



MANITOBA CORNHOLE ASSOCIATION

BYLAWS

As adopted in Winnipeg, December 7, 2025

MISSION STATEMENT

The Manitoba Cornhole Association is dedicated to building a welcoming community around the game of cornhole. We promote inclusivity, sportsmanship, and friendly competition through organized leagues, tournaments, and events. Whether you're playing casually or competitively, our goal is to create a fun and engaging environment for all players to enjoy the game and connect with others.

BOARD OF DIRECTORS

PRESIDENT:	JEFF MUNDAY
VICE PRESIDENT:	JASON MCNISH
TRESURER:	VINCE RUNCHEY
SECRETARY:	ALANA ROUTHIER

DIRECTOR AT LARGE:	LEO ELLIOT
DIRECTOR AT LARGE:	DAREN FUNK
DIRECTOR AT LARGE:	vacant
DIRECTOR AT LARGE:	vacant
DIRECTOR AT LARGE:	vacant

BYLAWS OF Manitoba Cornhole Association Inc.

ARTICLE I – NAME AND PURPOSE

1.1 Name

The name of the organization shall be **Manitoba Cornhole Association Inc.**

1.2 Purpose

This Association is a non-share capital not-for-profit entity organized under The Corporations Act (Manitoba). Its purposes are to be the governing body to advocate for the growth and integrity of the sport of cornhole in Manitoba in accordance with the by-laws and regulations of Cornhole Canada, the rules of the game of cornhole and the regulations and requirements of Sport Manitoba. The Association will, from time to time, host events in Manitoba, support others in their cornhole related business and represent Manitoba's cornhole interests nationally and internationally. The activities of the Association shall be carried out without purpose of gain for its members, and any incidental profits earned by the Association shall be used for promoting its purposes.

ARTICLE II – MEMBERSHIP

2.1 Eligibility

Membership is open to clubs who are registered and in good standing with Cornhole Canada and who support the purposes of the Association and meet the criteria established by the Board of Directors.

2.2 Voting Rights

Each member in good standing shall be entitled to one vote at general meetings, unless otherwise specified by the Board. A member club shall nominate a representative from their respective membership base to vote at general meetings.

2.3 Termination of Membership

Membership may be terminated by resignation, failure to pay dues, or by resolution of the Board for conduct detrimental to the organization, with due process.

ARTICLE III – BOARD OF DIRECTORS

3.1 Composition

The Board shall consist of not fewer than 3 and not more than 9 Directors, elected by the members. Each Director must be a registered member in good standing with Cornhole Canada.

3.2 Term

Directors shall serve for a term of 2 years and may be re-elected for a maximum of 3 consecutive terms.

3.3 Powers and Duties

The Board is responsible for overall governance, strategic direction, and financial oversight of the Association.

3.4 Meetings

The Board shall meet at least ten (10) times per year. Quorum is a majority of Directors then in office.

3.5 Vacancies

Vacancies on the Board may be filled by appointment of the Board until the next Annual General Meeting (AGM).

3.6 Removal

A Director may be removed by a two-thirds (2/3) vote of the Board or of the members at a general meeting.

ARTICLE IV – OFFICERS

4.1 Designation

The officers shall include a President, Vice-President, Secretary, and Treasurer, elected from among the Directors.

4.2 Duties

- **President:** Chairs meetings, represents the organization, ensures effective governance.
- **Vice-President:** Assists the President and assumes duties in their absence.
- **Secretary:** Maintains minutes and records.
- **Treasurer:** Oversees financial matters, reporting, and compliance.

ARTICLE V – MEETINGS OF MEMBERS

5.1 Annual General Meeting (AGM)

The AGM shall be held once per fiscal year, within 6 months of the August 31 year-end, for the purposes of electing Directors, receiving reports, and conducting official business.

5.2 Special Meetings

Special meetings may be called by the President, a majority of the Board, or 10% of the voting members.

5.3 Notice

Notice of meetings must be provided to members at least 21 days in advance.

5.4 Quorum

Quorum for a general meeting shall be 75% of the voting membership.

5.5 Voting

Votes shall be by show of hands or secret ballot. Proxy voting is not permitted unless otherwise authorized by the Board.

ARTICLE VI – FINANCIAL MATTERS

6.1 Fiscal Year

The fiscal year of the organization shall end on August 31 each year.

6.2 Financial Statements

Internally prepared financial statements shall be presented at the AGM.

6.3 Banking and Signing Authority

The Board shall designate signing officers. All payments must be approved by two authorized officers.

6.4 Remuneration

Directors shall not receive remuneration for acting in their capacity as Directors but may be reimbursed for reasonable expenses.

ARTICLE VII – COMMITTEES

7.1 Creation and Authority

The Board may establish committees to carry out specific functions (e.g., Marketing Committee, Events Committee, Discipline Committee).

7.2 Membership

Committee members may include non-Directors. Each committee shall report to the Board.

ARTICLE VIII – AMENDMENTS

8.1 Bylaw Amendments

These bylaws may be amended by a two-thirds (2/3) vote of members present at a general meeting, provided notice of the proposed amendments was given at least 21 days in advance.

ARTICLE IX – DISSOLUTION

9.1 Winding Up

Upon dissolution, the assets of the organization shall be distributed to one or more recognized charitable or not-for-profit sports organizations in Manitoba, as determined by the Board and in accordance with The Corporations Act.

Article X: Board Vacancies and Elections

Section 1: Filling Board Vacancies

1. Definition of a Vacancy

A vacancy on the Board of Directors occurs if a director resigns, is removed, becomes incapacitated, or otherwise cannot fulfill their duties before the end of their term.

2. Appointment Process

a. Upon the occurrence of a vacancy, the remaining Board members shall notify all directors and begin the process to fill the position.

- b. The Board may solicit applications, nominations, or recommendations from within their professional network or relevant industry groups.
 - c. Interested candidates shall submit a statement of interest, resume, or other relevant qualifications for consideration.
 - d. The Board shall review all candidates and vote to appoint a new director. A majority vote of the remaining directors is required for approval.
 - 3. Term of Appointed Director
 - a. The newly appointed director shall serve the remainder of the unexpired term of the vacated position.
 - b. If the term expires within six (6) months of the appointment, the Board may extend the term for one additional full term if deemed necessary for stability.
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Section 2: Selection of Board Members Upon Term Expiration

- 1. Nomination and Application Process
 - a. At least sixty (60) days prior to the expiration of a board member's term, the Board shall review the composition of the Board and determine if reappointment or recruitment is necessary.
 - b. Current Board members seeking reappointment must express their intent in writing to the Board President or Secretary.
 - c. The Board may solicit new candidates through an open application process, industry outreach, or direct recruitment.
- 2. Evaluation and Selection
 - a. Candidates shall be evaluated based on qualifications, experience, and alignment with the association's mission and goals.
 - b. The Board shall vote on the reappointment or appointment of directors. A majority vote of the existing Board is required for approval.
- 3. Term Length and Limits
 - a. Board members shall serve a term of 2 years, unless otherwise stated.
 - b. No director shall serve more than 3 consecutive terms unless an exception is approved by a two-thirds (2/3) vote of the Board.