

PERTH CURLING CLUB

33 Beckwith St. E. Perth, ON. K7H 1B7 (613)267-2913



BY-LAWS

OF

THE PERTH CURLING CLUB

BY-LAWS FOR THE GOVERNANCE OF THE CLUB

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Table of Contents

Table of Contents	2
1. Objectives	3
2. Place of Business Club	3
3. Colours	3
4. Fiscal Year	3
ARTICLE 1: DEFINITIONS	3
ARTICLE 2: MEMBERSHIP – CATEGORIES, FEES & DISCIPLINARY ACTION	4
2.1 Categories	4
2.2 Fees	5
2.3 Disciplinary Action	5
ARTICLE 3: LEAGUE ORGANIZATION	6
ARTICLE 4: BOARD OF DIRECTORS	6
4.1 Directors	6
4.2 Duties of Directors	7
4.3 Board Powers to Make Rules & Policies	9
4.4 Directors’ Meetings	10
ARTICLE 5: MEMBERS’ MEETINGS	10
5.1 Notice of Meetings	10
5.2 Annual Meetings	10
5.3 Special General Meetings	11
5.4 Voting Members	11
5.5 Quorum	11
5.6 Voting Procedures	11
ARTICLE 6: COMMITTEES	12
ARTICLE 7: EXECUTIVE COMMITTEE	12
ARTICLE 8: CLUB HISTORIAN	12
ARTICLE 9: SIGNING AUTHORITIES	13
9.1 Bank Accounts	13
9.2 Borrowing Money	13
9.3 Signing of Contracts	13
ARTICLE 10: APPOINTMENT OF AUDITORS	14
ARTICLE 11: AMENDMENTS TO BY-LAWS	14

1. OBJECTIVE

The business and object of the Club shall be to establish and maintain and conduct a Club for the promotion and playing of the game of curling and other lawful games and for social purposes and generally to afford the members of the Club and their friends all the usual privileges, advantages, conveniences and accommodations of the Club for such purposes.

2. PLACE OF BUSINESS

The principal place of business of the Club shall be at:

Perth Curling Club
33 Beckwith Street East
Perth, Ontario
K7H 3B7

3. CLUB COLOURS

The colours of the club shall be blue and white.

4. FISCAL YEAR

The fiscal Year of the Club shall commence on the first day of June in each year and terminate the thirty first day of May of the following year.

ARTICLE 1: DEFINITIONS

AGM shall mean Annual General Meeting

Board shall mean the Directors collectively.

Club shall mean the Perth Curling Club.

Curling Season shall commence on the day when the ice-making process begins and shall end when all competition ends and the cooling system is turned off.

Director shall mean any Member that has been elected or appointed to a Board of Directors position.

In-house Curling League(s) shall include, but not be limited to, Men's Leagues, Ladies' Leagues, Evening Leagues, Mixed Leagues and Junior Leagues.

Member shall mean a member in good standing, meaning their membership is paid in full and does not have any overdue accounts.

OCA shall mean Ontario Curling Association.

OVCA shall mean Ottawa Valley Curling Association

Policy Manual shall mean a compilation of policies, approved by the Board, that give further direction of the general operations of the Club.

Voting Member shall mean any Member who is e entitled to vote.

ARTICLE 2: MEMBERSHIP – CATEGORIES, FEES AND DISCIPLINARY ACTION

2.1 Categories

A) REGULAR MEMBERS

Regular members are members who have paid the annual fees assessed by the Board of Directors and who are not otherwise in default or under any other obligation or condition of membership. They shall have full voting rights and be eligible for election to the Board of Directors. However, members who are also employees of the club, whether regular or contract, are not eligible for election to the Board of Directors.

B) HONORARY MEMBERS

Persons whom the Club may wish to honour in recognition of service rendered to the Club. Honorary members may be elected for life or some definite period by a favourable vote of not less than two thirds of the members present and voting at any General or Special Meeting of the Club upon being duly proposed and seconded by two members and the proposal having been approved by the Executive Committee. Honorary members shall not be assessed Club membership fees, and they shall enjoy the privileges of membership.

C) JUNIOR MEMBERS

A Junior member is a person who is twenty-one years of age or less on December 31. The Junior program is comprised of Little Rocks, Bantams and Students. The Student rate applies only to individuals who are still attending school. Junior members shall pay fees set by the Board of Directors and only have privileges as

assigned to the Junior Curling section by the Board. Junior members shall not be eligible to vote.

D) SOCIAL MEMBERS

Persons admitted expressly for the social aspect of the Club. Social members shall pay fees as set by the Board of Directors and shall enjoy such privileges as determined by the Executive Committee. They may engage in the game of curling upon the ice of the club up to a maximum of three games in any one curling year. They shall be entitled to vote.

E) SNOW BIRD

Persons who wish to only Curl for half the season can either curl the first half or the last half. Snowbird members shall pay fees as set by the Board of Directors and they shall be entitled to vote.

2.2 Fees

- A) All fees of the Club to be paid by members shall be established by the Board of Directors annually after receiving the recommendation(s) of the Executive Committee. The Executive Committee shall take into account infrastructure requirements for the Club, the Ice Technician Contract, the Cleaning Contract and inflation rates, when making their recommendation to the Board.
- B) The Annual Registration Fees for each fiscal year shall be due no later than September 10th.
- C) In the event of serious health issues, at the discretion of the Board, fees may be reimbursed on a pro-rata basis.
- D) Any member who is in default therein may have their privileges revoked at the discretion of the Board of Directors. Such member may be reinstated by the Board of Directors upon payment of arrears of fees.

2.3 Disciplinary Action: Suspensions and Expulsion

- a) The Board of Directors may, by a two-thirds vote of those present, at a Regular Meeting, or at a Special Meeting of the Board of Directors, called for that purpose, suspend or expel from all privileges any member who is guilty of conduct which, in the opinion of the Board of Directors, is detrimental to the character or interest of the Club.

- b) If a member, suspended or expelled by the Board of Directors for any cause, desires to appeal from the decision, such member must, within thirty days of the Board's decision, leave with the Secretary a request in writing signed by ten members for a Special General Meeting. Thereupon the Board of Directors shall call a Special Meeting to consider such a request at which meeting such a member may be reinstated by two thirds majority of the votes cast in person or by proxy.

ARTICLE 3: LEAGUE ORGANIZATION

The Board of Directors shall establish and maintain such Curling Leagues as it deems appropriate for purposes of organizing play.

The Board of Directors shall implement policies for the general operation of leagues. The Vice President and League Convenors are responsible for reviewing existing policies and suggesting changes or new policies to the Board of Directors.

- a) In general, there shall be Men's Leagues, Ladies Leagues, Mixed Leagues and Junior Leagues.
- b) These Curling Leagues are open to Members in good standing and shall, each year, appoint from among their number a Convenor to report to the Vice President.
- c) The control, co-ordination and operation of all draws, competitions, play downs and other functions of the league shall be governed by their curling League Convenor.
- d) The organizational structure to administer and manage each individual Curling League's playing, social and financial activities will be monitored by the Vice President who represents the Board of Directors.

ARTICLE 4: BOARD OF DIRECTORS

4.1 DIRECTORS

- a) The affairs of the Club shall be managed by the Board of Directors. There shall be ten Directors. The President, Vice President, Secretary, and Treasurer, by virtue of their election to their respective offices, shall comprise the members of the Executive Committee. The immediate Past President shall serve as an ex officio member of the Board of Directors and the Executive Committee. In addition to the aforesaid Executive

Committee, there shall be elected five additional Directors to complete the membership of the Board.

- b) The Board of Directors shall be elected. Only Members who are full-time curlers in good standing shall be eligible to be elected to the Board of Directors. In the event of any vacancy, the Board of Directors may fill that position until the next Annual General Meeting.
- c) The Executive Committee shall, at least two months prior to the Annual Meeting, appoint a NOMINATING COMMITTEE of at least three Regular Members for the purpose of nominating members to the Board of Directors indicating their proposed office and/or Chairmanship of Standing Committee for the ensuing year. A list of nominees shall be posted with the notice of the Annual General Meeting.
- d) No additional nominations may be put forward from the floor at the Annual General Meeting prior to the voting. However, if a nomination has not been secured for an open position by the time of the AGM, then and only then will a nomination be entertained from the floor.
- e) The Directors shall receive no remuneration for acting as such.

4.2 DUTIES OF DIRECTORS

a) PRESIDENT

The President shall preside at all meetings of the Club, the Board of Directors and the Executive Committee. The President shall be responsible for the proper conduct of the business of the Club and shall not vote except to break a tie. If scrutineers are required, the President shall appoint them.

b) VICE PRESIDENT

In the absence of the President, the Vice President shall perform the duties and while doing so shall have the rights, privileges and powers of the President. In the event the President and Vice President are absent from the Regular or Special Meeting the Directors present may designate one of the members to be Chairman of the meeting. The Vice President shall be responsible for overseeing the Leagues and the Junior Program.

c) SECRETARY

The Secretary shall:

- 1) Keep an accurate record of all proceedings at meetings of the Club, the Board of Directors and the Executive Committee.
- 2) Conduct correspondence.
- 3) Shall be responsible for sending sympathy and other cards to members of the Club where appropriate.

- 4) Perform such duties as are prescribed by the BY-LAWS from time to time and as such other duties as may be assigned to the Secretary from time to time by the Directors.
- 5) Be responsible for keeping electronic files of minutes and any other documents as requested by the Board.

d) TREASURER

The Treasurer shall:

- 1) Collect club revenue and pay invoices on behalf of the Club.
- 2) Maintain bank accounts for the Club including accounts for the bar and the Junior program.
- 3) Use financial software to maintain financial accounts of all income and expenditures for the Club.
- 4) Maintain a filing system of paper records of all income and expenditures of the Club for the current year plus the previous 6 years, as per generally-accepted accounting standards.
- 5) Respond to questions from the Board on financial matters of the Club.
- 6) Attend monthly Board meetings.
- 7) Participate in activities of the Executive Committee.
- 8) Lead the Executive Committee in preparing a budget for the next curling season.
- 9) Arrange an annual fiscal review of the Club by an outside auditing agency and receive their report. Request that annual tax returns for Non-Profit Organizations be performed by auditors.
- 10) Have the audited Club Financial Statement from the previous fiscal year available to the membership electronically before the AGM. Present the unaudited financials from the current fiscal year at the AGM.

e) BAR

The Bar Chairperson shall:

- 1) Order beer, alcohol, wine and purchase sundry items for the purchase and consumption in the Club.
- 2) Keep a separate bank account.
- 3) Report to the Treasurer the status of the account and at year end turn over most money to the Treasurer for deposit in the General Revenue account.
- 4) Maintain and renew as required the Liquor Sales Licence issued by the Alcohol and Gaming Commission of Ontario.

f) MEMBERSHIP

The Membership Chairperson shall:

- 1) Maintain the membership list complete with addresses, phone numbers and email addresses if possible.

- 2) Send out renewal membership forms to members who do not have access to the internet.
- 3) Keep a running tally of numbers of members in each category and provide same to the Board as and when requested.

g) WAYS AND MEANS

The Ways and Means Chairperson shall:

- 1) Be responsible for building rental signs, issuing invoices and securing new sign rentals.
- 2) Be responsible for promoting and for securing rentals for the club.
- 3) Attempt to secure revenue for the club.

h) PAST PRESIDENT

The Past President shall assist the President and other members as needed as well as be responsible for co-ordinating with the person or persons convening “The Learn to Curl” program and any and all “Clinics”. The Past President will in turn report to the Board of Directors any details of the above for discussions as required.

i) PROPERTY

The Property Director shall work with the Board of Directors and the Ice Technician to maintain the building, the Club’s environment and equipment.

j) BONSPIELS

Bonspiels are operated with the goal of providing competition, social interaction and entertainment for our members, and invited participants, and as fund raisers. They may be In-House or Invitational. They are an important source of revenue for the club, and as such should be operated with the goal of ensuring the enjoyment of the participants balanced with generating substantial profit.

The Bonspiels Director shall recruit convenors and sponsors for each bonspiel, collect reports and financial statements and forward them to the Treasurer.

4.3 BOARD POWERS TO MAKE POLICIES

The Board may make policies relating to the administrative and internal affairs of the Club, not inconsistent with this BY-LAW. Without limiting the generality of the foregoing, the Board may make Policy regarding:

- a) Banking and finance
- b) Membership fees
- c) Creation/dissolution of Committees

The Board of Directors shall designate:

- i) The name of committee

- ii) The Committee's mandate
- iii) The Chair of the Committee
- iv) The constituent Membership of the Committee
- v) The budget for the Committee (if required)

All policies are contained in the Policy Manual which shall be published as a companion document as approved by the Board.

4.4 DIRECTORS' MEETINGS

- a) The Directors shall meet for the dispatch of business, adjourn, and otherwise regulate their meetings as they see fit from time to time.
- b) The quorum necessary for the transaction of business at a meeting of the Directors shall be a simple majority of the Board of Directors.
- c) A resolution approved by a majority of the Directors shall be as valid and effectual as if it had been passed at a meeting of the Board of Directors duly called and constituted.
- d) A Board of Directors' Meeting may be called by the President or at the request of three Directors at such place and time as is stipulated in the notice calling the meeting. Notice of such meeting shall be given to each Director at least forty-eight hours prior to the time of the meeting.
- e) No error or omission in giving such notice for a meeting of the Board of Directors shall invalidate such meeting or invalidate or make void any proceedings taking place at such meeting. Any Director may at any time waive notice of any such meeting and may ratify and approve of any or all proceedings.

ARTICLE 5: MEMBERS' MEETINGS

5.1 NOTICE OF MEETING

All Annual and Special Meetings shall be deemed to have been duly called if notice is posted on the Club's web site and in the Club at least seven days prior to the day fixed therein for the meeting. The non-receipt of such notice by any Member shall not invalidate any resolution passed or any proceedings at the meeting.

5.2 ANNUAL MEETING

- a) The Annual Meeting of the Club shall be held no later than the thirty-first day of May in each year.

- b) The purpose of the Annual Meeting shall be to receive a statement of the financial affairs of the Club, to elect the Directors of the Club and to consider any general or special matters relating to the Management of the Club.
- c) All Committees of the Club holding money shall submit statements together with money earned or retained in the funds of such Committees, to the Club Treasurer two full weeks prior to the Annual Meeting.
- d) A report from each Director and each League Convenor shall be prepared and presented at the AGM.

5.3 SPECIAL GENERAL MEETINGS

- a) A Special General Meeting of the members may be called at any time by the Board of Directors and shall be called by the Directors within five days of receiving a request from eleven or more members for a Special Meeting of members.
- b) The request for a Special Meeting by members shall specify the purpose(s) for which it is desired the Meeting to be held and all proceedings and discussions shall be limited to that/those purpose(s).

5.4 VOTING MEMBERS

At all Annual and Special Meetings each Member in good standing shall be entitled to one vote on each question requiring a vote of a member. Members entitled to vote may vote by proxy. A proxy must be in writing and be filed with the Secretary at least two days in advance of the day of the meeting.

5.5 QUORUM

A minimum of twenty-five (25) voting members of the Club present in person shall constitute a quorum for an AGM and for Special Meetings. No business shall be transacted at any meeting unless the said quorum is present.

If there is no quorum present, there may be question and answer period to be chaired by the President with notes taken rather than minutes. A subsequent meeting will have to be scheduled at a later date.

5.6 VOTING PROCEDURES

- a) All questions to be decided by any meeting of the Club or by the Board of Directors thereof shall be decided by a majority of votes cast for or against any question; except as provided for in Article 2.3(a) and Article 9 (II) of these BY-LAWS.
- b) In the event of a tie vote on any question at any meeting of the Club or the Board of Directors or at the Annual or Special meeting, the Chairperson of any meeting referred to herein shall not vote except to break a tie.

c) When two or more nominations are made for a single office, the vote shall be by secret ballot.

ARTICLE 6: COMMITTEES

a) The Board of Directors shall establish such Standing Committees from time to time as it deems necessary to ensure the efficient management of the Club. Each such Standing Committee shall have on its membership at least one member of the Board of Directors. The Chairperson of each Standing Committee so established shall be a Director of the Club.

b) The Executive Committee shall be a Standing Committee of the Board of Directors.

c) The Ice Committee shall be a Standing Committee.

d) Other Committees established from time to time to perform special task(s) shall be designated AD HOC COMMITTEES.

e) The Board of Directors shall establish Terms of Reference outlining each Standing and Ad Hoc Committee's responsibilities.

f) The quorum for meetings of Committee shall be a simple majority.

g) The President of the Club shall be an ex officio member of all Committees established by the Board of Directors.

ARTICLE 7: EXECUTIVE COMMITTEE

a) The Executive Committee shall be composed of the Officers of the Club: The President; the Vice President; the Secretary; the Treasurer; and the Past President (ex Officio).

b) The Executive Committee shall be the Planning Committee of the Board of Directors and shall be responsible for:

- I) Financial planning, including the preparation of a budget for the upcoming year
- II) Coordinating the work of the Board and establishing its priorities
- III) Recommending new direction
- IV) Appointing annually, at its inaugural meeting, a Club Historian
- V) Considering proposals for the conferring of honorary membership
- VI) Recommending the annual membership fees
- VII) Appointing the Nominating Committee.

ARTICLE 8: CLUB HISTORIAN

The Club Historian shall have access to all records pertaining to the activities of the Club and shall keep a scrapbook of all clippings and other data relating to the Club and its members.

ARTICLE 9: SIGNING AUTHORITIES

9.1 BANK ACCOUNTS

- i) There shall be one or more bank accounts as required by the Board of Directors with such of the Chartered Banks of Canada as the Board may designate.
- ii) All cheques, drafts, notes and other negotiable instruments shall be signed in accordance with motions passed by the Board of Directors.
- iii) All deeds, assurances, stock certificates, debentures, bonds, obligations and other documents shall be sufficiently executed if signed by the President and Treasurer, or in the absence of:
 - i. The President – by the Treasurer and the Vice President
 - ii. The Treasurer – by the President and the Vice President

9.2 BORROWING MONEY

The Board of Directors may, from time to time:

- I) Borrow money upon the credit of the Club.
- II) Issue bonds, debentures or other securities of the club and pledge or sell the same for such sums and at prices as may be expedient or necessary.
- III) Charge, hypothecate, mortgage or pledge all of any of the real or personal property including book debts and unpaid calls, rights, powers, undertakings and franchises of the Club to secure any bonds, debentures stocks or other securities or any liabilities of the Club.
- IV) Upon approval of a motion by a two-thirds majority of the Board of Directors for any of the above, the President and the Treasurer must sign these documents if in hard copy. If an electronic signature is required (typically this is a single signature), the Board shall designate the appropriate signing authority.

9.3 SIGNING OF CONTRACTS

Contracts must be approved by a motion of the Board of Directors prior to the signing of any Contract.

Regarding the Contract for the Ice Technician and the Contract for the Cleaning of the Club, only the President and the Treasurer together may legally bind the Club.

All other Contracts for services to be provided to the Club must be approved by a motion of the Board of Directors. The Board will then designate the appropriate signing authority. This shall normally be the Director responsible for that area but may be otherwise designated by the Board, prior to the signing of such Contract.

ARTICLE 10: APPOINTMENT OF AUDITORS

An accounting firm shall be appointed by the Members at the Annual General Meeting. The firm shall provide an outlook of the club's financial standing by performing a compilation audit of the financial statements of the club and reporting the results. Also, they will submit an annual tax return on behalf of the club.

ARTICLE 11: AMENDMENTS OF BY-LAWS

- I) These BY-LAWS may be altered, amended, added to or rescinded at any Annual General Meeting or at a Special General Meeting called for that purpose. The notice in writing of any changes to be moved must be left with the Secretary at least one month prior if for the Annual Meeting and at least seven clear days for a Special Meeting, and a copy provided to all Members four clear days before such meetings.
- II) The BY-LAWS may be altered, added to, amended or rescinded only by two thirds of the majority of all eligible members voting at the meeting.
- III) The Board of Directors from time to time may alter, amend, add to or rescind the BY-LAWS of the Club, but any changes, unless in the meantime confirmed at a Special Meeting duly called for the purpose or at an Annual Meeting, shall have force until the next Annual Meeting of the Club, and if not confirmed thereat, shall from that time only, cease to have any force.

All Previous BY-LAWS or provisions thereof inconsistent to this BY-LAW are hereby repealed.

Passed by the Board of Directors

Signed _____
Linda Selig, President

Signed _____
Kathryn Smallwood, Secretary

Approved by the General Meeting of Members of the Club on May 19, 2021

Signed _____
Kathryn Smallwood, Secretary