

## **BYLAWS - TABLE OF CONTENTS**

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## **1. About These Bylaws**

- 1.1. The name of the organization shall be Thorncliffe Park Tennis Club, hereinafter also referred to as “the Club” or “TPTC”, and shall conduct its affairs as a not-for-profit community tennis club.
- 1.2. The property and business of the Club shall be managed by a Board of Directors, hereinafter referred to as “the Board” or “the Directors”.
- 1.3. The purpose of these bylaws is to provide guidelines for the operation of TPTC.
- 1.4. The location of the Club shall be at Leaside Park, Leaside Park Drive (M4H 1R1) in the City of Toronto in the province of Ontario.
- 1.5. These bylaws replace all past bylaws made by TPTC.
- 1.6. A copy of these bylaws shall be kept at the Club.

## **2. Objectives**

- 2.1. To promote and coordinate interest in the game of tennis within the City of Toronto generally and specifically within the Thorncliffe Park community;
- 2.2. To affiliate or associate with any organization or club with like objectives, as may be deemed desirable by the board, for the improvement of tennis for its members;
- 2.3. To operate within the City of Toronto’s policies and guidelines for public tennis courts;
- 2.4. To promote, co-ordinate and initiate fundraising projects of a fundraising nature for the continuous financial viability of the Club;
- 2.5. To foster a cohesive atmosphere amongst the membership.
- 2.6. To provide an opportunity for youth to develop sportsmanship and competitive skills through the game of tennis.

## **3. Membership**

- 3.1. Membership will be open to all who agree to abide by the bylaws, rules, and regulations of the Club.
- 3.2. The types of membership are:

- 3.2.1. Adult – All individuals who have attained the age of eighteen (18) and have NOT attained the age of sixty (60) as of January 1<sup>st</sup> of the current year;
- 3.2.2. Senior – All individuals who have attained the age of sixty (60) as of January 1<sup>st</sup> of the current year;
- 3.2.3. Junior – All individuals who have NOT attained the age of eighteen (18) as of January 1<sup>st</sup> of the current year;
- 3.2.4. Honourary – Longstanding members of the Club who have been appointed a Lifetime membership by the Board of Directors in recognition for their support to the club.
- 3.3. All memberships purchased before July 31<sup>st</sup> at 11:00 PM, shall be a FULL MEMBERSHIP. Those purchased thereafter shall be a LIMITED MEMBERSHIP.
- 3.4. The Full Membership year will be from the Club's Opening Date to its Closing Date, as determined by the Board.
- 3.5. A Limited Membership will be from August 1 until the Closing date of the Club.
- 3.6. Individuals with a Limited Membership may participate in any and all events, competitions, etc. offered by the Club, but may not vote at Meetings of Members or run for the Club's Board of Directors.
- 3.7. At its discretion, the Board of Directors may offer additional membership types.
- 3.8. Memberships are non-transferable.
- 3.9. The Club reserves the right to restrict the number of members allowed to join the Club.
- 3.10. A member in good standing is one who has paid any membership dues and other fees owing to the Club in a timely manner and who is not the subject of a disciplinary investigation or sanction by the Club.
- 3.11. Any member in good standing may introduce a guest to The Club.
- 3.12. Members are responsible for the conduct of their guests.
- 3.13. The Board may restrict the number of times the visitor can come to the Club.

#### **4. Fees**

- 4.1. The Board of Directors shall set membership and guest fees prior to the opening day.

- 4.2. Requests for membership refunds must be approved by the Board of Directors.
- 4.3. Failure of members to pay their fees by the date set by the Board of Directors will result in the loss of playing privileges.

## **5. Rules and Regulations**

- 5.1. The rules and regulations of the Club governing such items as access to premises, court booking, allocation of courts for leagues, tournaments, special events, dress code and the closing of courts for maintenance purposes shall be determined by the Board of Directors and made available at the clubhouse and on the website. These rules and regulations must be observed by all members and guests.

## **6. Privacy**

- 6.1. The Club must respect each member's right to privacy. Members have the right to request that the Club not release or publish personal information and the Club must honour that request.

## **7. Disciplinary Action**

- 7.1. Any allegations of improper conduct and behavior by Club members shall be investigated by the Board of Directors.
- 7.2. If the Board finds a complaint has sufficient cause, it shall provide any and all parties involved with written notice that will include a summary of the complaint, as well as the time, date, and location of the meeting where the Board of Directors will consider the matter. Such parties will be invited to this meeting and provided with an opportunity to dispute the allegation(s).
- 7.3. Where the member is a Junior Member, written or electronic notice shall be sent to the parent(s) or guardian(s) of the member with an invitation to attend the meeting.
- 7.4. Suspension or Cancellation of membership shall occur upon resolution of the Board of Directors at a duly constituted meeting. Disciplinary decisions will require a majority vote of a quorum of the attending Directors.
- 7.5. The Board of Directors may recommend that the membership of the person involved may be suspended or cancelled for conduct that the Board of Directors deems prejudicial or harmful to the Club and/or its members.

- 7.6. The Board will provide involved parties with written notice of their decision.
- 7.7. Any director who has a relationship with a member who has had allegations brought against said member may not vote in a disciplinary meeting for that member.

**8. Board of Directors**

- 8.1. The Board of Directors of the Club shall consist of the following:

President	Membership Director
Vice President	Programs Director
Secretary	Social Director
Treasurer	Member(s)-at-Large

- 8.1.1. Advisory officers who may attend board meetings, but who do not have voting privileges, include the Clubhouse Director, the Communications Director, and the Immediate Past President.
- 8.2. The Board of Directors shall endeavor to carry out its duties in a manner consistent with the purpose of the organization and in keeping with the best interests of the Club.
- 8.3. A Director shall be a minimum age of eighteen (18) years.
- 8.4. Members of the Board shall receive a free full membership for their services.
- 8.5. No Board members shall profit from any additional services they provide to the club.
- 8.6. No Board member shall be permitted to hold any salaried position with the Club during his or her term of office.
- 8.7. The office of a Director shall be automatically vacated if:
  - 8.7.1. A Director is found to be of unsound mind or guilty of a criminal offense by a court of law.
  - 8.7.2. An incoming signing authority fails to provide and pass a police screening.
  - 8.7.3. If a vacancy occurs for any of the reason stated above, the Board of Directors may appoint a member of the Club to complete the term of the previous director
  - 8.7.4. A Director delivers their written resignation to the Board;

## **9. Powers of the Board**

- 9.1. The Board shall administer the affairs of the Club in all things, authorize expenditures, invest Club funds, and enter into lawful contracts with suppliers, contractors, and individuals.
- 9.2. The Board will develop, implement, and monitor a long-term capital expenditure plan to ensure the maintenance and improvement of tennis court facilities and inclusion of new projects to respond to membership needs.
- 9.3. The President, Vice President, and Treasurer shall be the Board's signing authorities.
  - 9.3.1. Signing authority shall not be transferred to anyone who does not pass a police screening
- 9.4. The Board may from time to time appoint committees for general or special purpose as they may deem expedient, and, notwithstanding any bylaw to the contrary, may add to any or all committees such member or members as they deem advisable.
- 9.5. The Board of Directors shall have supervision and jurisdiction over all committees.
- 9.6. All committees shall report to the Board of Directors, and no committee shall make any expenditure or incur any expenses or pledge the credit of The Club in any way without the authority of the Board of Directors.

## **10. Duties of the Directors (Voting Officers)**

- 10.1. The President shall have overall responsibility and authority for all aspects of the operation of the Club and shall:
  - 10.1.1. Possess signing authority.
  - 10.1.2. Be the Club's official representative and spokesperson both within and outside of the Club.
  - 10.1.3. Oversee the day-to-day operations of the Club.
  - 10.1.4. Preside at and chair all Meetings of Members and of the Board.
  - 10.1.5. Suspend any member from the privileges of the Club and/or duties of any Club office until the next meeting of the Board of Directors, but not in any case more than 30 days, when the offense for which such suspension was made shall be dealt with by the Board of Directors.

10.1.6. All salaried positions and contractors shall report directly to the President.

10.2. The Vice-President shall:

10.2.1. Possess signing authority.

10.2.2. Carry out the duties of the President in his or her absence.

10.2.3. Assist the President in overseeing the day-to-day operations of the Club.

10.2.4. Promote and maintain a positive club profile in the community.

10.3. The Secretary shall:

10.3.1. Keep and maintain all records of the Club, except the accounting records.

10.3.2. Maintain copies of all significant correspondence related to the Club.

10.3.3. Provide notice of meetings and record all minutes of all duly constituted meetings of the Club, including Board of Directors meetings.

10.3.4. Provide and approved minutes of all duly constituted meetings of the Club, including Board of Directors meetings.

10.4. The Treasurer shall:

10.4.1. Possess signing authority

10.4.2. Be responsible for all monies of the Club and for their deposit in the name of and to the credit of the Club in a chartered bank.

10.4.3. Dispense funds with the approval of the Board of Directors.

10.4.4. Evaluate, review, and recommend financial and investment policies to the Board of Directors.

10.4.5. Ensure that the signing officers are any two of the designated members of the Board of Directors.

10.4.6. Be responsible for reconciling and reporting to the Board of Directors in writing the financial accounts of the Club at each board meeting.

10.4.7. Prepare an annual budget with regard to the current and future financial obligations of the Club and track expenditure against the budget.

10.4.8. Prepare an annual report and make the financial records available for audit as required.

10.5. Membership Director shall:

10.5.1. Be responsible for the registration of all members and the distribution of membership application forms, shoe tags, collection of membership dues and issuance of receipt for said dues.

10.5.2. Be responsible to hand over all membership dues collected on behalf of TPTC to the Treasurer and give a full accounting of the Club's Membership to the governing bodies when requested.

10.5.3. Keep the Membership database up-to-date at all times.

10.5.4. Prepare a membership list, complete with names, addresses, phone numbers and email addresses, and such said list is to be tabled as part of the minutes of the club.

10.5.5. Prepare a membership list for the Club House Director and Monitors and such said list is to respect the wishes of those members who do not want their personal information to be available to other members or the public.

10.5.6. Assist the Board in initiatives to recruit new members.

10.6. Programs Director shall:

10.6.1. Organize all tennis related activities for the members of TPTC for their enjoyment, and to promote fitness, participation, and discipline through tennis.

10.6.2. Organize and promote Club tournaments.

10.6.3. Arrange for trophies and/or prizes for tournament play.

10.6.4. Recommend Captains of all inter-club teams to the Board of Directors for its approval.

10.6.5. Prepare and obtain Board of Directors approval for guidelines for Team Captains.

10.6.6. Ensure that guidelines for Team Captains are followed and that used balls are returned to the club and money collected is allocated to team expenses.

- 10.6.7. Arrange for team tryouts with the team captains and in house tennis pros.
- 10.6.8. Ensure that all Team Captains are following proper Inter-Club Policies and Procedures.

Social Director Shall:

- 10.6.9. Plan social and/or fundraising events for TPTC
- 10.6.10. Plan, promote (with the assistance of the board), and manage all social functions of the club.
- 10.6.11. Keep an accurate financial record of each social function to present to the Board of Directors.

10.7. Member-at-Large Shall:

- 10.7.1. Be a director without portfolio, but whose responsibility is to represent the member's perspective.
- 10.7.2. Assist in any project and/or duties to keep the Club operating effectively.

## **11. Advisory (Non-Voting Officers)**

11.1. Immediate Past President Shall:

- 11.1.1. Serve in an advisory capacity to the board to provide continuity and context for items that continue from the previous season.

11.2. Communications Director Shall:

- 11.2.1. Attend all Board meetings.
- 11.2.2. Be responsible for the co-ordination of communications for the club.
- 11.2.3. Assist the Board with any publicity requirements.
- 11.2.4. Maintain and update Club website.
- 11.2.5. Prepare and post a monthly Club activity calendar.

11.2.6. Publish at least two newsletters each year.

11.3. Club House Director Shall:

11.3.1. Be responsible for the maintenance, upkeep and general running of the clubhouse.

11.3.2. Oversee Club Monitors and set their schedules and duties, with Board of Directors approval.

11.3.3. Bring to the attention of the Board of Directors any problems with members that the Monitors may encounter.

11.3.4. Controls the distribution of Clubhouse keys to persons approved by the Board of Directors, and ensures the keys are returned when that person no longer requires the key.

11.3.5. Ensure the Clubhouse is kept clean and tidy and that an inventory of basic supplies is kept.

**12. Board of Directors Meetings**

12.1. The Board of Directors shall meet at least once every three months or more often as deemed necessary by the President. The quorum for these meetings shall be fifty percent of the Board and must include either the President or the Vice-President. At least 48 hours written notice of the meeting must be given by the President or Vice-President.

12.2. Each director is authorized to exercise one vote.

12.3. Should the number of Directors attending a meeting fall below a quorum, motions presented at that meeting must be ratified at a subsequent meeting with a quorum present after a quorum is lost.

**13. Fiscal year**

13.1. The fiscal year of the Club shall begin January 1<sup>st</sup> and end on December 31<sup>st</sup> of the same year.

**14. Indemnities to Directors**

- 14.1. Every Director shall be indemnified through the provision by the Club of Commercial General Liability Insurance and Directors and Officers Insurance with respect to any matter related to the duties of his or her office, except those occasioned by willful neglect or default.

## **15. Meetings**

### **Annual General Meetings (AGM)**

- 15.1. Twenty-one days (21) prior to the Annual General Meeting of the Club, the President shall post a list of the Board positions up for election for the coming year.
- 15.2. Any Full Member aged 18 or over may sign the list and indicate their willingness to serve in a particular position.
- 15.3. The position of the President shall only be open to current members of the board.
- 15.4. All elected signing authorities must submit to a police screening, at the Club's expense.
- 15.5. Seven (7) days prior to the Annual General Meeting, the President will remove the sign-up sheet and post the names of the candidates standing for election in order that club members have an opportunity to make an informed decision as to their choice of candidate(s) prior to the election.
- 15.6. Nominations from the floor at the Annual General meeting will not be accepted.
- 15.7. Members will vote on positions contested by two (2) or more candidates. This voting shall be by secret ballot and the winner will be the person who receives the most votes at that time. Scrutineers will comprise two (2) directors, neither of whom is nominated in the voting being undertaken. In the event of a tie, the Chair shall cast the deciding vote.
  - 15.7.1. During the election if the position for President is in a tie, the Vice-President shall act as Chair for the meeting and cast the tie breaking vote.
- 15.8. The annual or any other meeting of the members shall be held at a location and date as determined by the Board of Directors. However, the Annual General Meeting must take place at least once each fiscal year.
- 15.9. At every Annual General Meeting, in addition to any other business that may be transacted, the President's report, and the report of any other Director, along with the financial statement and, if applicable, the report of the auditors, shall be presented, and auditors shall be appointed for the following year.

15.10. Each person with a Full Membership and 18 years of age or older shall have the right to exercise one vote at the Annual General Meeting of the members.

All votes must be cast in person; votes received by proxy, electronically, or by any other means shall be discarded.

### **Special General Meetings (SGM)**

15.11. At any time, a majority of the Board of Directors shall have the power to call, at any time, a Special General Meeting of members.

15.12. The Board of Directors shall also call a Special General Meeting of members on written requisition for such a meeting of a minimum of twenty per cent (20%) of the general membership. This written requisition must contain the signatures, names and addresses of each signatory and set forth the object of the meeting and it must be delivered to the President or Secretary of the Club.

15.13. Fifteen (15) days' notice shall be mailed or e-mailed to each member of any special general meeting.

15.14. Notice of any meeting where special business will be transacted shall contain sufficient information to permit members to form a reasoned judgment on the decision to be made.

15.15. A quorum of Special General Meetings shall be twenty per cent of the members of the Club.

15.16. Each person with a Full Membership and 18 years of age or older shall have the right to exercise one vote at any Special General Meeting of the members.

15.17. Decision is by majority vote, excluding the Chair. The Chair will cast the deciding vote for a Special General Meeting in the event of a tied vote.

## **16. Term of Office**

16.1. The elected term for Members of the Board shall be one (1) year. The elections shall be conducted at the Annual General Meeting. The term of office for the outgoing Board of Directors will end immediately after the elections and the incoming Board of Directors will assume office then. The records of the Club including the Minutes of the Annual General Meeting just concluded must be turned over to the incoming Board of Directors no more than fifteen (15) days following the elections.

- 16.2. No one may serve as President of TPTC for more than four (4) consecutive terms; the Board may waive this rule if a suitable candidate cannot be found.
- 16.3. In the event of a vacancy occurring after the Annual General Meeting, a successor may be appointed by the Board of Directors and such appointment, if any, shall be from within the full membership and for the remainder of the term for that position; the board may waive this rule at their discretion.

## **17. Amendment of Bylaws**

- 17.1. Any member may propose amendments to these bylaws by sending a written copy of them to the President.
  - 17.1.1. Proposed amendments must be received at least thirty (30) days prior to the AGM.
- 17.2. The President shall distribute a copy of all proposals to all members, except Junior members, by mail or electronically at least thirty (30) days prior to the AGM.
- 17.3. Proposed amendments shall be discussed and voted upon at the AGM.
  - 17.3.1. Such amendments to the bylaws require a two-thirds majority of members present at the AGM.
- 17.4. Amendments to the bylaws shall take effect once the AGM is adjourned.

**ENACTED** by the Board of Director this 28<sup>th</sup> day of September 2013

Christine Barachina

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President

Andrea Villiers

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Secretary

CONFIRMED by a majority of the members this 28<sup>th</sup> day of September 2013

Christine Barachina

President

Andrea Villiers

Secretary