

MOHAWK PARK TENNIS CLUB INC. – CONSTITUTION AND BYLAWS

CONSTITUTION

1. Name

The name of the Corporation is "Mohawk Park Tennis Club Inc.", hereinafter also referred to as "the Corporation." Letters patent issued by the Province of Ontario with respect to Mohawk Park Tennis Club effective the 18th day of May, 2007.

2. Objectives

The objectives of the Corporation are to:

- (a) Promote interest in tennis within the adults and youth of the community;
- (b) Provide instruction and coaching to adults and youth in the sport of tennis;
- (c) Arrange matches and competitions for tennis games;
- (d) Establish and grant prizes, awards, distinctions to encourage the development of tennis skills;
- (e) Establish and maintain physical activities and equipment in support of these activities;
- (f) Promote social events and activities among the members of the tennis club;
- (g) Raise and expend funds for the furtherance of the objectives of the Corporation;
- (h) Maintain affiliation with the City of Mississauga under suitable conditions;
- (i) Realize new initiatives, projects, affiliations and partnership in furtherance of its objectives.

Note: The corporation shall support community members with the above objectives; the focus on any of the above objectives may be omitted or prioritized at the board's discretion for the current season to comply with restrictions and measures due to the COVID-19 pandemic and/or resource constraints (lack of interest or volunteer support).

3. Mandate

The executive's mandate is to raise funds to maintain the upgraded facility that allows a wider base of community residents the opportunity to enjoy the sport of tennis and its ensuing benefits. Expanding offline and online marketing activities to engage current members and attract new members and encourage partnerships.

4. Mission

The corporation provides affordable membership and alternative fitness solutions for all ages and abilities to help develop a holistic and healthy lifestyle through community spirit and tennis.

5. Office Address

The office of the Corporation shall be located at the address of the current President of the Corporation. The physical and non-mailing address of the tennis club location is 2409 Delkus Crescent, Mississauga Ontario.

6. Non-profit Status

The Corporation shall operate without the purpose of gain for its board, and any profits shall be used in promoting its objectives.

7. Directors Not Remunerated

The Directors of the Corporation shall serve as such without remuneration, and no Director shall directly or indirectly receive any profit from his or her position as such; provided that a Director may be paid reasonable expenses incurred by him or her in the performance of his or her duties as a Director in accordance with the Corporation's policies relating to reimbursement of expenses.

8. Disposition of Property Upon Dissolution

Upon dissolution of the Corporation and after the payment of all its debts and liabilities, its remaining property shall be distributed or disposed of to charitable organizations that pursue their objectives in Ontario.

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BYLAWS

Article 1 General

1.1 Purpose - These Bylaws govern the general conduct of the Mohawk Park Tennis Club Inc., hereinafter also referred to as "the Club" or "the Corporation."

1.2 Definitions – the following terms have these meanings for the purposes of these bylaws:

Auditor – a Chartered Accountant to audit the financial accounts and records of the Corporation.

Board – the Board of Directors of the Corporation

Mohawk Park Tennis Club – the national body that governs recreational tennis activities in Mississauga, hereinafter also referred to as "MPTC"

Constitution – the Constitution of the Corporation, stating of the Corporation's objectives

Days – shall mean total calendar days, irrespective of weekends or holidays

Director – an individual elected or appointed to serve on the Executive Committee in accordance with these Bylaws

Executive Committee – The Committee comprising the President, the Treasurer, the Membership Manager, the Secretary, the Marketing Communications Director and any Special Officers.

Member – a member admitted under the provisions of Article 2 of these Bylaws

Officer -- an individual elected or appointed to serve as an Officer of the Corporation in accordance with these Bylaws

Ordinary Resolution – a resolution passed by a majority of the votes cast at a Meeting of the Board

Special Resolution – a resolution passed by two-thirds of the votes cast at a Meeting of the Board

1.3 Interpretation – In these Bylaws, words denoting the male gender shall include the female gender.

1.4 Ruling on Bylaws – The Board shall have the authority to interpret any provision of these bylaws that is contradictory, ambiguous or unclear, provided that such interpretation is consistent with the objects of the Corporation.

1.5 Conduct of Meetings – Regular monthly meetings and annual general meeting scheduled by the Executive Board. All board members are to be present (in-person or online) at the AGM and monthly meetings. The organization's board will try to achieve consensus on all decisions, but at any membership meeting, any member may request that a majority vote be taken. A simple majority will decide the question except as otherwise stated in these By-laws. Generally voting will be by show of hands, or a voice vote, "those in favour of the motion say yes" and those not in favour of the motion say no" but a secret ballot is appropriate for elections.

1.6. General Operating Procedures - The Corporation is committed to working in a non-sexist, non-racist, non-violent and democratic manner standard at minimum in accordance with the Ontario Human Rights Code and the Canadian Charter of Rights and Freedom.

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Article 2 Membership

General

2.1 Membership is open to all Mississauga Residents and non-residents alike (in good standing), provided that 80 per cent of the tennis membership must reflect Mississauga residents to comply with City of Mississauga's Community Group Registry Program affiliation:

<https://www.mississauga.ca/wp-content/uploads/2020/04/30111316/08-01-01-Community-Group-Registry-Program.pdf>
<https://www.mississauga.ca/wp-content/uploads/2020/04/02113956/08-03-04-Outdoor-Tennis-and-Pickleball-in-Mississauga-Policy.pdf>

In the case of waiting lists, programs funded by grants (i.e. Ontario Trillium Foundation) prioritize Mississauga residents, provided they register during the Club's Open House and registration dates. The Club's Directors and full-time volunteers reserve the right to request proof of age for residents under 18 and 60+ and proof of residence for family memberships under same address.

2.2 Membership may be suspended/cancelled/not renewed by the Executive for conduct considered prejudicial or harmful to the Club and/or its members.

2.3 Membership shall be for the period April/May to October of the same calendar year.

2.4 Registered members along with one parent per registered junior member may vote at AGM, meetings and upon special request by the board. Voting member must be in good standing at time voting with full club and playing privileges.

2.5 Voting members/board members and volunteers have to register their playing membership for the current year with the Club to access courts to be covered under the City of Mississauga's commercial liability. Guests or participants that attend a supervised event must sign a waiver for the date of event prior to stepping on court.

Categories of Membership

The Club currently offers the following categories of membership:

a) Adult Member – any person aged 18 years or more and who meets the general requirements of Article 2.1 may become a Member of the upon payment of the current annual dues for Adult Members.

b) Junior Member – any person aged 17 years or less and who meets the general requirements of Article 2.1 may become a Junior Member upon payment of the current annual dues for Junior Members. Parental/Guardian signature required.

c) Young at Heart Member – any person aged 60 years or more may take advantage of a lowered and/or subsidized membership rate approved by the board in the calendar year. Proof of age will be required.

d) Family of 4 Member – any person who meets the general requirements of Article 2.1 may become a Family Member upon payment of the current annual dues for Family Members.

e) Program Participant – any person who has enrolled in a free or subsidized program, class or workshop. This participant does not have access to a playing membership unless they chose to enroll in one.

f) Health & Wellness Membership – any person who wishes to enrol in a membership that provides access to preferred rates on fitness, yoga and events (Note: no access to tennis facility or preferred tennis pricing with this membership).

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Voting Rights of Members

2.6 Members in good standing may vote directly on the affairs of the Corporation and on each amendment to a constitution and by-laws while present at the Annual General Meeting and End of Season Meeting, in the manner prescribed in Article 4 of these Bylaws. Members will have a period of three weeks to review the current constitution and by-laws before the Annual General Meeting. Members may also vote during special circumstances via email when a formal meeting is not held.

Article 3 Finance and Management

3.1 Fiscal Year – The fiscal year of the Corporation shall be January 1 to December 31st, or such other period as the Board may from time to time determine.

3.2 Auditor – Directors shall appoint an Auditor/Chartered Accountant.

3.3 Signing Authority – The Board shall designate from among the Officers two or more individuals who shall have signing authority for all financial transactions, contracts and documents conducted in the name of the Corporation. All such transactions, contracts and documents shall require two signatures and once signed shall be binding upon the Corporation.

3.4 Property – The Corporation may acquire, lease and sell or otherwise dispose of securities, lands, buildings or other property, or any right or interest therein, for such consideration and upon such terms and conditions as the Board may determine.

3.5 Borrowing or Investing – The Corporation may borrow funds upon such terms and conditions as the Board may determine.

3.6 Books and Records – The Board shall ensure that all books and records of the Corporation required to be kept by virtue of the Constitution, these Bylaws or any statute of law are regularly and properly kept.

3.7 Financial Institutions – The banking business of the Corporation or any part thereof shall be transacted with such banks, trust companies or other financial institutions as the Board may designate, appoint or authorize from time to time.

3.8 Annual Budget – The annual budget of the Corporation shall be prepared by a committee comprising the Treasurer and no fewer than two (2) other members of the Board and such Budget shall be presented at the Annual General Meeting for approval by Ordinary Resolution of the Board within 30 days thereafter.

3.9 Limits on Financial Transactions – The Corporation shall incur no expenditure or liability in excess of one thousand dollars (\$1,000.00) unless such expenditure or liability has been expressly authorized in the annual budget, or by a Special Resolution where at least one-half (1/2) of the Directors have voted.

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Article 4 Governance

Composition of the Board

4.1 The Board of the Corporation shall consist of eligible Members elected or appointed by the Corporation.

Powers of the Board

4.2 Powers of the Corporation – Except as otherwise provided by law, the Constitution or these Bylaws, the Board exercises the powers of the Corporation and may delegate any of its powers, duties and functions.

4.3 Managing the Affairs of the Corporation – The Board shall make policies and procedures for managing the affairs of the Corporation in accordance with the Constitution and these Bylaws.

4.4 Discipline – The Board shall establish policies and procedures relating to the discipline of Members and shall have the authority to discipline Members or Regional Affiliates in accordance with such policies and procedures.

4.5 Dispute Resolution – The Board shall establish policies and procedures for resolving disputes within the Corporation and all disputes shall be dealt with in accordance with such policies and procedures.

4.6 Process for Resolution of Complaints

In cases where a dispute over Club policy or direction is raised, the objective of MPTC is to support fair, effective and efficient resolution of any dispute, either through direct Club contact or through escalating the matter to City of Mississauga staff. Mediation or facilitated discussions provide a means to try to settle a dispute without escalating the case to Peel Police or City of Mississauga staff. A complaint should be brought forward to the President and his / her designated officer in writing. The President and his / her designated Officer will perform a thorough investigation, including the following steps:

- A Board representative will provide a written notice to both parties that they wish to mediate the dispute, so as to find an effective compromise or solution that will benefit both parties; and will include the name of their representative for that purpose;
- Providing a concise summary of the matter in dispute to both parties
- One response to the complainant summarizing the action taken
- In most cases, a letter of warning to the offender identifying expected change of behavior and terms and conditions for continued membership.
- In extremely serious cases, immediate expulsion may be necessary.

Where a member of the Club has consulted with its own executive regarding operational procedure (i.e. constitution, rules and regulations), and where the Club has not settled the dispute with its member, the Club may elect to speak to their City of Mississauga representative regarding the matter. The representative may investigate the matter and bring the issues to the appropriate authority for a final decision to resolve the issue between the Club and the member.

Any claim, controversy, action, cause of action, suit, or litigation (“Action”) between the parties arising in whole or in part under or in connection with this policy or the subject matter hereof, which claim would, but for this Section 9.2(a) of the MPTC Constitution and By-Laws, be submitted to arbitration under Section 9.2(b) in accordance with the procedures set forth in Section 9.2(b), will, before such submission to arbitration, first be escalated to the Board of Directors for resolution.

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The Board will use reasonable efforts to attempt to resolve the dispute through good faith negotiations by telephone or in person as may be agreed and if they fail to resolve the dispute within thirty (30) days after either party notifies the other of the dispute, and do not mutually agree to extend the time for negotiation, then the dispute will be submitted to arbitration in accordance with the procedure set forth in Section 9.2(b).

Except with respect to Actions by either party seeking equitable or declaratory relief, any Action arising in whole or in part under or in connection with this Agreement or the subject matter hereof that is not resolved pursuant to Section 9.2(a) will be referred to and finally resolved by arbitration in accordance with the Rules of the Mohawk Park Tennis club, as such Rules may be modified by this Agreement, by the Board of Directors, who will be agreed upon by the parties.

If the parties are unable to agree upon a single arbitrator within thirty (30) days following the date arbitration is demanded, three arbitrators will be used, one selected by each party within ten (10) days after the conclusion of the 30-day period and a third selected by the first two within 10 days thereafter. Unless the parties agree otherwise, they will be limited in their discovery to directly relevant documents. Responses or objections to a document request will be served twenty (20) days after receipt of the request. The arbitrator(s) will resolve any discovery disputes. Arbitration proceedings may be commenced by either party by notice to the other party. Unless otherwise agreed by the parties, all such arbitration proceedings will be held in Mississauga, Ontario, if proceedings may be conducted by telephone conference call with the consent of the parties and the arbitrator(s). The arbitrator(s) will apply the law of Mississauga, Ontario, Canada.

THE DECISION OF THE BOARD IS FINAL

4.7 Employment of Individuals – The Board may employ or engage under contract such individuals as it deems necessary to carry out the work of the Corporation.

4.8 Election and removal of Officers – the Board shall elect Officers of the Corporation, and shall have the sole authority to remove Officers in accordance with procedures specified in these Bylaws.

4.9 Setting fees for membership – the Board shall set fees for membership.

4.10 Election or Appointment to the Mohawk Park Tennis Club – the Board shall, in accordance with the procedures specified by MPTC, elect or appoint eligible Directors and/or Officers to serve.

Election of Directors

Eligibility

4.11 Any Member in good standing who is 18 years of age or older, who has the authority to contract, who is a resident of Ontario and who otherwise fulfills all the requirements of law for serving as a Director is eligible for election or appointment to the Board.

Method of Election

4.12 A director shall be elected annually by the Members and Board at the Annual General Meeting. A minimum of five board members are required in order to satisfy the City's requirements for affiliation.

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Length of Term

4.13 All Directors shall serve for terms of two (2) years.

Vacancy

4.14 Whenever the position of a Director becomes vacant for whatever reason, the Board may appoint a qualified individual to fill the vacancy until such time as a Director is elected or appointed in accordance with these Bylaws.

Resignation and Removal of Directors

4.15 Resignation – A Director may resign from the Board by presenting a notice of resignation to the Board. The resignation shall become effective on the date the Board accepts the resignation.

4.16 Automatic Vacancy – The office of any Director shall be vacated automatically if the Director, without reasonable excuse, fails to attend two (2) consecutive meetings of the Board or, in the case of voting through electronic means, such as fax, e-mail or telephone, fails to vote or to give notice of abstention on three (3) consecutive Resolutions.

4.17 Removal – A Director may be removed for cause by Special Resolution of the Board, provided the Director has been given notice of the Special Resolution and the opportunity to be heard by the Board before such a Special Resolution is put to a vote.

Meetings of the Board

4.18 Types of Meetings – The Board shall hold an Annual General Meeting and may from time to time hold Monthly Meetings as necessary to carry out the Corporation's work.

4.19 Call of Meeting – The meetings of the Board shall be at the call of written request of any two (2) directors that is approved by a majority of the Directors.

4.20 Notice – Written notice of Board meetings shall be given to all Directors at least seven (7) days prior to the date of the meeting. In the case of the Annual General Meeting, notice shall be given to all participants at least twenty-one (21) days prior to the date of the meeting.

4.21 Quorum – A quorum shall consist of a majority of Directors holding office who are present at the meeting. In the case of the Annual General Meeting, quorum is defined as a minimum of five (5) Directors present, plus one member.

4.22 Ordinary Resolution – Unless specified otherwise, questions shall be decided by Ordinary Resolution, for example more than 50% of the vote. Voting shall be by show of hands unless a majority of Directors present request a secret ballot.

4.23 Voting Procedures – Unless specified otherwise, questions at Annual Meetings and General Meetings shall be decided by majority vote, where a tie vote shall fail. An abstention from voting shall not be counted as a vote. Unless a majority of Directors approve a secret ballot, voting shall be by show of hands, or a voice vote, "those in favour of the motion say yes" and those not in favour of the motion say no" but a secret ballot is appropriate for elections.

4.24 Adjournment – An Annual Meeting or a General Meeting may be adjourned from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the original meeting. When a General Meeting is adjourned for fifteen (15) days or more, notice of adjourned meeting shall be given as if it were a new meeting.

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Meetings and Voting by Internet e-mail

4.25 Any Board Member desiring a Board decision by means of Internet e-mail must prepare a resolution covering the matter in question and transmit it by e-mail to the Secretary, who shall refer it to the President.

4.26 When the President is satisfied the resolution is of a form suitable to be voted on by the Board, he shall direct the Secretary to transmit by e-mail a copy of the resolution (with an explanation) to all Directors for discussion, and/or amendment. The Directors shall return their written comments to the Secretary within five (5) days from the date of transmitting to them of the resolution, and the Secretary will refer these to the President.

4.27 Upon receipt of the Directors' comments, and when the resolution (with alterations/amendments) has attained a form suitable to be voted on by the Board, the President shall direct the Secretary to transmit a copy of the ballot by e-mail to each Director, along with a copy of any correspondence received relative to the matter. In the event alterations/amendments have been made, a copy of the amended resolution shall be transmitted with the ballot. The ballot shall provide for "yes", "no", and "abstain" votes.

4.28 The time provided for receiving votes is five (5) days from the date the ballot was e-mailed. The Directors shall complete the ballot, and return it by e-mail to the Secretary by the date and time specified for close of balloting.

4.29 When the Secretary has tallied the e-mail votes on any resolution considered by the Board, he shall notify the President and the Board of the results. If the vote decision grants approval, the vote shall be as valid and effectual as if passed at any Meeting of the Board, and shall be in force from the date specified for close of balloting. The Secretary shall retain the ballots until the next Annual Meeting for inspection by the outgoing Board.

4.30 All Directors shall provide the Secretary an e-mail address. Communication among Directors by full text e-mail is official. Communication to the general membership becomes official after it has been posted on the Corporation's website for fifteen (15) days.

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Directors, Executive Officers and Special Officers

4.31 “Director” refers to a member of a board of directors. The term “director” should be understood as referring to any duly elected or appointed member of the board. The board of directors should be made up of individuals who bring a wide array of skills and expertise to the task of governing a not-for-profit corporation. There must be a minimum of three directors in a not for profit corporation. (Note. The City of Mississauga requires five directors for sports affiliation.) All directors/officers have a shared management responsibility to the board.

4.32 Officers – Not for profit corporations must also have a minimum of two senior officers, namely a president and a secretary, plus three directors. The Officers of the Corporation are the President, Secretary, Treasurer and Special Officers. Executive officers are encouraged to involve other club members and volunteers in accomplishing the tasks involved in operating the Club, as this will provide ongoing experience and strengthen the Executive for the long-term benefit of the Club. Strategic planning/Marketing which has a direct responsibility for the long term growth of the Club. All directors/officers have a shared management responsibility to the board.

In the event an officer has been terminated by the Club’s Executive Committee, the terminated individual will be ineligible to hold an executive office in the future.

Given that the Club’s executive is small, the directors inherited officer titles to execute the Club’s mandate and mission.

4.33 Duties – The duties of the Board of Directors/Officers are as follows:

a) **President:** The role of the President is to design, develop and implement strategic plans for their organization in a cost-effective and time-efficient manner. The board of director is also responsible for the day-to-day operation of the organization, including managing committees and staff and developing business plans in collaboration with the board for the future of the organization. In essence, the board grants the President the authority to run the organization. The President is accountable to the board on a regular basis - quarterly, semiannually, or annually. The board may offer suggestions and ideas about how to improve the organization, but the President decides whether or not, and how, to implement these ideas.

The President is a leadership role for an organization and often fulfills a motivational role in addition to office-based work. Presidents motivate and mentor members, volunteers, and staff, and may chair meetings. The President leads the organization and develops its organizational culture. As the title suggests, the President needs to be informed of everything that goes on in the organization. This includes staff, membership, budget, company assets, and all other company resources, to help make the best use of them and raise the organization’s profitability and profile. Approximately 10 hours per month are required to support the Club’s mandate and mission.

In addition to the above description, the President shall chair all meetings of the Board or of the Executive. He shall preside at all meetings of the Corporation and of the Board. He shall have the general and active management of the affairs of the Corporation. He shall see that all orders and resolutions of the Board are carried into effect. In the absence of the President, all executives perform the duties and exercise the powers of the President and shall perform such other duties as shall from time to time be delegated to him by the Board or by the President.

c) **Secretary:** The Secretary shall have custody of and be responsible for the safekeeping of all books, records, correspondence, and other documents pertaining to the affairs of the Corporation, other than those required to be kept by the Treasurer. He shall perform duties incidental to the offices of a recording/corresponding/general secretary, and without limiting the generality of the foregoing, he shall conduct all routine correspondence on behalf of the Corporation; refer to the President matters from correspondence that require consideration of the

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Board or any Officer; and perform other duties in connection with his Office when requested by the Board or President.

d) **Treasurer:** The Treasurer shall keep and maintain all account books of the Corporation, which shall contain all receipts and disbursements, and shall have custody of all such books of account, bank books, cancelled cheques, vouchers, statements, and other documents pertaining to the accounts of the Corporation, and without limiting the generality of the foregoing, he shall: from time-to-time, when requested by the Board, furnish information about the financial situation of the Corporation; annually, on the last day of the fiscal year, (September 30), or as set at the discretion of the Board/Executive, stop-gap the Corporation's accounts, prepare a financial statement for the Board, and file a copy with the Secretary, over his signature; at the direction of the Board, file a copy of these statements with the Auditor appointed by the Board, submitting for examination all records that the Auditor may require in order to effect an appropriate examination and in order to issue a certificate; prior to, or within thirty (30) days following the Annual Meeting, prepare a budget for the fiscal year.

e) **Communications:** The Communications Director is responsible for overseeing communications with the membership including, but not limited to, newsletters, electronic communications and surveys. Researches events to promote the Club's activities and oversees outdoor signage opportunities.

f) **Marketing:** The Marketing Director is responsible for adopting relevant online marketing strategies to engage current members and attract new members, and encourage partnerships. Develop and implements a strategic eMarketing plan, create partnerships and affiliates.

g) **Membership:** The Membership Director maintains and create new networking opportunities to attract membership. Coordinate the distribution of brochures, application forms and MPTC Rules & Policies to current and new members. Launch coordinated mail-email campaigns when relevant. Help meet yearly targets in membership numbers and overall fundraising goals. Respond to information inquiries and other requests for assistance.

h) **Equipment:** The Equipment Director is responsible for overseeing the setup and teardown activities at the Club with the help of members and volunteers. He creates and maintains project management plans and is in charge of the Club's equipment management.

i) **Special Officers:** Special Officers are Members appointed by the Board, or by the Executive Committee if this power is delegated by the Board, to discharge duties that require special attention which cannot reasonably be expected from any of the Executive Officers. Special Officers have equal voting rights in all Corporation affairs, except when being elected or appointed by the Board or by the Executive Committee. The number of Special Officers shall not exceed four (4).

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Volunteers

Committed volunteers find great satisfaction in fulfilling their roles with Mohawk Park Tennis Club. Here are some attributes that successful members typically possess:

- Sound judgement and expertise
- Broad knowledge of their community and its needs
- Generosity of spirit and support for diversity
- Commitment to the mandate, mission and values of Mohawk Park Tennis Club
- Ability and willingness to invest the time and energy to attend meetings, site visits and events

Full time volunteers

Are club members and are expected to participate in meetings and activities: Given the nature of the work, volunteers typically devote 8 - 10 hours per month on average to activities ranging from the reading of documents, to the Club's site visits, to team meetings.

Special projects volunteers

The objective of Special Projects volunteers is to work with the organization on special projects that are either initiated by the organization itself in an attempt to enhance the services/programs offered by Mohawk Park Tennis Club. It is recommended that individual initiatives are of a smaller scale and focused on one or two aspects of the Mohawk Park Tennis Club's mandate. Example: a personal trainer who provides an introductory session for senior members at the Club.

Volunteer Positions

Full time volunteers

Program Coordinator/Club Pro

A certified tennis professional who promotes interest in tennis with youths and adults of the community. He advertises Club's activities and increases membership opportunities all year round for Mohawk Park Tennis Club. Shares his tennis knowledge with the board and the membership. He typically brings in the highest percentage of new membership every year due to his advertisements via website and word of mouth promotions. This individual is very knowledgeable on planning event schedules for the season, directing tournaments, co-ordinates all activities including free clinics, Kids' Fun With progressive Tennis Events and lessons to increase in outreach to community members. Handles membership registrations and membership information required by the Club. He collects registration fees for memberships and forwards to the Membership Director with a detailed report after each registration. Informs Executive of registration drive plans, such as: colours of shoe tags, creating and marketing brochures, registration walk-in dates and registration mailer requirements. Installs nets and windscreens, enforces Club rules and policies and is very instrumental at dealing with the City of Mississauga staff example: security. Volunteers approximately 10 hours per month of his time by increasing membership, attending all meetings and provides ideas and input to help execute the Club's mandate and mission.

Special projects volunteers

Chartered Accountant

Chartered accountant is responsible for financial reporting, taxation, auditing, forensic accountancy, corporate finance and insolvency. He plays a strategic role by providing professional advice, aiming to maximize sustainability on behalf of the Club. Typical work activities may cover many aspects of finance work, including: continuous management of financial systems and budgets; undertaking financial audits (an independent check of an organization's financial position); providing financial advice. Provides the board with not-for-

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profit's best practices and liaises with the Treasurer. Contributes his expertise and guides the Treasurer on financial year end statements.

Website Designer

Creates and/or maintains a website for the Club that will appeal to the membership and reflect the Club's brand. Guides the board on easy to upload updates. Suggests valid input and lead generation ideas and works with the Marketing Communications Director.

Ad Hoc Consultant

Provides the board or a board member with their expertise on any upcoming project.

Committees

4.34 Executive Committee – The Executive Committee shall comprise the Officers and Special Officers of the Corporation. The Executive Committee shall oversee implementation of Board policies during intervals between Annual Meetings and shall perform other duties set out in these Bylaws or assigned by the Board.

4.35 Powers of the Executive Committee – In addition to any other powers that may be delegated by the Board, the Executive Committee shall have authority to make decisions relating to:

- a) the participation of membership and Club policies and rules.
- b) selecting organizers, determining location and place, and granting permission to hold events as defined by the Corporation
- c) establishing/approving rules for tournament or match play held under the auspices of the Corporation
- d) resolving disputes, problems or grievances brought to the attention of the Corporation
- e) adjudicating disputes or complaints brought to the attention of the by Members or Directors arising from the conduct of the affairs of the Corporation, Affiliates or any Member.

4.36 Other Committees – The Board may establish other committees necessary for managing the affairs of the Corporation. Members of such committees shall be appointed by the Board or by the President where the Board delegates this power to the President.

Quorum – a quorum for any committee shall be the majority of its voting members.

4.37 Procedures for Conduct of Committee Meetings – The Executive Committee shall establish specific procedures for the conduct of its meetings, provided that these procedures shall not conflict with the Constitution and these Bylaws.

Conflict of Interest

4.38 A Director, Officer, Special Officer or member of any Committee who has an interest, or may be perceived to have an interest, in a proposed contract or transaction with the Corporation shall disclose such interest to the Board or to the Committee; shall not vote or speak in debate of such contract or transaction; and shall otherwise comply with all requirements of law respecting conflict of interest.

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Article 5 – Provisions Relating to Annual Meetings

5.1 Date of Annual Meetings: The Corporation shall hold an Annual General Meeting by April, at a time and place or online determined by the Board. (in compliance with City of Mississauga requirements)

5.2 Quorum: A quorum shall consist of at a minimum of twenty-five (25%) percent of the votes eligible to be cast either in person or by proxy.

5.3 Voting: All matters to be decided by the Annual Meeting shall be decided by majority vote, except as provided hereinafter in Article 5.4.

5.4 Any amendment to the Constitution or to these Bylaws shall be approved by at least a two-third (2/3) majority of the votes of those present and entitled to vote, including proxy votes.

5.5 Agenda: The agenda of the annual meeting shall be as follows:

A. Matters for the Board

- 1) Call to Order and announcement of Board members present and verification of proxies
- 2) Reading of the Minutes of the last Annual Meeting
- 3) President's Report including
- 4) Tennis Court Reconstruction Report
- 5) Treasurer's and Auditor's Report
- 6) Marketing Communications Report
- 7) Volunteer - Club Pro's Report
- 8) Special Officers' Reports
- 9) Other business raised by the Board
- 10) Ratification of the new members of the Board

B. Matters for the incoming Board

- 11) Election of Officers and Special Officers
- 12) Consideration of any Special Resolutions, including proposals to amend the Constitution and Bylaws
- 13) Appointment of Auditor
- 14) Election or Appointment to Mohawk Park Tennis Club.
- 15) Review of activity in Ontario and proposed activity for the next fiscal year
- 16) Budget
- 17) New business
- 18) Other business
- 19) Adjournment

Article 6 Indemnification

6.1 Shall Indemnify – The Corporation shall indemnify and hold harmless out of the funds of the Corporation each Director and Officer from and against any and all claims, demands, actions or costs that may arise or be incurred as a consequence of occupying the office or performing the duties of a Director or Officer.

6.2 Shall Not Indemnify – The Corporation shall not indemnify a Director, or Officer or any other individual for acts of fraud, dishonesty or bad faith.

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6.3 Insurance – the Corporation may purchase and maintain insurance for the purposes of indemnification specified in Article 6.1, as the Board may determine.

Article 7 Notice

7.1 Written notice – In these Bylaws, written notice shall mean notice that is hand-delivered, provided by mail or courier, faxed or e-mailed to the official [registered] address of the Corporation, to Directors, to Officers or to Members, as the case may be.

7.2 Date of Notice – Date of notice shall be the date on which receipt of the notice is confirmed verbally where the notice is hand-delivered; by fax or e-mail where the notice is faxed or e-mailed; in writing where the notice is couriered; or in the case of notice provided by mail, five (5) days after the date on which the mail is postmarked.

7.3 Error in Notice – The accidental omission to give notice of a meeting of the Board, the failure of any Director to receive notice, or an error in the notice that does not affect its substance shall not invalidate any action taken by the meeting.

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Article 8 Mohawk Park Tennis Club Rules & Policies

General

8.1 In order to become a member of the Club, all members and their guests shall satisfy the following requirements:

- a) Mohawk Park Tennis Club (MPTC) Rules, Regulations, & Code of Conduct
- b) Court hours - 8:00am to 10:00pm.
- c) All courts are reserved for the exclusive use of MPTC members, and for tennis use only. Any trespassers will be reported to Peel Police.
- d) Court booking: First come, first serve – members hang their racquets on the wait board for either Court A or Court B. 40 minutes maximum playing time per court. No double booking permitted. Absent member will lose their turn in the event another member is waiting for a court.
- e) No guests admitted throughout the season with the exception of Open Houses and special events or programs.
- f) All members and guests are expected to adhere to the Club's rules and code of conduct as outlined here. Failure to do so will result in the individual's membership privileges being revoked. Alcohol and/or smoking consumption is absolutely prohibited within tennis courts.
- g) Tennis and Sports attire must be worn at all times with “non marking” tennis shoes. Any improper shoes will not be allowed inside the courts.
- h) All members are issued a yearly shoe tag and are expected to wear it at all times when playing. Failure to wear a shoe tag could result in being refused access to the courts. Swapping shoe tags with non-members within MPTC's courts is strictly prohibited and is considered an act of trespassing. A \$5 fee per replacement tag.
- i) Members must not divulge the pass-code or lend their key for court access to non members.
- j) Only playing members allowed inside the courts, no spectators permitted inside the courts
- k) Prohibitions on the Use of Electronic Devices
Except as permitted under this policy, the use of electronic devices on tennis courts or around Club to record lessons or other players without their consent is prohibited. “Electronic device” means any device capable of transmitting and/or recording data or audio, including smartphones, cellular phones, computers, laptops, tablets, notebooks, personal digital assistants, or other similar devices.
- l) Members are responsible for locking/closing the club's door at all times.
- m) Members shall not use audible obscenities, make obscene gestures of any kind, or spit whilst on court.
- n) Members shall not violently, dangerously or in anger hit, kick or throw tennis balls, racquets or other equipment.
- o) Members shall not at any time physically or verbally abuse any other member, visitor or spectator.
- p) Members shall at all times conduct themselves in a sportsmanlike manner with due regard to the authority of club officials, senior and junior members and the rights of opponents, spectators and visitors.
- q) All players are responsible for recycling/disposing of any water bottles, metal tops to their cans and/or litter in designated bins located outside of the courts.
- r) With the exception of Service Animals, no pets are allowed inside the tennis court premises. A Service Animal must be clearly identified; for example, a guide dog wearing a harness and/or vest. No pets allowed inside the tennis court premises.
- s) Alcohol and/or smoking consumption is absolutely prohibited on the tennis courts.
- t) Mohawk Park Tennis Club does not assume any liability for any injuries to players and/or damages to their equipment. All players assume all risks while using the courts.
- u) Scheduled events are given court priority unless cancelled or is completed prior to the scheduled time allotted.
- v) All members and guests are expected to adhere to the club's rules, policies, and code of conduct. Failure to do so will result in membership privileges being revoked immediately.

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- w) Mohawk Park Tennis Club reserves the right to request proof of age for under 18 and proof of residence for family memberships.
- x) Refund Policy: There will be no refunds issued.
- y) Members assume all risks in using the courts at MPTC. If the courts are not safe due to moisture, leaves, etc... it is the member's decision to use sound judgment whether to play or not.
- z) Entrance/Exit to the Club's facility is also considered an emergency exit.
- aa) MPTC complies with the provisions of the Personal Information Protection and Electronics Documents Act ("PIPEDA") which became effective January 1, 2004. Any personal information you provide to MPTC will be used by MPTC's Executive Board, its volunteers for the purpose of conveying membership information and newsletters to you. You can rest assured that your information will be held in total confidence and not be shared with any external affiliates or partners with the exception of the City of Mississauga upon request.
- bb) MPTC reserves the right to amend rules and policies in response to changing circumstances, or for any other reason. Membership will be notified of any major changes either by email, in person or by phone. Mohawk Park Tennis Club's executive and volunteers would like to thank all members for becoming a member and participating with the tennis club.
- cc) Any noise complaints received by residents or by other members will result in immediate suspension of membership privileges.
<http://www.mississauga.ca/portal/residents/noisecomplaints>
- dd) Only MPTC's Club Pro may provide tennis lessons and assessments. Ball hoppers/baskets are only permitted by MPTC's Club Pro.
- ee) There is a limit of six tennis balls per court unless a member has a scheduled program/lesson with MPTC's Club Pro.
- ff) Members are required to turn off lights as soon as play is finished. The last person leaving the Club must turn out the lights.
- gg) No member or participant shall use a skateboard, skates, bicycles, scooter or other similar device within the tennis facility. Members bikes are not permitted inside the facility.

8.2 Willful or continued failure to comply with the conditions set out in Article 8.1 may result in a Club expulsion from the Association, provided that such expulsion shall be by Special Resolution of the Annual Meeting or Meeting of the Board of Directors.

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8.3 ANTI-HARASSMENT CLUB POLICY

POLICY STATEMENT

Mohawk Park Tennis Club is committed to ensuring a facility and club culture free of harassment, bullying, and discrimination. In pursuit of this, Mohawk Park Tennis Club will not tolerate any harassment, bullying, or discrimination within the facility at 2409 Delkus Crescent, Mississauga Ontario or at another location held physically or virtually that was hosted by the organization. Mohawk Park Tennis Club is further committed to investigating any complaints regarding harassment, bullying, and/or discrimination, using the method of progressive discipline, up to and including the point of termination of employment for the perpetrator(s).

Canada's Criminal Code specifically lays out matters such as violent acts, sexual assault, threats, and behaviours such as stalking. In the event of any of the above, Mohawk Park Tennis Club will immediately contact the police.

DEFINITIONS

Harassment is defined by the *Ontario Occupational Health and Safety Act* as “engaging in a course of vexatious comment or conduct against a worker in a workplace that is known or ought reasonably to be known to be unwelcome.” This definition includes sexual harassment, personal harassment, psychological harassment, and bullying.

Workplace harassment does not include reasonable actions taken by an employer or supervisor relating to the management or direction of workers in the workplace.

Note that this Anti-Harassment Policy is administered in conjunction with Mohawk Park Tennis Club's Human Rights Policy and includes freedom from discrimination under any of the grounds established by the *Ontario Human Rights Code*, including race, ancestry, place of origin, colour, ethnic origin, citizenship, creed (religion), sex (including pregnancy), sexual orientation, gender identity, gender expression, age (18 and over), marital status (including same sex partners), family status, disability, and record of offences.

Common harassing behaviours can include (but are not limited to):

- Rumour spreading.
- Jokes about sex.
- Email chains with jokes about specific individuals.
- Excluding individuals from work-related activities.
- Reviewing work unfairly or trivial fault-finding; and
- Belittling behaviour or comments.

Harassment can either occur over a period of time, or in a specific instance, depending on the specific situation.

POLICY

Mohawk Park Tennis Club encourages any of its board members, club members, volunteers, employees who witness or who are victim to harassment, bullying, or discrimination to bring forward the information as soon as possible so that an investigation may immediately commence.

In pursuit of a harassment-free environment, Mohawk Park Tennis Club is committed to fully preventing and/or addressing any instances of harassment, including sexual harassment, by:

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- Ensuring that supervisors understand how to respond to incidents of harassment, including how to collect information, how to take action, how to deal with confidentiality, how to document, and how to keep records.
- Methodically monitoring or adjusting Mohawk Park Tennis Club's systems for any barriers, including any barriers regarding any protected grounds laid out in *the Ontario Human Rights Code* and Mohawk Park Tennis Club's Human Rights Policy.
- Reviewing their Anti-Harassment program with the Health and Safety Committee or representative, as appropriate.
- Providing a procedure for complaints (outlined below) that is fair, timely, and effective; and
- Ensuring to promote appropriate standards of conduct.
- For further reference please visit:
<http://www.ohrc.on.ca/en>
<http://www.ohrc.on.ca/en/policy-primer-guide-developing-human-rights-policies-and-procedures/5-anti-harassment-and-anti-discrimination-policies>

This policy also prohibits any person at Mohawk Park Tennis Club who is in a position to be able to grant or deny a benefit to another employee from sexually soliciting or making advances on that person. This could include co-worker to co-worker, or supervisors and managers to employee. Further, any reprisals for the rejection of these advances are not permitted.

Mohawk Park Tennis Club will also not permit the creation of a poisoned work environment, as created by comments or any forms of conduct that are known to be unwelcome. Mohawk Park Tennis Club will investigate all complaints in order to prevent this poisoned environment.

In addition, any employees who experience harassment while in the course of work for Mohawk Park Tennis Club have the right to file a complaint without any fear of reprisal. Mohawk Park Tennis Club will ensure that an investigation is conducted into any incidents or complaints of workplace harassment, as appropriate.

Board of Directors, Members, Volunteers, Contractors and Staff Responsibilities

All Mohawk Park Tennis Club's Board of Directors, Members, Volunteers, Contractors and Staff have the responsibility to adhere to the contents of this policy and refrain from enacting or condoning any form(s) of harassment. Further, all have the responsibility of fully cooperating in any investigations into complaints of harassment.

All Mohawk Park Tennis Club Board of Directors, Members, Volunteers, Contractors and Staff supervisors or managers have an additional responsibility of acting immediately upon either receiving a complaint of harassment or witnessing it themselves. Supervisors and managers are responsible for the creation and maintenance of a harassment-free club and workplace and must immediately investigate as soon as any forms of harassment become known in the workplace.

COMPLAINT PROCEDURE

At Mohawk Park Tennis Club, complaints regarding harassment, bullying, or discrimination may be brought forward to:

- President or Compliance Director or the Club Pro if one of them is not available.
- An alternate report may be made to (Insert Title) if either of the above are the alleged harasser(s).
- Immediately upon receipt of a complaint, an investigation will be started, and additional information and context will be sought. The investigation may include:
 - A review of the details of the incident.
 - Separate interview(s) with the parties involved and any witnesses.
 - Examination of any relevant documents, emails, notes, photographs, or video.
 - A decision about whether the complaint constitutes workplace harassment; and

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- o the preparation of a report which summarizes the incident, the steps of the investigation, the evidence collected, and any findings
- Mohawk Park Tennis Club will take appropriate measures to ensure that employees and/or witnesses involved in filing the complaint are protected, as necessary. This may include temporary reassignments or shift changes. Mohawk Park Tennis Club will ensure that these changes do not penalize any employee who brought forward a complaint, or any witness to the complaint.
- Mohawk Park Tennis Club will not disclose any information regarding a complaint of harassment (including any identifying personal information of any of the individuals involved), unless the disclosure, if necessary. The disclosure may become necessary for the purposes of investigating the complaint, taking disciplinary action, or as required by law.
- The employee who disclosed the complaint, as well as the alleged harasser (provided they are both employees of Mohawk Park Tennis Club), will be kept up to date on the investigation and will be notified of the results of the investigation and any subsequent actions to be taken.

Any reports resulting from an investigation into complaints of harassment, discrimination, or bullying are not considered to be Occupational Health and Safety reports and will not be shared with the committee or the representative.

Note: This policy will be in written form and posted in a conspicuous place at Mohawk Park Tennis Club. It will be reviewed as often as necessary, but at least annually.

Article 9 Miscellaneous

9.1 Acceptance of Gifts

The Board of Directors or any officer of the corporation or any agent of the corporation to whom such authority may be delegated by the board, may accept on behalf of the corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the corporation.

9.2. Fundraising

The Corporation may accept monies from any source subject to the approval of the Board of Directors and may from time to time conduct fundraising activities unless the receipt of such monies places an obligation upon the Board to take actions or make statements which are inconsistent with the purpose of the Corporation. The corporation is to organize and perform fundraising activities at least once a year to subsidise the cost of Club's equipment, insurance, overhead and to increase the operating budget. Fundraising may also go to support the membership fee of kids aged 4 to 18 from families in financial need that are part of the Canadian Tire Jumpstart program.

NOTE:

Motion 2023-04 (Passed April 13, 2023):

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Article 10 Amendment of Constitution and Bylaws

10.1 Special Resolution – The Constitution and Bylaws of the Corporation may be amended, revised, repealed or added to only by a Special Resolution at an Annual Meeting or a General Meeting for which proper notice has been given.

10.2 Notice of Amendment – The notice of the Annual Meeting or a General Meeting shall include details of the proposed resolution to amend the Constitution and Bylaws.

Article 11 Adoption of Constitution and Bylaws

11.1 Ratification – this Constitution and Bylaws were ratified by a Special Resolution of the General Meeting on **April 13, 2023**.

11.2 Repeal of Previous Constitution and Bylaws – By ratifying this Constitution and Bylaws, the Association repeals all prior Constitution and Bylaws provided that that such repeal does not invalidate any action done pursuant to the repealed Constitution and Bylaws

MOHAWK PARK TENNIS CLUB INC. – CONSTITUTION AND BYLAWS

**Confidentiality Statement for Board, Volunteers and Committee Members
Non-Disclosure Agreement**

It is the policy of Mohawk Park Tennis Club that board, volunteers, and committee members of Mohawk Park Tennis Club will not disclose confidential information belonging to, or obtained through their affiliation with, Mohawk Park Tennis Club to any person, including their relatives, friends, and business and professional associates, unless Mohawk Park Tennis Club has authorized disclosure. This policy is not intended to prevent disclosure where disclosure is required by law.

Confidentiality is the preservation of privileged information. Board members and other volunteers are cautioned to demonstrate professionalism, good judgment, and care at all times in handling any information related to Mohawk Park Tennis Club to avoid unauthorized or improper disclosures of confidential information.

While board, volunteers and committee members are expected and encouraged to discuss the organization with one another and targeted publics, they shall not report opinions expressed in meetings, nor shall they report independently on committee action, or engage in any communication that has not been approved by the Board of Directors or that would not be supported by board policy, procedures, or decisions.

At the end of the board or committee member’s term or upon his/her retirement, resignation or removal from the Board of Directors or committee, he/she shall return, at Mohawk Park Tennis Club’s request, all documents, papers, and other materials, regardless of medium, which may contain or be derived from confidential information, in his/her possession.

It is expected that board, volunteers, and committee members, will not use trade secrets, member lists, or other confidential information acquired by virtue of being on the board or committee, even after they complete their service with Mohawk Park Tennis Club.

Certification

I have read Mohawk Park Tennis Club’s complete policy on confidentiality and the Statement of Confidentiality presented above. I agree to abide by the requirements of the policy and this statement and to inform the Board Chair immediately if I believe any violation (unintentional or otherwise) of the policy or this statement has occurred.

Signature _____ Name _____ Date _____

Signature _____ Name _____ Date _____

Signature _____ Name _____ Date _____

Signature _____ Name _____ Date _____

Signature _____ Name _____ Date _____

Signature _____ Name _____ Date _____

Signature _____ Name _____ Date _____

MOHAWK PARK TENNIS CLUB INC. – CONSTITUTION AND BYLAWS

These updated bylaws were adopted by action of the entire Board, effective as of April 13, 2023.

2023 Board of Directors:

Board of Directors - President:

Board of Directors- Treasurer:

Board of Directors – Secretary:

Board of Directors– Membership:

Board of Directors – Communications:

Board of Directors – Compliance:

Board of Directors – Regulatory & Finance:

Board of Directors – Marketing:

Board of Directors – Open:

Volunteers –

Amended April 13, 2023