

ALDERSHOT TENNIS CLUB CONSTITUTION

**January 25th, 2002
Amended April 15th, 2005**

ARTICLE 1 – Name of Corporation

- 1.1 The name of the Corporation shall be the Aldershot Tennis Club, abbreviated hereinafter to ATC.

ARTICLE 2 – Corporate Head Office

- 2.1 The head office of the Corporation shall be in the City of Burlington, in the Province of Ontario, and at such place therein as the Board of Directors may from time to time determine.

ARTICLE 3 – Corporate Seal

- 3.1 The seal, an impression of which is stamped in the margin, shall be the Corporate Seal of the Corporation.

ARTICLE 4 – Corporate Obligations

- 4.1 The business of the Corporation shall be carried on without financial gain to its members, Directors, or Officers, and any profits or other accruals to the Corporation shall be used in promoting its objectives.
- 4.2 Notwithstanding article 4.1, Members, Directors or Officers of the ATC may receive compensation for specified services rendered on either a casual or regular basis in the continued operation of the club. Compensation for said services must be pre-approved by the Board of Directors and recorded in the minutes. Such appointments shall be in accordance with guidelines developed and published by the Board of Directors.
- 4.3 The ATC shall keep the following:
- Minutes of all meetings held by the Corporation
 - A register of the Board of Directors and Officers
 - A register of club members
 - Records detailing all financial and other transactions of ATC
 - All other requirements and obligations of relevant Corporation Legislation
 - Agreements with the City of Burlington and other organizations as may be necessary.
- 4.4 It is the responsibility of each member of the Board of Directors to familiarize themselves with these obligations and ensure that they are accordingly met. All such requirements will be made available to new Directors and Officers on initiation of their responsibilities.

ARTICLE 5 – Aims and Objectives

- 5.1 To foster and promote, at reasonable cost, the game of tennis in the City of Burlington.
- 5.2 To co-operate with the Department of Recreation in the City of Burlington.
- 5.3 To encourage participation in casual and tournament play for the purpose of the well being of the members and for the furtherance of the sport of tennis.
- 5.4 To sponsor and promote such social and other activities as may contribute to the social and/or financial well being of the ATC.
- 5.5 To maintain and improve, as the Board of Directors deems necessary, the tennis facilities of the ATC.

ARTICLE 6 – Authority

- 6.1 The authority to govern the ATC shall be vested in the Board of Directors and Officers unless otherwise stated in this constitution.
- 6.2 The Board of Directors shall enact such Bylaws as required for the day-to-day operation of the ATC, subject to ratification at the next general meeting of the membership.

ARTICLE 7 – Officers

- 7.1 The Officers shall be the President, Vice-President, Secretary, Treasurer and the Immediate Past President.
- 7.2 The President, or in absentia the Vice-President, shall have general supervision of the business and affairs of the Corporation and will be ex-officio members of all committees.

ARTICLE 8 – Board of Directors

- 8.1 The Board of Directors of the ATC shall consist of the five Officers of the Corporation, plus a maximum of seven additional Directors.
- 8.2 Officers and Directors for specific areas of responsibility will be elected as needed at the Annual General Meeting.
- 8.3 Members of the Board of Directors shall serve a two (2) year term, and at the end of their respective term each shall retire, but may stand for re-election. The Immediate Past President shall normally serve on the Board of Directors until there is an outgoing President.

- 8.4 All adult members in good standing shall be eligible for a position on the Board of Directors as set out above.
- 8.5 The Board of Directors shall determine the duties of Officers and Directors.
- 8.6 Should a vacancy occur for a board position, the Board of Directors shall have the authority to appoint a replacement Officer or Director from within the current Board or from the general membership until the next Annual General Meeting.
- 8.7 A recommendation for removal of an elected or appointed member of the Board of Directors shall require a 2/3-majority vote of the Board of Directors. The aforesaid member shall have the right to appeal such a decision to the general membership at the next general meeting and may be re-instated by a simple majority vote of the general membership.
- 8.8 The Board of Directors may from time to time appoint committees which may be composed of members, and the Board of Directors may delegate to such committees such powers as are necessary to fulfill their mandate.
- 8.9 Except in the case of dire emergency, the Board of Directors shall not commit the Corporation to expenditure in excess of \$25,000 without reference to and approval of the general membership. Any such proposed commitment shall be submitted for approval at a general meeting of the membership and authorized by a majority of members present before proceeding.
- 8.10 The Board of Directors may appoint such tennis professionals, employees, servants and agents, as it shall deem necessary, and provide remuneration for their services.
- 8.11 The Board of Directors reserves the right to close the courts for maintenance purposes or for safety concerns.
- 8.12 The Board of Directors shall publish and make available to all members a calendar of events and dates outlining the program and club rules of the ATC as soon as practicable in the playing season.

ARTICLE 9 – Membership

- 9.1 A member shall be any person who has been accepted into the ATC and whose membership fees are fully paid up.
- 9.2 Membership in the Corporation or participation in any of its activities shall not be limited for reasons of race, religion, sex, national origin, ideology or disability.
- 9.3 Membership fees are due and payable on the date(s) determined by the Board of Directors. Unpaid members will be removed from the ATC after this date.

- 9.4 The Board of Directors shall determine the maximum number of members and the types of membership in the ATC.
- 9.5 The Board of Directors shall determine fees for membership and other fees and charges as deemed appropriate.
- 9.6 The Board of Directors shall have the power to suspend club privileges or expel any member for just cause, including breach of the ATC Constitution and By-laws, without refund for any portion of fees paid. The suspended or expelled member shall have the right to appeal a decision and/or be re-instated by simple majority vote at the next general meeting of the membership.
- 9.7 Members shall abide by all resolutions and decisions of the Board of Directors of the Corporation.

ARTICLE 10 - Meetings

- 10.1 All Board of Directors meetings shall be at the call of the President and can be held as frequently as necessary.
- 10.2 Any three Directors can demand that the President call a special meeting of the Board of Directors.
- 10.3 Any member of the Board of Directors who misses three reasonably scheduled consecutive meetings may be discharged.
- 10.4 A quorum shall consist of a simple majority of the Board of Directors. Should a meeting be necessary without a quorum, all resolutions made at that meeting must be ratified at a duly constituted meeting of the Board of Directors.
- 10.5 The conduct of all meetings shall be based generally on standard rules of parliamentary procedure.
- 10.6 Except as otherwise designated herein, a simple majority vote of those present at Board of Directors or general meetings of the membership shall be required before a motion can be carried.
- 10.7 The Board of Directors may schedule as many general meetings of the membership as it deems necessary, but must hold an Annual General Meeting in the last month of a fiscal year.
- 10.8 Notice of all general meetings of the membership shall be posted in a conspicuous location in the clubhouse at least four weeks prior to such meeting and every reasonable attempt made to notify members of the meetings.

- 10.9 Motions for consideration at a general meeting of the membership shall be submitted in writing to the Secretary or to the President no less than fourteen (14) days prior to the date of the meeting. Such motions must be signed by the Mover and seconded by another member.
- 10.10 Copies of proposed motions shall be posted in the clubhouse.
- 10.11 Motions arising from the floor at a general meeting of the membership for which there is considerable support be set aside for a follow-up meeting so as to provide for appropriate consideration by the Board of Directors.
- 10.12 Only adult members in good standing are entitled to vote at a general meeting of the membership. In order to do so, they must be in attendance at the meeting, unless provision has been made for a proxy vote.
- 10.13 The Board of Directors can determine that a proxy vote may be necessary in special circumstances. The Board of Directors will determine the procedure for such a proxy vote.
- 10.14 A quorum for the purposes of the Annual General Meeting shall be considered those present or represented by proxy.
- 10.15 The proxy vote expires at the close of the meeting for which it was issued.
- 10.16 The Board of Directors shall be bound by resolutions passed by the membership at a general meeting.

ARTICLE 11 – Election of Officers and Directors

- 11.1 The election of Officers and Directors shall be held at the Annual General Meeting, and a simple plurality shall carry such elections. The Chairperson of the election shall be the Immediate Past President providing he/she is not a candidate for an elected position and is available. The Board of Directors may otherwise appoint an Elections Chairperson from anyone of the general membership.
- 11.2 The Immediate Past President or the Elections Chairperson shall head the Nominating Committee and present a slate of candidates for election. Nominations will also be solicited from the floor at the Annual General Meeting. Candidates must be nominated by two members in good standing and have declared their commitment to serve in the capacity nominated for a full two (2) year term.
- 11.3 In order to assume the position of President, a member must normally have served on the Board of Directors as Vice-President.

- 11.4 In order to assume the position of Vice-President, a member must have served one term on the Board of Directors or be nominated by the Board of Directors to serve in that position.

ARTICLE 12 – Amendments to the Constitution

- 12.1 Amendments to the Constitution can only be made at a general meeting of the membership and there must be a 2/3-majority for proposed amendments to be carried.
- 12.2 For consideration at a general meeting of the membership proposed amendments shall be submitted in writing to the Secretary or to the President no less than fourteen (14) days prior to the date of the meeting. Such motions must be signed by the Mover and seconded by another member.
- 12.3 Copies of proposed amendments shall be posted in the clubhouse.