

**BY-LAWS**  
**OF THE**  
**EAST YORK CURLING CLUB INC.**

**ONE – NAME**

- 1.1 This organization shall be known as the East York Curling Club (EYCC).

**TWO – OBJECTIVES**

- 2.1 The objectives of the EYCC are:

- 2.1.1. To foster, promote and play the game of curling;
- 2.1.2. To develop and instill sportsmanship among all participants;
- 2.1.3. To emphasize and encourage the social aspects of the sport;
- 2.1.4. To be active participants with other clubs in fostering curling;
- 2.1.5. To encourage participation by all members in club activities;
- 2.1.6. To maintain an active membership in curling associations, most particularly the Ontario Curling Association and the Toronto Curling Association.

**THREE – MEMBERSHIP**

- 3.1 An individual is a member in good standing if all fees are paid when due, including any charges related to the provision of goods, services and hospitality.
- 3.2 A member must be an individual and may not be a corporation or entity.
- 3.3 Membership ceases at the date of the end of the returning member registration period, must be renewed for the subsequent season, is not transferrable, and may be withdrawn by written notice.
- 3.4 Voting members in good standing are entitled to one vote on each question arising at the subsequent annual meeting of the members or any special meetings of the members. The following types of voting members exist:
- 3.4.1. Regular Member. Individuals who are aged 18 or older and are registered in one or more adult sections of the U21 Junior program. Regular Members are entitled to

apply to participate in any adult section. Regular Members are entitled to spare in any section at EYCC at no additional cost.

- 3.4.2. Student Member. Individuals who are full-time students at a recognized Canadian post-secondary institution and are registered in one or more adult sections or the U21 Junior program. Student Members are entitled to apply to participate in any adult section. Student Members are entitled to spare in any section at EYCC at no additional cost.
- 3.4.3. Honourary Life Member. Retain all the rights of a Regular Member but are exempted from any membership fees. Honourary Life Membership does not expire.
  - 3.4.3.1. The Board of Directors may designate any individual who has contributed outstanding service to the EYCC which is deemed to warrant special recognition.
- 3.5. A voting member retains the right to vote at member meetings unless they cease to meet the criteria of any type of voting member or withdraw their membership.
- 3.6. The following types of non-voting members exist:
  - 3.6.1. Youth Member. Individuals under the age of 18. Youth Members are entitled to spare in any section at EYCC at no additional cost.
  - 3.6.2. Social Member. Must pay any applicable spare fees as with non-members to spare at EYCC.
  - 3.6.2. Competitive Member. Must pay any applicable spare fees as with non-members to spare at EYCC. May refer and use EYCC as their home club when competing.
- 3.7. A non-voting member must withdraw their membership and re-register in an appropriate membership type to become a voting member.
- 3.8. Membership fees and fees associated with participating in each section shall be set by the Board of Directors prior to each curling season.

## **FOUR – EXPULSION OR SUSPENSION OF A MEMBER**

- 4.1 The Board of Directors shall have the power, at a duly constituted meeting of the Board of Directors, to expel or suspend a member by passing a resolution via a majority vote. Grounds for expulsion or suspension include, but are not limited to, the following:
  - 4.1.1. Conduct of the member on or off the premises of the EYCC deemed, in the opinion of the Board of Directors, improper, unbecoming or likely to endanger the welfare, interests or character of the EYCC;

- 4.1.2. Willful violation or negligence to observe any duly authorized regulation, resolution, by-law or rule of the EYCC;
- 4.1.3. Upon receiving notice of arrears of fees or other payments owing to the EYCC, failure to bring the said arrears current within fifteen days.
- 4.2 Where a member is expelled or suspended, the Board of Directors shall provide written notice to the member at least 15 days prior to such expulsion or suspension and provide the reasons for the decision.
- 4.3 Any member who is expelled or suspended has the right to appear before the Board of Directors to appeal the decision not less than 5 days before the disciplinary action or termination of membership becomes effective. If such a request is made, the Board of Directors shall convene a special meeting of the Board of Directors at a time, date and place convenient for both the Board of Directors and the expelled or suspended member. At the meeting, the member shall have an opportunity to explain why the expulsion or suspension should be revoked. Following this hearing, the Board of Directors shall vote as to whether to revoke the expulsion or suspension. If the Board of Directors does not resolve, by a majority of the votes cast to maintain the expulsion or suspension, the expulsion or suspension shall be revoked and deemed never to have been imposed.

## **FIVE – THE BOARD OF DIRECTORS**

### **5.1 The Board of Directors shall consist of the following voting members:**

- 5.1.1. President/Chair;
- 5.1.2. Vice President/Secretary;
- 5.1.3. Treasurer;
- 5.1.4. Director - Sections and Members;
- 5.1.5. Director – Player and Coach Development;
- 5.1.6. Director - Communications and Digital Content;
- 5.1.7. Director - External Relations (including OCA/TCA);
- 5.1.8. Director – Sponsorship and Fundraising;
- 5.1.9. Members at Large (up to 3);

### **5.2 The Board of Directors shall consist of the following non-voting members:**

- 5.2.1. Past President; The Past President will be a voting member on the Board of Directors for one term following the election of a new President/Chair.

## **SIX – DUTIES OF THE BOARD OF DIRECTORS**

- 6.1 The Board of Directors shall conduct the business of the EYCC in a manner consistent with the constitution.
- 6.2 All members of the Board of Directors are responsible for regularly attending meetings of the Board of Directors.
- 6.3 The **President/Chair** shall:
  - 6.3.1. Be responsible for the general direction and supervision of the affairs of the EYCC;
  - 6.3.2. Chair meetings of the Board of Directors;
  - 6.3.3. Be an ex-officio member of all committees and sub-committees of the EYCC;
  - 6.3.4. Perform such duties as may be determined by the Board of Directors.
- 6.4 The **Vice President/Secretary** shall:
  - 6.4.1. Perform the duties of the President/Chair in their absence;
  - 6.4.2. Be responsible that an accurate record of the proceedings of all meetings of the Board of Directors and Executive is completed;
  - 6.4.3. Perform such duties as may be determined by the Board of Directors.
- 6.5 The **Treasurer** shall:
  - 6.5.1. Ensure that EYCC funds are kept in a recognized Canadian financial institution that is a member of the Canada Deposit Insurance Corporation;
  - 6.5.2. Ensure that a full and accurate accounting is kept with respect to all financial transactions of the EYCC, including all monies received and disbursed by the EYCC, and the assets and liabilities of the EYCC;
  - 6.5.3. Present, by request, a financial statement at any/all meetings of the Board of Directors;
  - 6.5.4. Perform such duties as may be determined by the Board of Directors.
- 6.6 The **Director – Sections and Members** shall:
  - 6.6.1. Foster communication between the Board of Directors, Club Manager, and the Sections;
  - 6.6.2. Set and chair meetings with representatives from the Board of Directors, Club Management, and the Sections;

- 6.6.3. Promote activities and communications that enhance member engagement and retention;
- 6.6.4. Foster engagement of members and recognition of volunteers;
- 6.6.5. Perform such duties as may be determined by the Club Manager or the Board of Directors.

6.7 The **Director – Player and Coach Development** shall:

- 6.7.1. Work with the Club Manager to oversee the development and delivery of player development programs;
- 6.7.2. Work with the Club Manager to ensure the recruitment, retention and training of high-quality coaches for player development programs;
- 6.7.3. Maintain appropriate communications with Sections, members and coaches about ongoing player and coach development needs in conjunction with the Club Manager;
- 6.7.4. Perform such duties as may be determined by the Board of Directors.

6.8 The **Director – Communications and Digital Content** shall:

- 6.8.1. Strive to ensure high quality communications across varied channels to members, including but not limited to Newsletters and other written communication, website, social media and verbal communications, working with the Club Manager;
- 6.8.2. Work with the Club Manager to review and manage communications to members;
- 6.8.3. Work with the Club Manager to engage members, Section representatives and the Board of Directors to develop and foster content creation and best practices for communication to members;
- 6.8.4. Perform such duties as may be determined by the Club Manager or the Board of Directors.

6.9 The **Director – External Relations** shall:

- 6.9.1. Act as the EYCC's liaison to Curling Canada, Curling Ontario, and the Toronto Curling Association;
- 6.9.2. Foster relations with other partners, organizations, or curling clubs as beneficial;
- 6.9.3. Perform such duties as may be determined by the Board of Directors.

6.10 The **Director – Sponsorship and Fundraising** shall:

- 6.10.1. Work with the Club Manager and League Representatives to identify sponsorship and partnership opportunities;
- 6.10.2. Work with the Club Manager and League Representatives to develop and maintain relationships with sponsors and other sources of fundraising
- 6.10.3. Work with the Club Manager and League Representatives to identify needs and oversee fundraising efforts
- 6.10.4. Perform such duties as may be determined by the Club Manager or Board of Directors

6.11 The **Members at Large** shall:

- 6.11.1. Perform such duties as may be determined by the Board of Directors.

6.12 The **Past President** shall:

- 6.12.1. Provide continuity and support to the current president and directors, offering guidance and historical perspective;
- 6.12.2. Perform such duties as may be determined by the Board of Directors.

## **SEVEN – POWERS OF THE BOARD OF DIRECTORS**

- 7.1 The Board of Directors shall have the power to make and authorize expenditures on behalf of the EYCC in furthering the objectives and purposes of the EYCC.
- 7.2 The Board of Directors may appoint agents and engage employees as deemed necessary and such persons shall have the authority and shall perform duties prescribed by the Board of Directors.
- 7.3 Directors may appoint from their number a managing director or a committee of directors and may delegate to the managing director or committee certain powers of the directors.
- 7.4 According to section 36(2) of the Not-For-Profit Corporations Act, 2010, S.O. 2010, c.15, Directors may not delegate certain powers to a managing director or committee of directors.

## **EIGHT – ELECTION AND APPOINTMENT OF THE BOARD OF DIRECTORS**

- 8.1 The Board of Directors, with the exception of the Past President, shall be elected by a secret ballot, if required, of members of the EYCC at the Annual Meeting.
- 8.2 Members of the EYCC who are in good standing and eighteen years of age or older at the time of the Annual Meeting shall be eligible to be nominated for a position on the Board of Directors.

- 8.2.1. Only outgoing members of the Board of Directors having served at least one full term (from an annual meeting in which they are elected until the next annual meeting) are eligible to be nominated for the role of President/Chair.
- 8.2.2. Members at Large may only hold the position for two consecutive years.
- 8.3 The Past President shall oversee the nomination and voting process at the Annual Meeting. In the absence of the Past President, another member of the EYCC, not nominated for any position, shall be appointed to oversee the nomination and voting process.
- 8.4 The Past President shall present the posted slate of nominations at the Annual Meeting. Only where there are no nominations for a particular position may the Past President call for nominations from the floor for that position.
  - 8.4.1. In the event that no eligible nominations are received for the position of President/Chair, any member in good standing may be nominated.
- 8.5 The Past President shall automatically be a member of the Board of Directors following the end of their term as President/Chair
- 8.6 Section 23(1) of the Not-for-Profit Corporations Act, 2010, S.O. 2010, c15, specifies criteria that disqualifies individuals from serving as a director.
- 8.7 The incoming Board of Directors shall take office immediately following the Annual Meeting, after providing written consent before or within 10 days of election. Their term of office will run from the date of the meeting at which they are elected or appointed until the next Annual Meeting or until their successors are elected or appointed.

## **NINE – VACANCIES AND REMOVAL OF DIRECTORS**

- 9.1 The office of a member of the Board of Directors shall be vacated immediately:
  - 9.1.1. If the member ceases to be a voting member of the EYCC;
  - 9.1.2. If the member, by providing written notice to the Board of Directors, resigns their office effective at the time the resignation is received or at the time specified in the resignation, whichever is later;
  - 9.1.3. If the director dies or becomes bankrupt;
  - 9.1.4. If the director is found incapable by a court or incapable of managing property under Ontario law or;
  - 9.1.5. If at a meeting of the Members, the Members pass an ordinary resolution removing the director before the expiration of the director's term of office.
- 9.2 A vacancy created by the removal of a director may be filled at the meeting of the members at which the director is removed.

- 9.3 A quorum of directors may appoint an eligible individual to fill any vacancy among the directors, for a term expiring no later than the close of the next annual meeting of the members. The total number of directors appointed may not exceed one-third of the number of directors elected at the previous annual meeting.
- 9.4 If there is not a quorum of directors or if there has been a failure to elect the number or minimum number of directors provided for in the articles, the directors then in office shall without delay call a special meeting of the members to fill the vacancy and, if they fail to call a meeting or if there are no directors then in office, the meeting may be called by any member.
- 9.5 A vacancy among the directors is not required to be filled if the vacancy results from an increase in the number or the minimum number of directors provided for in the articles or from a failure to elect that increased number or minimum number of directors.

## **TEN – MEETINGS OF THE BOARD OF DIRECTORS**

- 10.1 Meetings of the Board of Directors shall be held regularly or as deemed necessary by the President/Chair. The Board may pass a resolution fixing the place and time of regular Board Meetings.
- 10.2 Special meetings of the directors may be called by the President/Chair, or any two directors, stating the time, and if applicable, the place of the meeting.
- 10.2.1 Notice of the special meeting of the Board shall be sent by email to every director of the Corporation not less than two days before the date that the meeting is to be held. Notice of a meeting is not necessary if all of the directors agree to waive notice or have otherwise signified their consent to the holding of such meeting.
- 10.3 A notice of a meeting of directors need not specify the place of the meeting if the meeting is to be held entirely by one or more telephonic or electronic means.
- 10.3.1 If the directors may attend a meeting by telephonic or electronic means, the notice of the meeting must include instructions for attending and participating in the meeting by the telephonic or electronic means that will be made available for the meeting, including, if applicable, instructions for voting by such means at the meeting.
- 10.4 A majority of voting directors on the Board of Directors shall constitute a quorum.
- 10.5 The Chair of the meeting shall vote only in the event of a tie vote.
- 10.6 Meetings of the Board of Directors are open to any member to witness, except where there is a passed motion to go in-camera.
- 10.7 Members wishing to speak before the Board of Directors must submit their request in writing no less than one (1) week before a scheduled meeting.



- 10.8 Minutes of every Board meeting shall be made available, upon request, to any member of the EYCC in good standing.

## **ELEVEN – ANNUAL MEETING**

- 11.1 An Annual General Meeting of the members of the EYCC shall be held not later than 15 months after holding the preceding annual meeting at a time and place arranged by the Board of Directors for the purpose of receiving reports, presentation of financial statements, appointment of the auditor, and the election of the Board of Directors.
- 11.2 Notice of the time and place of the meeting shall be provided to the members, directors, and the auditor or person appointed to conduct a review engagement of the corporation no less than twenty one days prior to the scheduled day of the Annual Meeting. At a minimum, notice shall be provided by email and posted prominently on the EYCC premises.
- 11.3 If members may attend an annual meeting by electronic or telephonic means, the notice of the meeting must include instructions for attending and if applicable, instructions for voting at the meeting.
- 11.4 Members entitled to vote at an annual meeting of members may submit a proposal for any matter the member intends to raise at the meeting and may include a statement in support of the proposal. Proposals must be received by the Vice President/Secretary no less than fourteen days prior to the meeting.
- 11.5 The text of all special resolutions, proposals, approved financial statements, and the auditor's report to be presented at the annual meeting must be made available to members before the meeting.
- 11.6 Members of EYCC in good standing who are not able to attend the AGM are able to vote by proxy. The member must complete the required documentation in person at least three (3) days prior to the AGM and their instructions must be specific to each posted motion.
- 11.7 Any meetings of members shall have Quorum defined as 5% of the voting members in good standing at the time the Notice of Meeting was delivered, rounded up to the nearest whole number.

## **TWELVE – SPECIAL MEETINGS**

- 12.1 A Special Meeting of EYCC members to discuss a specific matter of business may be called by a majority vote of the Board of Directors or at the written request of no fewer than 3% of voting members.
- 12.2 Notice of the time and place of the meeting shall be provided to members no less than 10 days and no more than 50 days prior to the scheduled day of the requested meeting.

At a minimum, notice shall be provided by email and posted prominently on the EYCC premises.

- 12.3 Any meetings of members shall have Quorum defined as 5% of the voting members in good standing at the time the Notice of Meeting was delivered, rounded up to the nearest whole number.

### **THIRTEEN – INDEMNIFICATION OF THE BOARD OF DIRECTORS**

- 13.1 EYCC indemnifies each member of the Board of Directors against all costs, charges, and expenses incurred because of their association with the EYCC, according to Section 46 of the Ontario Not-for-Profit Corporations Act, 2010, S.O. 2010, c.15.

### **FOURTEEN – BUSINESS OF THE SECTIONS**

- 14.1 The activities of the EYCC shall be organized into Sections as the Board of Directors shall see fit to establish.
- 14.2 Sections shall manage their own curling operations including the control and operation of leagues, draws, competitions, playdowns, fundraising and other functions of the respective sections. Sections must account for any constraints set by the Board, including ice times, equipment requirements and occupancy or membership requirements. Sections shall have the responsibility for drafting by-laws to govern their affairs.
- 14.3 The members of each Section shall, every year, select one representative from among themselves to serve as a representative to the Board. The representative (or their designate) is responsible for attending any meetings between the Board and Sections.
- 14.4 Each Section shall be responsible for keeping minutes of any section meetings and submitting a financial statement and most recent by-laws to the Board of Directors at the Annual Meeting or shortly thereafter.
- 14.5 A Section may be disbanded by a two-thirds vote of the Board of Directors.

### **FIFTEEN – AMENDMENTS TO THESE BY-LAWS**

- 15.1 Amendments to these by-laws may only be made by a resolution at a special meeting of members or the annual meeting. Members may confirm, or reject, or amend the changes by ordinary resolution. Adoption of amendments must have the approval of at least two-thirds of the voting members present at the meeting.