

CONSTITUTION
OF
WESTERN MUSTANGS ATHLETIC ALUMNI
OF THE UNIVERSITY OF WESTERN ONTARIO

ARTICLE 1. NAME AND INTERPRETATION

- 1.1 The name of the organization shall be Western Mustangs Athletic Alumni of The University of Western Ontario and shall be referred to hereinafter as Western Mustangs Athletic Alumni (WMAA).
- 1.2 **DEFINITIONS** - In this Constitution and in all by-laws of Western Mustangs Athletic Alumni, unless the context otherwise requires:
- (a) " Advisory Officers " means individuals or their designates including without limitation the Director of Sports and Recreation Services, the Executive Director of Alumni Relations, the President of the Alumni Association, and any individual appointed by the board as an advisory officer.
 - (b) "Board" means the Board as defined in Section 5.2.
 - (c) "By-law" means any By-law of Western Mustangs Athletic Alumni from time to time in force and effect.
 - (d) "Honorary Officer" means an individual who has had a minimum of five (5) years of exceptional service as a director with Western Mustangs Athletic Alumni or its predecessors, and is appointed to act in this capacity by the Board.
 - (e) "University" means The University of Western Ontario and its affiliated colleges.

ARTICLE 2. HEAD OFFICE

- 2.1 The head office of Western Mustangs Athletic Alumni shall be at or within the proximity of the University or in such other location as the Board may from time to time by resolution
fix.

ARTICLE 3. MISSION AND OBJECTIVES

- 3.1 The WMAA is a diverse and inclusive group of former Western varsity athletes, coaches, and supporters. WMAA's mission is to build pride, create a sense of belonging, encourage and promote lifelong connections amongst athletic alumni, while upholding the tradition and heritage of Mustangs Athletics, and to provide ongoing support for all Western Mustangs athletic teams.
- 3.2 The objectives of Western Mustangs Athletic Alumni shall be:
- (a) To build relationships and lifelong connections with athletic alumni through various engagement opportunities;
 - (b) To keep Members informed of the status and activities of Mustangs athletics and athletic alumni activities at the University through communication methods and vehicles such as social media, the Mustang Scoop and any similar or successor WMAA publications;
 - (c) To encourage Members to support Mustangs athletic program activities at Western University and in the community that impact Mustangs athletics;
 - (d) To support projects that would benefit Mustangs athletics, team members, Western University, and the community;
 - (e) To provide advocacy, support, and advice for the continuing promotion of Mustangs athletics at the University;
 - (f) To contribute to the growth and prestige of the University's athletic programs and traditions;
 - (g) To raise the level of awareness of Mustangs athletics and to recognize the achievements of the University's athletes past and present;
 - (h) To respect the relevant objectives of the Alumni Association of the University and develop collaborations and synergies;
 - (i) To contribute to the growth and expansion of WMAA and any of its sport specific alumni branches or groups;
 - (j) To provide oversight, administration, and financial management for the development and sustainability of The John P. Metras Sports Museum.

ARTICLE 4. MEMBERSHIP

- 4.1 The following persons shall be members of Western Mustangs Athletic Alumni:
- (a) All former athletes who were members of any varsity team or varsity club of the University.
 - (b) All current or former coaches and managers of any varsity team or varsity club of the University. Any person upon whom the Board of Western Mustangs Athletic Alumni confers membership for support or exceptional contributions to the athletic programs of the University or as deemed appropriate by the Board.

ARTICLE 5. BOARD OF DIRECTORS

- 5.1 **DUTIES** -The affairs of Western Mustangs Athletic Alumni shall be managed by the Board. Without restricting the generality of the foregoing, the Board shall:
- (a) Establish Western Mustangs Athletic Alumni policies.
 - (b) Be responsible for the management and financial transactions of Western Mustangs Athletic Alumni.
 - (c) Adopt, defer or reject new projects or issues proposed at meetings of the Board.
 - (d) Be responsible to the members of Western Mustangs Athletic Alumni.
 - (e) Recruit where appropriate individuals to become active members of selected committees of Western Mustangs Athletic Alumni.
 - (f) Strike committees where needed and appropriate.
- 5.2 **COMPOSITION** -The Board shall consist of:
- (a) Twelve (12) Directors to be elected. There shall be six (6) seats for each gender. Any seat unfilled at an Annual General Meeting may be filled by any member.
 - (b) Honorary Officers, and
 - (c) Advisory Officers.
- Honorary Officers and Advisory Officers shall not have voting privileges.
- 5.3 **QUORUM** - Six (6) voting members of the Board shall constitute a quorum for the transaction of business at all meetings of the Board. Notwithstanding vacancies, the remaining voting Members of the Board may exercise all the powers of the Board so long as a quorum of the Board remains in office.
- 5.4 **QUALIFICATIONS** - No person shall be elected President, a President-Elect, or a Director or appointed to fill any of the aforementioned positions, if vacant, unless that person is a member of Western Mustangs Athletic Alumni.
- 5.5 **VACANCIES** -Vacancies on the Board may be filled for the remainder of that person's term of office from among the members of Western Mustangs Athletic Alumni, either by the members at a general meeting called for the purpose, or by the remaining members of the Board otherwise such vacancies shall be filled at the next annual meeting of Western Mustangs Athletic Alumni at which members of the Board for the ensuing year are elected or appointed.
- 5.6 **ELECTION AND TERM OF DIRECTORS** - Each Director shall hold office for a term of two (2) years and shall be eligible for re-election. The board's directors' terms shall be staggered such that in any one year only one half of the board is renewed or

replaced. The terms of the President-Elect and the Past President shall be one year in alternating years.

5.7 APPOINTMENT AND TERM OF HONORARY OFFICERS AND ADVISORY BOARD

- Each Advisory Officer shall be appointed by the Directors on an annual basis and shall hold office for a term of one year and shall be eligible for re-appointment. Each Honorary Officer shall be appointed, from time to time, by the Board and shall hold office for a lifetime term. The Director of Sports and Recreation Services, the Executive Director of Alumni Relations, and the President of the Alumni Association shall not be required to be reappointed each year and shall hold the position on the WMAA board as of right.

5.8 CALLING OF MEETINGS - Meetings of the Board shall be called and held from time to time at such place at such time and on such day as the President or the Board may determine. Notice of every meeting so called shall be given in writing to each member of the Board not less than three (3) days before the time when the meeting is to be held, save that no notice of meeting shall be necessary if all the voting members of the Board are present, or, if absent, waive in writing, notice of or otherwise signify their consent in writing to the holding of such meeting. Each notice of a meeting shall be accompanied by an agenda.

5.9 REGULAR MEETINGS -The Board may appoint a day or days in any month or months for regular meetings at a place and hour to be named.

5.10 PLACE OF MEETINGS -Meetings of the Board may be held at the head office of Western Mustangs Athletic Alumni or at any place as may be designated in the notice calling the meeting.

5.11 CHAIR OF MEETINGS - The President or in the President's absence the President's designate shall be chair of any meeting of the Board.

5.12 VOTING - At all meetings of the Board, every question to be decided by the Board shall be decided upon by a majority of the votes of its members cast on the question. All voting members of the Board shall have the right to one vote. If any member of the Board requests a recorded vote either before or after the first vote is taken the question shall be decided upon by a majority of the votes of the members of the Board cast on the question.

5.13 (a) ELECTRONIC ATTENDANCE - Attendance by members at any meeting of Western Mustangs Athletic Alumni including Board meetings and Annual General Meetings may be by electronic means such as telephone or internet. Such attendance shall be considered to be in person unless otherwise indicated in the Constitution.

(b) ELECTRONIC NOTICE - Electronic notice shall be considered notice in writing where notice in writing is contemplated by this Constitution.

5.14 CONFLICT OF INTEREST - Every member of the Board who has in any way directly or indirectly a pecuniary interest in any matter before the Board shall declare his or her interest at the meeting of the Board where the matter is being considered and such member of the Board shall abstain from voting on the matter.

5.15 DUTIES OF OFFICERS

(a) **The President** shall act as the chair at all meetings of the Board and the Annual General Meeting of the members-at-large. The President shall oversee all

activities of Western Mustangs Athletic Alumni to ensure full compliance with the objectives of Western Mustangs Athletic Alumni.

- (b) **The President-Elect** shall perform the duties of the President in the event of the President's absence or disability. Should the office of the President become vacant, the President-Elect shall become President for the unexpired term.
- (c) **The Treasurer** shall maintain up-to-date records with respect to the financial status of Western Mustangs Athletic Alumni and shall be responsible for providing the report of the financial position of Western Mustangs Athletic Alumni to the Board and the members at the Annual General Meeting.
- (d) **The Secretary** shall be responsible for production of the minutes of meetings of the board and of the executive, and together with the President shall be responsible for signing any and all documents requiring such on behalf of the WMAA.
- (e) **The Past-President** is responsible for advising the current President in the execution of the President's duties and to function on a consulting basis for the other members of the Board.
- (f) **In anticipation of there being Co-Presidents**, the Constitution recognizes that as legitimate, and where the descriptions of President, President-Elect and Past-President under this section appear as singular, they may be read as plural. Where the Constitution references any of the three aforementioned positions as singular, if there is a plurality, it shall be read as plural.

ARTICLE 6. EXECUTIVE COMMITTEE

6.1 **DUTIES OF THE EXECUTIVE COMMITTEE (Executive)** - Without restricting the generality of the foregoing, the Executive shall:

- (a) be responsible for the management of the WMAA and shall transact business of the WMAA between meetings of the Board.
- (b) shall provide at each annual general meeting of the members at large, a financial report of the WMAA along with a list of activities engaged in by the WMAA during the past year.
- (c) be charged with obtaining the support of the Director of Alumni Relations and Development and the Director of Sports and Recreation Services of the University for any functions or programs undertaken by The WMAA that have not been previously submitted for support to the Department of Alumni Relations and Development for the University, and, if required by the Director of Alumni Relations and Development, to provide a financial report of The WMAA.
- (d) prepare a slate of members to be considered for nomination and election or appointment to the Board and be responsible to the Board.

6.2 **COMPOSITION** -The Executive shall consist of:

President
President-Elect

Past-President
 Treasurer
 Secretary and
 Chair of the Museum Committee

- a. **QUORUM** - Three (3) members of the Executive shall constitute a quorum for the transaction of business at all meetings of the Executive. Notwithstanding vacancies, the remaining members of the Executive may exercise all the powers of the Executive so long as a quorum of the Executive remains in office.
- b. **QUALIFICATION** - Each member of the Executive shall be a member of The WMAA and shall be elected at the Annual General Meeting.
- c. **VACANCIES** - Vacancies in the Executive may be filled for the remainder of the term of office from among the members of The WMAA, either by the members at a General Meeting called for the purpose, or by the remaining members of the Board, otherwise such vacancies shall be filled at the next Annual Meeting of The WMAA at which members of the Executive for the ensuing year are elected or appointed.
- d. **TERM OF EXECUTIVE MEMBERS** - Each member of the Executive except for the President-Elect and Past-President shall hold a position for a period of two (2) years and shall be eligible for re-election for a further term of two (2) years. The President-Elect and Past-President shall hold office for a period of one year in alternating years.
- e. **CALLING OF MEETINGS** - Meetings of the Executive shall be called and held from time to time at such place at such time and on such day as the President or the Executive may determine.
- f. **VOTING** - At all meetings of the Executive, every question to be decided by the Executive shall be decided upon by a majority of the votes of its members cast on the question. Each member of the Executive shall be entitled to one vote.
- g. **PORTFOLIOS** - Each member of the Executive will be responsible for assuming the responsibility of managing a portfolio during that member's term of office.
- h. **DUTIES OF MEMBERS OF EXECUTIVE**
 - i. **The President** shall act as the chair at all meetings of the Board, the Executive, and the Annual General Meeting of the members-at-large. The President shall oversee all activities of the WMAA to ensure full compliance with the objectives of the WMAA.
 - ii. **The President-Elect** shall perform the duties of the President in the event of the President's absence or disability. Should the office of the President become vacant,

the President-Elect shall become President for the unexpired term.

- iii. **The Treasurer** shall maintain up-to-date records with respect to the financial status of the WMAA and shall be responsible for providing the report of the financial position of the WMAA to the Executive, the Board and the members at the Annual General Meeting.
- iv. **The Secretary** shall be responsible for production of the minutes of meetings of the board and of the executive, and together with the President shall be responsible for signing any and all documents requiring execution on behalf of the WMAA.
- v. **The Past-President** is responsible for advising the current President in the execution of the President's duties and to function on a consulting basis for the other members of the Executive and the Board. The past-president shall chair the nominating committee.

DECISIONS OF EXECUTIVE -All decisions or recommendations of the Executive are subject to approval and ratification by the Board. The Executive shall be permitted to make spending decisions on behalf of the WMAA and the limits of that spending shall be established from time to time by the full board of the WMAA.

(c) **ANNUAL GENERAL MEETING**

- a. **ANNUAL GENERAL MEETING** -The Annual General Meeting of the members of Western Mustangs Athletic Alumni shall be held at such time and on such day in each year and at such place as the Board may from time to time determine for the purposes of receiving annual and other reports, electing or appointing members of the Board, and for the transaction of such other business as may properly be brought before the meeting.
- b. **NOTICE OF MEETING** - Notice of the Annual General Meeting shall be given to all members of Western Mustangs Athletic Alumni at least fourteen (14) days prior to the date on which the meeting is to be held. The notice shall set out the place, day and hour of the meeting, and shall be published in the Alumni Gazette or such other publications including electronic media as may be determined by the Board.
- c. **RIGHT TO VOTE** - Every member shall be entitled to one vote at the Annual General Meeting.
- d. **QUORUM** - A quorum shall be comprised of ten (10) members at the meeting.
- e. **CHAIR OF MEETING** - The President or in the President's absence, the Past President shall be chair of the Annual General Meeting. In the absence of both the President and the Past President, the President-Elect or any other officer of Western Mustangs Athletic Alumni shall be designated as chair of the meeting.

- f. **VOTING PROCEDURE** - At the Annual General Meeting every question shall be decided by the majority of votes duly cast on the question except for constitutional changes as described in Article 11. In the case of an equality of votes at any meeting of members, either upon a show of hands or upon a poll, the Chair of the meeting shall not be entitled to a second vote.
- g. **SHOW OF HANDS** - Every question submitted to a meeting of members shall be decided by a show of hands and upon a show of hands every person who is present and entitled to vote shall have one (1) vote.
- h. **PROXIES** - Every member of Western Mustangs Athletic Alumni entitled to vote at the Annual General Meeting of Western Mustangs Athletic Alumni may by means of a proxy appoint another member of Western Mustangs Athletic Alumni as that member's nominee to attend and act at the Annual General Meeting in the manner, to the extent and with the power conferred by the proxy. The proxy shall be in writing, and shall be executed by a member entitled to vote and shall be in a form as the Board from time to time prescribes or in such other form as the Chair of the Annual General Meeting may accept as sufficient, and shall be deposited with the Secretary of the Annual General Meeting before any vote is called at the meeting, or at such earlier time and in such manner as the Board may prescribe. Any attending member may carry no more than one proxy.

(d) **CLUBS OR CHAPTERS**

- a. Any members or other interested persons may form chapters of Western Mustangs Athletic Alumni only for any objects that are compatible with those of Western Mustangs Athletic Alumni and subject to any by-laws that may be set down in this regard. The Board shall encourage and assist in the formation and programme of any such chapter.

(e) **RECORDS**

The records of Western Mustangs Athletic Alumni, including the names and addresses of its members, shall be available only for the direct purposes of Western Mustangs Athletic Alumni and shall be made available only in compliance with the PIPEDA (*Personal Information Protection and Electronic Documents Act*) or successor legislation. The President of Western Mustangs Athletic Alumni shall be responsible for the custody, safekeeping and maintenance of the books and records of Western Mustangs Athletic Alumni, at its head office or at such other location as may be determined by the Board.

(f) **BY-LAWS**

- a. The Board shall make by-laws as it deems necessary for the administration and governance of Western Mustangs Athletic Alumni in accordance with the objects of Western Mustangs Athletic Alumni as set out in Article 3. of this Constitution. All By-laws made by the Board are effective until and are subject to ratification by a two thirds majority vote of the members of Western Mustangs

Athletic Alumni at the next Annual General Meeting following the passing of the by-law by the Board.

- b. The Board may from time to time amend and repeal any of the By-laws of Western Mustangs Athletic Alumni subject to ratification by a two thirds majority vote of the members of Western Mustangs Athletic Alumni at the next Annual General Meeting following such amendment or repeal.

(g) **AMENDMENTS**

- a. **CONSTITUTION** - This Constitution may be amended by a two thirds majority vote of the members of Western Mustangs Athletic Alumni at the Annual General Meeting of Western Mustangs Athletic Alumni provided that the proposed amendments are sent with the notice calling the said meeting of members.
- b. **PROPOSED AMENDMENTS** - The Board or any member of Western Mustangs Athletic Alumni may propose an amendment to this Constitution. All such proposed amendments must be delivered to the President at least thirty (30) days prior to any Annual General Meeting.

(h) **DISSOLUTION, FUND RAISING, REPORTING, INDEMNIFICATION**

- a. Upon dissolution of Western Mustangs Athletic Alumni, all property of Western Mustangs Athletic Alumni shall be the property of the Alumni Association of the University.
- b. No fund raising shall be undertaken on behalf of the University without the prior approval of the office of the Vice President External of the University.
- c. Western Mustangs Athletic Alumni shall provide to the Executive Director of Alumni Relations for the University (not less than annual) a budget, and, if required, an activity report of Western Mustangs Athletic Alumni.
- d. If required, all information and lists of members of Western Mustangs Athletic Alumni generated in the course of the activities of Western Mustangs Athletic Alumni shall be transferred to the Department of Alumni Relations for the University.

(i) **ADOPTION**

- a. This Constitution is of full force and effect when it is adopted by the majority of the members present at a duly called Annual General meeting of Western Mustangs Athletic Alumni.

IN WITNESS WHEREOF this Constitution having been ratified in accordance with Article 13., is hereby executed by the proper officers, duly authorized in that regard, this 17th day of October, 2020.

Western Mustangs Athletic Alumni OF THE UNIVERSITY OF WESTERN ONTARIO

Per: _____

President

Per: _____

Secretary

BY-LAW NO. 1**A By-law relating to membership in Western Mustangs Athletic Alumni**

BE IT ENACTED as a By-law of Western Mustangs Athletic Alumni as follows:

ARTICLE 1. MEMBERSHIP

- 1.1 Membership in Western Mustangs Athletic Alumni (WMAA) shall consist of such persons who are WMAA members pursuant to the Constitution and are admitted as members by the Board of Western Mustangs Athletic Alumni.
- 1.2 **MEMBERS** – A member is a person who fits within any one of the following categories:
- (a) All former athletes who were members of any varsity team or varsity club of the University; and
 - (b) All current or former coaches and managers of any varsity team of the University and any person upon whom the Board of Western Mustangs Athletic Alumni confers membership for support or exceptional contributions to the athletic programs of the University or as deemed appropriate by the Board.
- 1.3 **MEMBER SUPPORT FEES** - shall be in an amount that may be levied from time to time by the Board. Any amendment to the amount of the member support fees payable shall be authorized by a majority vote of the members of the Board.
- 1.4 **VOTING** - Only persons who are members shall be entitled to vote at the Annual General Meeting of Western Mustangs Athletic Alumni.
- 1.5 **DIRECTORS** - Only persons who are members shall be qualified to hold office as a Director.
- 1.6 **TRANSFER OF MEMBERSHIP** - Unless specifically provided for in the By-laws of Western Mustangs Athletic Alumni, a membership is not transferrable.
- 1.7 **REVOCAION OF DIRECTORSHIP** – Any director who misses three consecutive meetings may be asked by the President of Western Mustangs Athletic Alumni to resign his or her seat.
- 1.8 **TERMINATION OF MEMBERSHIP** - Membership in Western Mustangs Athletic Alumni automatically terminates upon the happening of any of the following events:
- (a) If the person, in writing, resigns as a member of Western Mustangs Athletic Alumni; and
 - (b) If a member dies.
- 1.9 **LIABILITY OF MEMBERS** - Members shall not, as such, be held answerable or responsible for any act, default, obligation or liability of Western Mustangs Athletic Alumni or for any engagement, claim, payment, loss, injury, transaction, matter or thing relating to or connected with Western Mustangs Athletic Alumni.

1.10 **ANNUAL MEETING** - The Annual General Meeting of the members of Western Mustangs Athletic Alumni shall be held at such time and on such day in each year and at such place as the Board may from time to time determine for the purposes of receiving annual and other reports, electing or appointing members of the Board, and for the transaction of such other business as may properly be brought before the meeting.

1.11 **PROCEDURE AT MEETINGS** - All meetings of the WMAA shall be conducted according to Robert's Rules of Order.

ARTICLE 2. EFFECTIVE DATE

2.1 This By-law shall come into force without further formality upon its enactment.

Enacted as By-law No. 1 by the Board of Western Mustangs Athletic Alumni at a meeting duly called and regularly held and at which a quorum was present on the 25th day of May 2019.

President

Secretary

The foregoing By-law No. 1 as enacted by the Board of Western Mustangs Athletic Alumni is hereby ratified, sanctioned, confirmed and approved without variation by majority vote of all members entitled to vote at the Annual General Meeting of members duly called and regularly held and at which a quorum was present on the 25th day of May 2019.

President

Secretary