

**GENERAL BY-LAW NO. 1**  
**of the**  
**RUN NEW BRUNSWICK COMMITTEE**  
**(Enacted November 19, 2016)**

**Recitals**

WHEREAS Athletics New Brunswick (“ANB”) has authority to create committees and appoint persons to serve on committees;

AND WHEREAS ANB has appointed a committee known as Run New Brunswick (the “Committee”) consisting of nine (9) members, which Committee has the power to establish procedures for its own operation;

NOW THEREFORE BE IT HEREBY ENACTED as General By-Law No. 1 of the Committee (being by-laws relating generally to the transaction of the affairs of the Committee), as follows:

**ARTICLE I**

**Structure of the Committee**

- 1.1 The Committee shall consist of nine (9) members appointed from time to time by ANB.
- 1.2 Members of the Committee shall serve without remuneration but the Committee may pay allowances to the members in respect of their reasonable expenses incurred in connection with the work on the Committee.
- 1.3 Members of the Committee shall be appointed to serve three-year terms, provided that:
  - (a) subject to sections 1.4 and 1.5, members shall remain in office for successive three-year terms or until their successors are appointed; and
  - (b) the Committee may from time to time stipulate a restriction on the number of successive three-year terms a person may serve as a member of the Committee recognizing, at the same time, the need for stability in the management and operation of the Committee.
- 1.4 A member of the Committee shall be deemed to have resigned on failure to attend three consecutive duly called meetings of the Committee.

1.5 A member of the Committee may resign upon giving a written resignation to the Chairperson and such resignation becomes effective when received by the Chairperson or at the time specified in the resignation, whichever is later.

1.6 If a member of the Committee resigns, a replacement shall be appointed by the Committee for the balance of the unexpired term.

## ARTICLE II

### **Elected Officers and Other Officers**

2.1 The elected officers of the Committee shall consist of a Chairperson, a Vice-Chairperson and a Treasurer, who shall be elected by the members of the Committee from among its members. Any vacancy occurring in any such offices may be filled by the Committee from among its members for the remainder of the term of office of the retiring officer.

2.2 Elected officers shall serve a term of one (1) year or until their successors are elected. An officer may be removed at any time by a two-thirds affirmative vote of the Committee. An elected officer shall be deemed to have resigned office upon ceasing to be a member of the Committee.

2.3 The Chairperson shall preside at all Committee meetings and perform other duties as associated with the office and as required by the Committee.

2.4 The Vice-Chairperson shall assume the duties of the Chairperson in case of the Chairperson's absence, or inability to act in a conflict situation, and shall perform other duties as the Committee may from time to time determine.

2.5 The Treasurer shall keep or cause to be kept full and accurate books of account and accounting records in which shall be recorded all receipts and disbursements. The Treasurer shall have the care and custody of all the funds and securities of the Committee in such bank or banks or trust company or trust companies or with such depository or depositories and in such manner as the Committee shall direct. Without limiting the generality of the foregoing, the Treasurer shall:

- (a) hold, invest and re-invest the funds of the Committee in accordance with the resolutions adopted by the Committee from time to time;
- (b) make payments for approved expenditures in accordance with the resolutions adopted by the Committee from time to time;
- (c) prepare statements of revenues and expenditures and assets and liabilities for presentation to the Committee; and
- (d) perform all other duties assigned to him or her by the Committee incidental to the office of Treasurer.

2.6 The Committee shall appoint a Secretary, who shall attend all meetings of the Committee and shall be responsible for maintaining appropriate and accurate minutes of the meetings of the Committee in accordance with the provisions of Article V hereof.

### **ARTICLE III**

#### **Meetings**

3. Regular meetings of the Committee may be held at such place within in the Province of New Brunswick as may be agreed by the Committee from time to time, and may be held in person or by conference telephone. Such meetings shall be scheduled as required.

### **ARTICLE IV**

#### **Voting at Meetings**

4.1 A majority of members of the Committee constitutes a quorum.

4.2 A quorum shall not be lost in the event that one or more members are for any reason disqualified from voting on any question. If quorum is lost, any business transacted after the loss of quorum may be ratified as soon as possible by other members of the Committee.

4.3 Passage of a motion requires a simple majority of votes of all the members present and entitled to vote thereat including the Chairperson. Each member shall have one vote. In the case of an equality of votes, the Chairperson shall not be entitled to a casting vote.

**ARTICLE V****Minutes of Committee Meetings**

5. The minutes of every meeting of the Committee, including the substance of any decisions made, shall be distributed to all members of the Committee within seven (7) days after the holding of such meeting.

**ARTICLE VI****Conflict of Interest**

6. Any member of the Committee who has a financial, personal or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Committee, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to voluntarily excuse himself or herself from the meeting and will refrain from discussion and voting on said item. To the extent possible, such conflicts shall be identified before the meeting.

**ARTICLE VII****Documents**

7. Documents or any instruments in writing requiring execution by the Committee may be signed by any two of the following officers: the Chairperson, the Vice-Chairperson and the Treasurer. The Committee shall have the power from time to time by resolution to authorize any other members of the Committee to execute on behalf of the Committee specific documents or instruments in writing.

5  
**ARTICLE VIII**

**Sub-committees**

8.1 The following shall be standing sub-committees of the Committee:

- (a) the Recruitment and Nomination Sub-committee
- (b) the Awards Sub-committee
- (c) the Annual Banquet and Hall of Fame Sub-committee;

8.2 Membership on the Sub-committees shall be comprised of members of the Committee appointed by resolution or resolutions of the Committee and other persons similarly appointed.

**ARTICLE IX**

**Fiscal Policies**

9.1 The fiscal year of the Committee shall end on December 30.

**ARTICLE X**

**Amendments**

10. These by-laws may be amended by a two-thirds affirmative vote of Committee members present at any meeting, provided a quorum is present and provided a copy of the proposed amendment(s) are provided to each member at least two weeks prior to said meeting.

ENACTED this 19th day of November, 2016.

Run New Brunswick Committee

by \_\_\_\_\_  
Chairperson

by \_\_\_\_\_  
Treasurer