

# AMBERLEA TENNIS CLUB

## BYLAWS

### ARTICLE 1 – NAME

The name of this organization shall be “Amberlea Tennis Club”, hereinafter referred to as the “Club”.

### ARTICLES 2- PURPOSE (as set out in the Letters Patent)

- A. To operate a tennis club for the purpose of:
  - a. providing recreation for its members and the community;
  - b. promoting tennis for people of all ages and abilities;
  - c. promoting the sport of tennis, interest in health and physical fitness;
  - d. increasing community participation in tennis;
  - e. promoting and fostering community service and volunteerism;and such other complementary purposes not inconsistent with these objects.

### ARTICLE 3- MEMBERSHIP

- A. Qualifications: Membership in the Club will be available to all persons as consistent with any City of Pickering policies.
- B. Membership period begins at the date of registration and continues until March 31<sup>st</sup> of the following year.
- C. Membership fees shall be established by the Board of Directors.
- D. Termination of membership: Gross misconduct may result in suspension or termination of membership. The Board of Directors will make the decision based on a two- thirds majority vote.
- E. Members who are 18 years and older have voting privileges at any of the Clubs Annual General Meeting or Special General Meeting.

## **ARTICLES 4-MEETINGS**

### **A. Annual General Meeting (AGM)**

1. The Annual General Meeting of the Club shall be held in September or October each year; no later than 15 months from the previous AGM. The AGM is held for the purpose of discussing club business and electing Board of Directors.
2. Notification of the AGM shall be given to the adult (18 years and older) membership at least thirty (30) days in advance of the meeting by email and posting at the Club bulletin board.
3. Any motion for consideration at the AGM shall be received by the Secretary fourteen (14) days prior to the AGM to be included in the agenda or may be moved at the meeting. A quorum at an AGM shall be the presence of 25% of the adult membership of the Club or seven (7) members, whichever is less.

### **B. Special General Meeting (SGM)**

1. Special General Meetings of the Club may be called by the President or at the written request of at least seven (7) adult members, submitted to the Secretary.
2. Notification of an SGM shall be given to *the adult* (18 years and older) membership at least fourteen (14) days in advance by email and posting at the Club bulletin board.
3. Any motion for consideration at the SGM shall be received by the Secretary seven (7) days prior to the SGM to be included in the agenda or may be moved at the meeting. A quorum at an SGM shall be the presence of 25% of the adult membership of the Club or seven (7) members, whichever is less.

## **ARTICLES 5 – Board of Directors**

### **A. Authority of Directors**

The Board of Directors is the policy making body and may exercise all the powers and authority granted to the Corporation by law.

## B. Number, Tenure and Election

1. The Board shall consist of a fixed number of directors not less than 3. Each director shall hold office for a term of 2 years. Directors may be re-elected for another term.
2. The directors are elected by the adult membership at the AGM by a majority vote.
3. The club secretary will send a notice calling for nominations at least 6 weeks prior to the AGM (during an election year). The call for nominations will end 2 weeks prior to the AGM.
4. The names of the eligible candidates will be put on a ballot, which will be available at the meeting.
5. A director must be a resident of Ontario, 18 years and older, a Club member in good standing, and not bankrupt.
6. Each director shall read the "Directors' Liability under the Corporations Act (not-for-profit corporations" Addendum 1.) before consenting to act as a Club director.
7. Once elected, each director shall consent in writing to act as a Club director and take office for the following 2 years.
8. Vacancies shall be filled by a majority vote of the remaining directors. In the event of a tie vote, the President shall choose the succeeding director.

## C. Resignation

Resignations are effective upon receipt of written notification submitted to the Club secretary.

## D. Removal of Directors

Directors may be removed from office by a resolution approved by a majority vote at an AGM (Annual General Meeting) or a SGM (Special General Meeting).

## **ARTICLES 6- Officers**

A. The officers of the Club shall be elected or appointed by the Board of Directors from among themselves. The Directors elect or appoint the following:

- 1) President (elected)
- 2) Secretary/Vice-President (appointed)
- 3) Treasurer (appointed)

Officers shall hold office until a successor is duly elected and qualified. Officers shall be eligible for reappointment or reelection.

**B. President:**

1. General: Ensure the Club achieves its purpose. Assist other Club officers in the achievement of their duties. Ensure the Club Directors work together for the benefit of the Club and the community as a whole. Celebrate successes.
2. Represent the Club at any external meeting.
3. Chair meetings.
4. Set meeting agendas and distribute.
5. Prepare minutes and distribute a.s.a.p. after the meeting.
6. Co-sign cheques for authorized expenses on behalf of the Club.
7. Sign any contracts, as authorized by the Board of Directors.
8. May delegate any of the above, other than signing cheques and contracts.

**C. Vice-President/Secretary:**

1. General: Act for and assist the President as requested by the President. The Vice President/Secretary does not have cheque-signing authority. Assists other officers with communication and other requirements.
2. Co-ordinate community programs.
3. Ensures bulletin board is up to date.
4. Produce court usage calendar; post on bulletin board and send electronically.
5. Organize the AGM, book meeting facilities and advise all members of time and place.
6. Plan and promote Registration Day(s) and book facilities as required.
7. Approve content of the newsletter before printing. Approve content of the website.
8. Keep the minutes of all meetings of the Board of Directors and meetings of the membership (AGM & SGM) in a proper "minute book" as well as other club documents.
9. File Notice of Change in accordance with the law.

**D. Treasurer:**

1. General: The treasurer oversees and reports on all expenditures, revenues, financial accounts and assets of the Club. Signing of cheques is done jointly by the Treasurer and the President.
2. Maintain the Club's financial books.
3. Prepare cheques for payment of authorized expenses.
4. Prepare and present a year end financial statement at the Annual General Meeting.
5. With input from the Board of Directors, prepare a budget of estimated revenues and expenses for the year.
6. Facilitate transfer of authority for banking transactions (cheque signing etc.) from previous Club officers.
7. Remain available to perform this function as the outgoing Treasurer.
8. Submit all Club financial books and accounts to a financial review.

## **ARTICLES 7- BOOKS AND RECORDS**

Correct books of account of the activities and transactions of the Club shall be kept at the Club's Head Office (as established in the Letters Patent) in accordance with the law.

Record keeping obligations such as:

- Proper books of account and accounting records
- minutes of meetings of directors and members
- maintain copies of Letters Patent, Supplementary Letters Patent, By-Laws and Special Resolutions
- a register of its members and directors

## **ARTICLES 8 – FINANCE**

- A. The fiscal year of the Club shall be January 1 to December 31.
- B. Only the Club officers may authorize expenditures and the Treasurer is thereby authorized to issue the related payment(s).
- C. Signatures of both the Treasurer and the President are required on any cheques issued by the Club.
- D. The Club will maintain a reserve fund, the amount to be determined by the Club officers.
- E. The board of directors will review the Club's financial statements and books and accounts each fiscal year.
- F. External and Internal audits shall be conducted regularly, as determined by the Board of Directors.
- G. The Club may finance and administer activities and events that are available to the community. The goal of these programs would be to introduce tennis to a new audience and improve community participation.
- H. The Board of Directors may grant a subsidy on an annual basis to any individual or family wishing to become members of Amberlea Tennis Club.

#### **ARTICLES 9 – AMENDMENT OF BYLAWS**

1. These bylaws may be amended by a majority vote of the Board of Directors.
2. The membership will be notified of any amendment of the By-Laws within 14 days by email and a notice posted on Club bulletin board.

#### **ARTICLES 10 – DISSOLUTION**

1. Upon the dissolution of the Club, the assets and surplus will be donated to another not-for-profit organization as decided by the Board of Directors.

**Approved by Amberlea Tennis Club Board of Directors**