



Toronto Curling Association

CONSTITUTION AND BY-LAWS

Article I NAME AND TITLE

This Association shall be known by the name or title of the "Toronto Curling Association", hereinafter known as the "TCA".

Article II OBJECTIVES

1. To promote the game of curling in the Greater Toronto Area (hereinafter known as the GTA).
2. To co-operate with the Ontario Curling Association, the Canadian Curling Association, and other regional curling associations in the interest of curling.

Article III EXECUTIVE STRUCTURE

V.1 Board Members

1. The affairs and procedures of the TCA shall be managed throughout each fiscal year by a representative body, hereinafter referred to as the Executive, composed of :
 - The President,
 - The Vice President
 - The Secretary
 - The Treasurer
 - The Director of Bonspiels
 - A minimum of 4 and a maximum of 8 TCA Directors, whose titles and portfolios shall be designated by the Executive, in accordance to current program and services needs
 - The immediate Past-President
2. The roles and responsibilities of each executive member are as defined in the by-laws, "*Roles and Responsibilities of the Executive*", and may be modified at any time by the Executive to meet the current needs of the Executive, and / or the programs and services administered by the TCA.

V.2: Executive meetings

1. The Executive shall meet monthly during the curling season, and as deemed necessary by the President. Quorum is considered reached when a simple majority of the eligible voting Executive is present.
2. A member of the Executive can request to the President the convening of an emergency meeting to discuss matters that require immediate resolution. Quorum must be reached before matters may be put to vote.

V.3: Executive Voting

1. The Executive will vote during scheduled meetings to accept / reject changes to current programs and services and / or to initiate or cease current programs or services. All votes before the Executive must be motioned and seconded by an Executive member.
2. Quorum must be reached before a vote can take place.
3. The Immediate Past President is not eligible to vote on matters before the Executive, but is eligible to present arguments and opinions before the Executive on all matters being considered by the Executive except:
 - When an otherwise eligible member of the Executive is precluded from voting (as described below), preventing quorum from being met, and
 - When any vote on a matter under consideration results in a tie-vote
4. TCA Matters raised in writing by a member of a TCA member club, or a TCA club representative (hereinafter known as the Applicant), shall be considered during an Executive meeting.
5. TCA matters under consideration before the Executive that are brought to the attention of the Executive by an Applicant, and that directly involve a member of the Executive, shall be considered during a scheduled Executive meeting, with the following conditions:
 - a. The Executive member may be allowed to present an opinion on the matter raised before the Executive, at the discretion of the President and Vice-President.
 - b. The Executive member in question will not be permitted to vote on the matter

The President shall respond in writing to the Applicant within seven (7) business days the decision of the Executive.

6. The Secretary shall record the result of the vote. When requested, the Secretary shall record the details of the vote.

V.4: Executive Term Limits

1. Members shall be eligible to sit on the Executive for no more than nine (9) consecutive years.
2. The Executive shall be empowered to fill any vacancy which may occur. The term of any person so appointed will run only to the next election.

V.5: Executive Additions / Removals

1. Any member of a TCA member club is eligible to nominate an individual who is a member in good standing of a TCA member club to be a member of the Executive. Nominations will be received until August 1 of the new fiscal year, in writing to the secretary. Nominees must be seconded by the President or Chairperson of the nominee's club, indicating the member is in good standing of their club. Nominees must provide their agreement to be nominated in

writing to accompany the nomination. The list of nominees shall be presented to the TCA Representatives three (3) weeks in advance of the annual TCA General Meeting.

2. A current Executive member may retain his / her position through acclamation should no nominees be put forward, and said member is eligible pursuant to sections V.4.1.
3. Removal of a member from the Executive may occur under the following circumstances:
 - a. If a member of the Executive is no longer a member of any TCA member club, the member must resign from the Executive within thirty (30) days of this act
 - b. An Executive member shall be removed from his / her position immediately if found convicted of breach of trust against the TCA pursuant to the laws of Ontario and Canada.
 - c. An Executive member shall be removed from his / her position if the remainder of the Executive has lost confidence in said member's ability to uphold the tasks and responsibilities of the member's portfolio. Should the Executive lose confidence in a member,
 - i. A meeting must be called to discuss the performance and concerns about the member. Quorum must be met, excluding the member in question
 - ii. The member in question must be given the opportunity to present a defense about said performance issues or concerns;
 - iii. A motion to remove a member must be presented and seconded;
 - iv. A vote by secret ballot to remove the member must be held at the conclusion of these discussions
 - v. The member in question is not permitted to vote
 - vi. The result of the vote must be unanimous

The member in question must resign from the Executive if all of these conditions are met.

Article IV MEMBERSHIP ELIGIBILITY

1. Members consist of curling clubs in the GTA and surrounding area, having a constitution and a regularly constituted slate of officers or an otherwise formal structure guiding its affairs, and are in good standing.
2. Application for membership shall be in writing and submitted to the Secretary of the TCA.
3. Upon receiving an application for membership, the Executive shall accept or reject the application at a scheduled Executive meeting, and shall notify the applicant of such acceptance or rejection.
4. The Executive may, at any time by written notice, terminate the membership of the any club if it determines that the conduct of such club is not in the best interests of the TCA.
5. A club wishing to resign from membership may do so by written notice to the Secretary of the TCA. Such resignation shall be effective when received. Any and all properties and belongings of the TCA must be returned in good condition.

6. To be a member in good standing the assessment fee shall be paid when due.

Article V TCA CLUB REPRESENTATIVES

1. Each member club of the TCA shall appoint a maximum of two representatives to attend all meetings and represent the TCA at their clubs. TCA club representatives, or a delegate, shall attend the following meetings, if scheduled:
 - a. The Annual General Meeting
 - b. TCA Representatives Meetings, when deemed necessary by the Executive
2. At these meetings, each member club will be accorded one vote when a vote is deemed necessary by the Executive.
3. For the purposes of voting, a TCA club representative must be present at the meeting in order to cast a vote.
4. The Executive and TCA club representatives will meet at least once during the curling season at a time and place arranged by the Executive.

Article VI DAY-TO-DAY ADMINISTRATION AND MANAGEMENT

The ordinary administration of the TCA shall be conducted by the Executive. These Officers shall consist of: the President; the Vice President; the Treasurer; the Secretary, and the Director of Bonspiels. This Board of Officers shall be vested with authority to conduct the ordinary and normal daily affairs of the TCA which are necessary between the monthly Executive and annual meetings of the TCA. The Board of Officers shall be vested with authority to conduct administrative processes of the TCA and manage the financial affairs of the TCA, and report on such activities at the next scheduled Executive meeting.

Article VII AMENDMENTS

The Executive shall give written notice of the proposed amendments to the member clubs and TCA club representatives to be submitted at the next general meeting or TCA club representatives meeting. A minimum period of 21 days must elapse from the time the notice is submitted until the amendment is formally presented to the TCA club representatives.

It shall require a simple majority vote of all present and eligible to vote to carry any amendments to the Constitution and By-Laws.

Article VIII ANNUAL MEETING

The annual general meeting of the TCA shall be held on or before the first of November each year for the purpose of providing an audited financial report, other TCA event reports, and any other report that is requested by a TCA club representative. Quorum is considered reached when a simple majority of eligible TCA club representatives are present.

Article IX SPECIAL GENERAL MEETING

A special general meeting may be called by the Executive whenever it deems it necessary and also they shall, upon a requisition made in writing by at least five member clubs and within thirty (30) days of receipt of such requisition, convene a general meeting. Each member club may be allowed at least one (1) delegate but only one delegate shall have voting power and be entitled to all privileges for the purposes of the meeting.

Article X SIGNING OFFICERS

The signing officers for cheques shall be any two of the following: The President, The Vice-President, and The Treasurer. Any two of The President, the Vice-President, and the Treasurer with the approval of the Executive, may sign contracts, agreements, or other documents pertaining to the business of the TCA.

Article XI ASSETS

Upon a winding-up or dissolution of the TCA, all the assets and accumulated income shall be transferred to an organization with similar objects that qualifies for exemption from the income tax pursuant to paragraph 149 (1) (f) or paragraph 149 (1) (l) of the Income Tax Act (Canada).

Article XII INDEMNIFICATION OF EXECUTIVE MEMBERS

The TCA shall indemnify each of the members of the Executive and his/her heirs and legal representatives from and against any and all losses, costs, damages, expenses, liabilities, claims, and causes of action of whatsoever kind such member may sustain or incur or become subject to by reason of or in respect of any act, matter, or thing done or permitted, or not done or permitted, by such member in the execution of his/her duties as a member of the Executive. This indemnity shall not apply to claims occasioned by the dishonesty or willful default of such member.

Article XIII

This Constitution and By-Laws shall be effective immediately following its adoption by a two-thirds majority vote of the member clubs present at the meeting at which it was proposed.

Adopted: September 21, 2011

Paivi Liitela
President

Al Steele
Secretary

Anne Edgar Dodds-
Hebron
Treasurer

BY-LAWS

1. A Curling Club is defined as a club in the geographic area as set forth in the Constitution, and is said to be having a constitution and a regularly constituted slate of officers, or an otherwise formal structure guiding its affairs and conduct. A Curling Club may include established leagues that rent / borrow ice from a curling facility, but whose participants are not considered to be members of the curling facility itself.
2. Each member Club shall furnish the Secretary of the TCA with the contact information of the club representative and club manager no later than the last day of October in each year.
3. The assessment fees of member Clubs shall be paid to the TCA not later than December 31 of each year.
4. The TCA fiscal year shall be from July 1 to June 30.
5. The financial audit must be done by a firm of chartered accountants or by a registered public accountant. A financial statement, supported by the auditor's report shall be presented at the Annual General Meeting.
6. Chairpersons of TCA Bonspiel committees shall be members in good standing of a TCA club.
7. TCA bonspiel committees will submit event reports within six weeks of the conclusion of the bonspiel.
8. TCA bonspiel committees will submit pro forma bonspiel budgets by a date determined by the Director of Bonspiels. The Executive will review and approve these budgets, and reserves the right modify these budgets in consultation with the Director of Bonspiels.

Roles and Responsibilities of the Executive

Subject to the direction of the TCA club representatives, the Executive shall conduct all business of the TCA not otherwise specifically reserved to the TCA club representatives.

President

- Shall be an ex-officio member of all sub-committees
- Shall represent the TCA at all OCA, CCA, and similar meetings and all sponsor meetings
- Sets yearly goals and objectives
- Develops strategy for growth; membership and sponsor retention
- Works with Treasurer to establish financial goals and priorities for future projects / events
- Chairs the Executive meetings
- Assists with other tasks / projects when required

Vice-President

- Performs the duties in the absence of the President
- Assists President with responsibilities, develops a strategy to continue after current president retires from position
- Assists with other tasks/projects when required

Director of Bonspiels

- Liaison between Executive and TCA bonspiel committees
- Communicates event progress, successes and challenges to Executive
- Communicates TCA directions to committees
- Represents the TCA at sanctioned bonspiel committee meetings as necessary
- Presents bonspiel budgets and Reports to the Executive for review and approval
- Assists with other tasks / projects when required

Secretary

- Keeps accurate records of Executive meetings; maintains a list of club contacts and similar information
- Lead organizer for TCA General Meetings
- Assists with other tasks / projects when required

Treasurer

- Keeps funds in a recognized Canadian financial institution that is a member of the CDIC
- Keeps an accurate record of all receipts and disbursements
- Presents an audited financial statement at the Annual Meeting; presents an interim financial report at Executive meetings and other TCA club representative meetings
- Works with Executive to establish financial goals and priorities and a budget for future projects / events
- Assists with other tasks / projects when required

Immediate Past President

- Responsible for succession planning, including bringing new members to the Executive and providing training for them
- Assists with other tasks / projects when required

Director – Marketing and Communications

- Works with clubs and TCA Executive to develop new marketing initiatives
- Develops and implements strategy for sponsor development
- Oversees website development
- Oversees information flow to and from member clubs
- Works with the Executive and club Executive committees to refine TCA programs specific to clubs
- Works with other community contacts to promote curling in Toronto.
- Assists with other tasks / projects when required

Director(s) Without Portfolio

- Junior development
- Membership surveys
- Assists with tasks / projects when required