirty (30) days' notice of meeting is required, while a Special General Meeting requires fourteen (14) days' notice. Such notice shall specify the place, day and hour of the meeting and, in the case of special business; the nature of such business shall be given to the members. Notice shall be given in writing and by sending it through either the post in a prepaid letter or electronically addressed to each Member Club at its last known contact address. Any notice shall be deemed to have been given two (2) days subsequent to the date of posting in the ordinary course. Proof of such service shall be sufficient by statement that the notice is properly addressed. Non-receipt of such notice shall not invalidate the proceedings at any general meeting.
5. At each general meeting of the Society, the following items of business shall be dealt with and shall be deemed to be ordinary business:
 - a) Minutes of preceding general meeting
 - b) Consideration of business arising from the minutes
 - c) Correspondence
 - d) Consideration of the report of the Directors
 - e) Consideration of the financial statements
 - f) Resolutions
 - g) Elections to the Board of Directors, as required.
 - h) New business
 - i) Appointment of auditors
6. No business shall be transacted at any meeting of the Society unless a quorum of members is present at the commencement of such business. Such quorum shall consist of not less than

twenty (20) Voting Members of the Society, exclusive of members of the Board of Directors, or a smaller number if ten (10) or more Member Clubs are represented.

7. If, within one-half hour from the time appointed for any meeting of the Society, a quorum of Voting Members is not present, the meeting, if convened upon the requisition of Member Clubs, shall be dissolved. In any other case it shall stand adjourned to such time and place as the majority of the Voting Members then present shall direct, consistent with the period of notice of meeting as provided in these By-laws. The number of Voting Members attending the rescheduled meeting will constitute a quorum.
8. The President of the Society shall preside as Chair at every general meeting of the Society.
9. If there is no President, or if at any meeting the President is not present at the time of holding same, the Vice-president shall preside as Chair.
10. If there is no President or Vice-president or if at any meeting neither the President nor Vice-president is present, the members present shall choose some one of their number to act as Chair for such meeting.
11. The Chair may, with the consent of the meeting, adjourn any meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place, unless such notice of new business is given to the Member Clubs and Board of Directors. The parliamentary authority of this Society shall be Robert's Rules of Order.

Article 6: Votes of Members

1. Power to act and vote on any matter shall reside in the Voting Members of the Society.
2. Each Member Club in good standing shall be entitled to appoint up to two official delegates to any general meeting of the Society, each of whom may cast one (1) vote on any matter before the meeting, provided they are present at such meeting. Proxy votes shall not be permitted.
3. Each member of the Board of Directors shall have one (1) vote at any meeting of the Board or Society at which they are present.
4. Every member in good standing of a Member Club shall be permitted to attend and participate in discussion at any meeting of the Society, but only members of the Board of Directors and official delegates of Member Clubs may vote at any meeting of the Society.
5. The Chair at any meeting of the Board of Directors or of the Society shall have no vote except in the case of an equality of votes, in which case the Chair shall have a casting vote.
6. If NSCA chooses to make available a telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during a meeting of members, any person entitled to attend such meeting may participate in the meeting by means of such telephonic, electronic or other communication facility. A person participating by such means is deemed to be present at the meeting.

Any person who is entitled to vote at the meeting may vote by means of any telephonic, electronic or other communication facility that the Society has made available for that purpose.

Items requiring approval of the NSCA membership may be circulated through electronic means to club representatives and votes may be collected through responses returned. Results will be considered official if at least ten member clubs respond to the request for approval.

7. At any general meeting, unless a poll is demanded by at least five (5) Voting Members, a declaration by the Chair that a resolution has been carried and an entry to that effect in the proceedings of the Society shall be sufficient evidence of the fact, without proof of the number or proportion of the members recorded in favour of or against such resolution. If a poll is demanded in manner aforesaid, the same shall be taken in such manner as the Chair may prescribe and the result of such poll shall be deemed to be a resolution of the Society.

Article 7: Directors and Officers

1. The subscribers to the Memorandum of Association of the Society shall be the first Directors of the Society. The Society may, however, elect the first Directors at its first meeting of the Society after incorporation, in accordance with the provisions of these by-laws. In such case, any number of subscribers to the Memorandum of Association shall be deemed to have resigned from the Board.
2. The Society shall have a Board of Directors consisting of a President, two (2) Vice-Presidents, Secretary, Finance Director, seven (7) Regional Directors, not more than four (4) Functional Directors, and the immediate Past President.
3. The President, Vice-Presidents, Secretary and Finance Director shall be the Officers of the Society.
4. The province shall be divided into seven (7) regions, each represented on the board by a Regional Director resident in and member of a Member Club within that region. The regions shall be: Cape Breton Region, Central Region, Fundy Region, Northern Region, South Shore Region, Southwest Region and Valley Region. Member Clubs shall be placed into the appropriate region by resolution of the Board of Directors.
5. Not more than four (4) Directors may be elected to fill positions as Directors of Functional areas as approved by resolution of the Board of Directors of the Society. Such functional areas may include, but not limited to competitions, junior development, communications, technical, participation, sponsorships, partnerships, officiating, communications and marketing. A Functional Director may be responsible for more than one functional area of the Society.
6. Any member in good standing of a Member Club shall be eligible to serve as a Director of the Society. However, not more than three (3) members of any one Member Club shall serve on the Board of Directors at any one time.

Where director positions require specific skills/experience and no member is identified with these skills/experience, non-members who meet the criteria for these positions will be eligible to serve as a Director of the society.

7. The Officers of the Society and Functional Directors shall be elected by the Voting Members present and voting at the Annual General Meeting of the Society.
8. All Directors shall hold office in good faith and without remuneration, except that expenses incurred may be reimbursed according to established policy of the Board of Directors.
9. The President and Vice-Presidents shall be elected for a one (1) year term and shall have the option of serving for one additional term without re-election. The Secretary and Finance Director shall be elected for a two (2) year term and shall have the option of serving for one additional term without re-election. Functional Directors shall be elected for two (2) year terms and shall have the option of serving for one additional term without re-election. Regional Directors shall be elected for two (2) year terms in accordance with Article 7 Section 11 and shall have the option of serving for one additional term without re-election. Neither the President nor Vice-Presidents may

serve more than their elected term and their renewal without a break of at least one (1) year. The Secretary, Finance Director, Regional Directors, and Functional Directors may stand for re-election in the normal course following the conclusion of their two (2) year term plus one additional term. Any such re-election shall be in accordance with the provisions of Section 10 and 11 of Article 7.

10. The Board of Directors shall, not later than February 1st of each year, establish a Nominating Committee for the purpose of identifying prospective Directors and obtaining their agreement to stand for election. The Nominating Committee shall
 - a) Determine the intentions of the current Directors with respect to serving in the coming year.
 - b) Identify the positions to be filled.
 - c) Identify prospective Directors and obtain their consent to be nominated, and
 - d) Submit their report, in writing, to the Secretary not later than forty-five (45) days before the annual meeting of the Society, at which time nominations shall cease.

In identifying prospective Directors, the Nominating Committee shall both approach individual curlers who are eligible to serve and invite Member Clubs to submit names of club members who are interested and able to serve.

11. Positions for which there is only one nominee shall be declared filled by acclamation. Positions for which there is more than one nominee shall be filled by election at the Annual General Meeting except in the case of a Regional Director. In this case an election will be held by the Clubs in the appropriate Region.

The Secretary shall prepare ballots containing the names of the nominees. One ballot shall be given to each Voting Member present at the General Meeting, who shall clearly mark the ballot to indicate their choice. If a majority vote is not attained after any vote, the nominee with the least number of votes shall be removed from the ballot and a subsequent vote shall be held until a majority is attained by a candidate.

In the case of a Regional Director and if the majority of the Clubs from that Region are not present at the General Meeting, a write-in vote shall be allowed. This vote shall take place within fourteen (14) days of the Annual General Meeting. The Secretary or designate, through the office of the Society, shall conduct this election.

12. A Director or Officer may be removed from office by resolution of the Board of Directors or of a General Meeting of the Society if they:
 - a) Are absent without just cause from two consecutive meetings of the Board of Directors
 - b) Fail to carry out their duties.
 - c) Conduct themselves in a manner detrimental to the Society.
 - d) Cease to be a member in good standing of a Member Club
13. A Director or Officer so removed from office may appeal the decision in writing to the Secretary within three (3) weeks of being notified of the removal. The Board shall, within a further three (3) week period, review the grounds on which the appeal is made, confirm or alter the decision, and notify the person appealing immediately thereafter. No further appeal may be made.
14. In the event that an Officer or Director resigns office, ceases to be eligible for office, or is removed from office by resolution, such office shall be declared vacated. The vacancy created may be filled by appointment by the Board of Directors except in the case of a Regional Director. The appointment will be subject to ratification at the next General Meeting of the Society

In the case of the Regional Director, an election will be held by the Clubs in the appropriate region either by representatives in person (including proxy) or by e-mail. The Society shall oversee this election. Refer to Article 7, Section 11.

15. Meetings of the Board of Directors shall be called by the President and shall be held as often as the business of the Society may require or at the written request of three members of the Board. A meeting of Directors may be held at the close of any general meeting of the Society without notice. Notice of all other meetings, specifying the time and place thereof, shall be given orally or in writing to each Director within a reasonable time before the meeting is to take place, but non-receipt of such notice shall not invalidate the proceedings at any meeting of the Board of Directors.
16. No business shall be transacted at any meeting of the Board of Directors unless a majority in number of the Directors are present at the commencement of such business. If a meeting must be cancelled due to lack of a quorum, those present will establish another date for the meeting, allowing for reasonable notice to all members of the Board of Directors. The number of members attending the rescheduled meeting will constitute a quorum.
17. The President, or in their absence, One of the two (2) Vice-Presidents, or in the absence of all of them, any Director appointed from amongst those Directors present shall preside as Chair at meetings of the Board.
18. The President shall have general supervision of the activities of the Society, chair meetings of the Society, and perform such duties as may be assigned by the Board of Directors from time to time.
19. The Vice-Presidents shall, at the request of the Board and subject to its directions, perform the duties of the President during the absence, illness, or incapacity of the President or during such period as the President may request.
20. The Secretary of the Society shall keep the minutes of the meetings of both the Society and the Directors, maintain custody of books and records and perform such other duties as may be assigned by the Board of Directors. The Board of Directors may, if required, appoint a temporary substitute for the Secretary who shall, for the purpose of these By-laws, be deemed to be the Secretary.
21. The Finance Director shall maintain the accounts of the Society, receive and disburse funds according to the fiscal policies of the Society, and carry out such duties as the Board of Directors may assign. The Board of Directors may, if required, appoint a temporary substitute for the Finance Director who shall, for the purpose of these By-laws, be deemed to be the Finance Director.

Article 8: Powers of Directors

1. The management of the activities of the Society shall be vested in the Directors who, in addition to the powers and authorities by these by-laws or otherwise specially conferred upon them, may exercise all such powers and do all such acts and things as may be exercised or done by the Society and are not hereby or by Statute expressly directed or required to be exercised or done by the Society in a General Meeting.
2. Without restricting the generality of the foregoing, the Board of Directors shall have and may exercise the following powers on behalf of the Society:
 - a) To acquire, purchase, lease, sell, mortgage and convey all real and personal property, subject to the provisions of these By-laws and the Societies Act

- b) To borrow or raise money by way of bank overdraft, promissory note, the issue of bonds, debentures or other obligations or securities in the name of the Society, or by mortgage pledge or charge of all or any part of the property or undertaking of the Society upon such terms as the Board of Directors may deem expedient and to purchase, redeem or pay off any of the same, subject to the provisions of the herein By-laws and the Societies Act
 - c) To erect, purchase, repair, improve, construct, maintain, alter, sell or dispose of any building structures, equipment or furnishings, the property of the Society.
 - d) To make and enter into contracts, bonds, engagements, and agreements to collect all monies due the Society or that may become due to it, to bring and defend all actions in the corporate name of the Society in respect to all claims and demands due or owing by the said Society.
 - e) To draw, make, accept, endorse, discount, execute, issue and deliver promissory notes, bills of exchange, cheques, receipts, bills of lading, and all other negotiable instruments.
 - f) To invest and deal with the monies, securities, bequests or endowments of the Society not immediately required for the maintenance and administration in such manner as may from time to time be determined.
 - g) To do any or all of the foregoing as principal or by means of its officers, trustees, servants or otherwise.
 - h) The Board of Directors shall have charge of the planning and supervision of the financial affairs of the Society and, in particular, the receipt, custody, banking and disbursement of funds, the accounting, budget control, the preparation of annual budgets and estimates for the Society, and the collection of monies due the Society, the investment and/or re-investment of funds, transfer of securities, organization of appeals for current funds, and for the endowment of the work of the Society
 - i) The Board of Directors shall have the power to engage any and all paid staff and employees and determine the duties, responsibilities and remuneration of such persons.
3. Notwithstanding anything contained in these By-laws, a Special Resolution of the Society shall be required to borrow in excess of ten thousand dollars (\$10,000.00), to borrow any amount of money which will create a liability for the Society in excess of any current cash surplus, or to sell any Society asset of a value exceeding five thousand dollars (\$5,000.00).
 4. Funds of the Society shall only be invested in securities as contained in the Trustees Act of Nova Scotia, being Chapter 317 of the Revised Statutes of Nova Scotia (1967) and Amendments, thereto.
 5. The Officers of the Society, or any number of them to a minimum of three (3), shall be empowered as signing officers of the Society for the purposes of executing cheques, contracts, and other documents. The signature of any two shall be required in all instances, except that regular expenses and invoices within the amounts previously approved by the Directors may be paid by an authorized member or employee of the Society, on his/her signature only, in individual amounts not exceeding one thousand dollars (\$1,000.00).

Article 9: Committees

1. The President, at any meeting of the Board of Directors or of the Society, may constitute and appoint such committee(s) as by a majority vote of those members present, are deemed necessary and expedient for the carrying out of the Society's activities and objects.

2. The Board of Directors shall define the jurisdiction and duties of all committees and may appoint any additional or special committees as it sees fit at any time and without the consent of the members of the Society. These committees must be chaired or vice-chaired by a Board member. Each committee must develop a set of policies and objectives governing their operation. This set of policies and objectives shall be submitted to the Board of Directors for approval and a copy kept by the Secretary. All amendments to these policies and objectives shall be submitted for approval of the Board of Directors.
3. A committee shall meet at the call of its chair, may appoint sub-committees for the carrying out of its work, shall not contract any indebtedness without authorization of the Board of Directors, and shall submit a report on its work to the Board of Directors or at meetings of the Society when required by the Board of Directors.
4. A *Finance Committee* shall be established annually by the Board of Directors. It shall consist of the Finance Director, as chair, the President (ex-officio), and two other Directors as members. Under the Direction of the Board, it shall have charge of all finances of the Society, recommend ways and means of revenue for its maintenance, supervise expenditures, and approve all accounts before payment.
5. A *Competitions Committee* shall be established annually by the Board of Directors. It shall be chaired by a Director and shall supervise and coordinate the conduct of Provincial Championship events within regulations approved by the Board of Directors.
6. A *Junior Curling Committee* shall be established annually by the Board of Directors. It shall be chaired by a Director and shall supervise and coordinate all aspects of junior curling other than Provincial Championship Events and ensure compliance with regulations approved by the Board of Directors.
7. An *Athlete Development Committee* shall be established annually by the Board of Directors. It may be chaired by a Director and shall supervise and coordinate all aspects of adult curling skills development in compliance with regulations approved by the Board of Directors.
8. An Operations Committee composed of the President, the Vice-Presidents, the Finance Director, the Director of Competitions, and the Executive Director ex officio shall be responsible for the operation of the Society between Board of Directors meetings as set down by policy. The Operations Committee shall be chaired by the President of the Society

Article 10: Review of Accounts

1. The Board of Directors shall make a written report to the members as to the financial position of the Society and the report shall contain a balance sheet, statements of revenue, expenses and members' equity.
2. An external accountant shall be appointed annually by the Society at its Annual General Meeting.

The external accountant shall review the balance sheet and statements of revenue, expenses, and members' equity in accordance with generally accepted accounting standards and prepare a compilation or review engagement.

The compilation or review engagement will be prepared in accordance with the Canadian Standard on Related Services and include having the accountants comply with relevant ethical requirements to assist the Society in the preparation of financial information. The organization is responsible for the accuracy and completeness of the underlying information used to compile the information as well as selecting the basis of accounting.

A review engagement will be prepared every four years, and a compilation engagement will be prepared every other year.

3. A copy of the balance sheet showing the general particulars of the Society's liabilities and assets and a statement of its income and expenditures in the preceding year, signed by two Directors shall be filed with the Registrar within fourteen (14) days following the Annual or Semi-Annual General Meeting of the Society, together with a copy of the Review Engagement or the Compilation Engagement Report.

Article 11: Repeal and Amendment of By-Laws

1. The Society shall be empowered to repeal or amend any of these By-laws by a Special Resolution passed by a three-fourths majority at any general meeting.
2. A Special Resolution may be proposed by the Board of Directors or by any Member Club and shall be submitted in writing to the Secretary at least forty-five (45) days prior to any general meeting of the Society. Special Resolutions shall be included in the notice of meeting sent to all Member Clubs and Directors at least thirty (30) days prior to the meeting in accordance with Article 5: Meetings.
3. The notice period for any Special Resolutions or resolutions to amend the rules and regulations for provincial championship play may be waived providing:
 - a) The proposed resolution is presented in writing, and;
 - b) The request to waive the notice period is unanimously approved by the meeting at which it is presented.

Article 12: Indemnities to Directors and Others

1. Every Director or Officer of the Society, or other person having been duly authorized by Resolution of the Board of Directors, who has undertaken or is about to undertake any liability on behalf of the Society and their heirs, executors and administrators, and estate and effects respectively, shall from time to time and at all times, be indemnified and saved harmless, out of the funds of the Society, from and against:
 - a) All costs, charges and expenses whatsoever which such Director, Officer, or other persons sustains or incurs in or about any actions, suit or proceeding which is brought, commenced or prosecuted against them or in respect of any act, deed, matter or thing whatsoever made, done or permitted by them in or about the execution of the duties of their office; and
 - b) All other costs, charges and expenses which they sustain or incur in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by their own wilful neglect or default.

Article 13: Miscellaneous

1. The Society shall file with the Registrar with its Annual Statement, a list of its Directors, with their addresses, occupations and dates of appointment or election, and within fourteen (14) days of a change of Directors, notify the Registrar of such change.

2. The Society shall file with the Registrar a copy, in duplicate, of every Special Resolution within fourteen (14) days after the resolution is passed.
3. The seal of the Society shall be in the custody of the Executive Director and may be affixed to any document upon resolution of the Board of Directors.
4. The books and records of the Society may be inspected by any member at any reasonable time at the registered office of the Society.
5. The Society may create and maintain affiliations with other similar societies, clubs and organizations as are deemed prudent and advisable by the Society.
6. The Board of Directors may create, and amend from time to time, rules and regulations for provincial championship play. The Rules and regulations shall be submitted in writing to the Secretary at least thirty (30) days prior to any General Meeting for ratification by the Membership.
7. Member Clubs may, from time to time, propose new or amended rules and regulations for provincial championship play. Such proposals shall be submitted in writing to the Chair of the Competitions Committee at least forty-five (45) days, and to the Member Clubs at least thirty (30) days prior to any General Meeting of the Society.
8. Resolutions lacking the notice period may only be considered if a waiver of notice is approved according to Article 11 Section 3 of these by-laws. Current rules and regulations shall be made available to all Member Clubs.
9. The Board of Directors may create, and amend from time to time, policies, procedures and regulations for the administration and operations of the Board of Directors and of the Society.