

Nipissing Ridge Tennis Club By-Laws

Article 1 — Name and Location

- 1) The organization shall be known as the Nipissing Ridge Tennis Club (hereinafter referred to as NRTC or the Club) which is a not-for-profit, non-incorporated community tennis club.
- 2) NRTC is located at 205 Blueski George Crescent, Blue Mountains, Ontario.

Article 2 — Purpose and Objectives

- 1) To encourage the enjoyment of the game of tennis and the development of tennis skills.
- 2) To foster good sportsmanship, friendship and a sense of community.
- 3) To provide opportunities for group play, inter-club play, instruction and tournaments.
- 4) To develop rules and regulations for the enjoyment of tennis by all members.
- 5) To adhere to the terms of the Agreement between The Town of the Blue Mountains (TBM) and NRTC for the use of the courts.
- 6) To liaise and cooperate with other tennis organizations for the enhancement of NRTC's objectives.

Article 3 — Fiscal Year

- 1) The fiscal year of the Club shall be January 1 to December 31.

Article 4 — Membership

- 1) Membership shall be open to all though the Board may establish an order of priority at its discretion.
- 2) The Board reserves the right to limit the maximum number of members eligible to join the Club.
- 3) There shall be one category of membership in the Club though the Board may introduce other membership types at its discretion.
- 4) Members make use of the facilities at their own risk and sign a waiver by which they agree to release NRTC, its members, Directors and Officers, representatives and volunteers from any and all liability from participation of the applicants, their family and guests.
- 5) Membership applications shall indicate agreement to abide by the By-laws, Rules and Regulations, policies and protocols of the Club and be accompanied by a signed waiver.
- 6) Membership is non-transferable.
- 7) A member in good standing is one who has paid any membership dues or other fees owing to NRTC, submitted the signed waiver, and has not been removed from NRTC as a result of a disciplinary investigation or sanction by the Club.

Article 5 — Fees

- 1) Membership dues shall be set each year by the Board.
- 2) Failure to pay membership dues shall result in a loss of playing privileges.
- 3) Dues shall accompany the membership application and are non-transferable and non-refundable.
- 4) Guest fees may be set by the Board. A member in good standing may bring a guest to the Club and must accompany their guests. The Board may restrict the number of times a guest may come to play at the Club.

Article 6 — Board of Directors

- 1) NRTC shall be managed by a Board of Directors elected at the Annual General Meeting (AGM).
- 2) The Board shall have a minimum of four (4) and maximum of eight (8) members.
- 3) The Board shall consist of four Officers: President, Vice-President, Treasurer, and Secretary. No individual may hold more than one Officer position.
- 4) The Board may designate other positions at its discretion. Any Board member may take on such positions and the positions may also be shared by more than one Board member.
- 5) Board members will determine among themselves which position each shall assume.
- 6) All Board members must be members in good standing of the Club and at least 18 years old.
- 7) Board members serve on a voluntary basis without remuneration but may be compensated for out of pocket expenses which are properly incurred on behalf of NRTC.
- 8) No member of the Board shall be a paid employee or contractor (including club pro).
- 9) Any Board member may be removed from office for improper conduct or dereliction of duty. Removal shall be decided by a resolution of the Board or by members present at a general meeting.

Article 7 — Term of Office

- 1) The term of office for members of the Board shall be two (2) years.
- 2) The Board shall assume office immediately following the AGM at which they are elected/ acclaimed and remain in office until replaced.
- 3) If a vacancy occurs for any reason, the Board may appoint a member of the Club to complete the term of the previous Director.

Article 8 — Elections

- 1) Elections for the Board shall be held every two (2) years at the AGM.
- 2) Eligible individuals interested in standing for election may submit their name to the Secretary in advance of the AGM. Nominations will also be accepted from the floor at the meeting.
- 3) Elections shall be held if there are more nominees than the maximum specified in Article 6 (2). In such case, the nominees with the greatest number of votes shall form the Board.
- 4) In the event that there are fewer, or the same number of eligible nominees as the maximum specified in Article 6 (2), all nominees shall be acclaimed.
- 5) Elections shall be held by secret ballot and counted by two scrutineers appointed at the meeting from among those not standing for election.

Article 9 — Powers and Duties of the Board

- 1) The Board shall oversee and manage all business affairs of the Club including approving the budget, authorizing expenditures, investing Club funds and entering into lawful contracts with organizations and individuals.
- 2) Board members shall act with unconflicted loyalty and in the best interests of NRTC at all times.
- 3) No member of the Board may participate in discussion or decision-making about any matter where they, or someone with whom they have a close personal or business relationship, may benefit directly or indirectly. In such case, the Board member shall declare a conflict of interest and absent themselves from all discussions. Failure to disclose a conflict may be grounds for dismissal from the Board.
- 4) All Board members shall be responsible for the promotion and maintenance of a positive Club profile in the community.
- 5) The Board is responsible for the appointment of the Club Pro(s) (if any) on an annual basis. All Pros must be TPA certified and insured. The Board is responsible for determining all other terms of his/her engagement.

Article 10 — Board Meetings

- 1) Meetings may be called by the President or at the request of three or more Board members.
- 2) Meetings may be in-person or via electronic means provided members are able to interact in real time.
- 3) Each Board member has one vote. There is no proxy voting.
- 4) Quorum of the Board shall be a majority of members.
- 5) Board decisions shall be confirmed by resolution passed by a simple majority vote of those present. A tied vote is deemed to be lost.

Article 11 — Duties of Officers and Directors

1) President

- a) Preside at all meetings of members and of the Board of Directors.
- b) Oversee the Club's affairs as Chief Executive Officer ensuring that responsibilities of Officers and Directors are carried out.
- c) Be the official representative and designated spokesperson for the Club, including with TBM.
- d) Be a signing authority.
- e) Be an ex-officio member of any Club committees.
- f) Ensure that agenda and reports are prepared and distributed in advance of meetings.
- g) Ensure the NRTC website is maintained and information is updated.
- h) Ensure membership application forms, with waiver, are prepared subject to approval by the Board.
- i) Ensure that the Club is represented at all external meetings of significance to NRTC.
- j) Ensure that a permanent file is maintained of all legal documents, credentials (nrtclub.ca domain, website, Cognito, Skedda, NRTC email accounts), general meeting minutes and reports, Board meeting summaries and significant correspondence of the Club.
- k) Ensure that a budget is prepared annually with regard to the current and future obligations and needs of the Club.
- l) Perform other duties which are customary for a President or assigned by the Board.

2) Vice-President

- a) Carry out the duties of the President in his or her absence.
- b) Assist the President in overseeing the affairs of the Club.
- c) Be a signing authority.
- d) Perform other duties as delegated by the President or assigned by the Board.

3) Secretary

- a) Manage the membership application process which includes receiving and recording applications and payments, maintaining the member database, and notifying the Treasurer of payments.
- b) Deliver to his/her successor (or the President in the absence of a successor) all membership records including the database and access to tennis.membership@gmail.com.
- c) Monitor and ensure that queries received in the NRTC general email account are responded to by the appropriate Director.
- d) Serve notice of general meetings, prepare minutes in consultation with the President and ensure approved minutes are posted.
- e) Prepare a summary of decisions and action items for Board meetings in consultation with the President.
- f) Prepare membership eblasts in consultation with the President.
- g) Be a signing authority.
- h) Deliver to his/her successor (or the President in the absence of a successor) approved minutes and meeting summaries and access to tennis.general@gmail.com.
- i) Perform other duties as delegated by the President or assigned by the Board.

4) Treasurer

- a) Maintain proper accounting procedures for the handling of the Club's funds and be responsible for keeping the funds in the name and to the credit of NRTC in a local chartered bank as approved by the Board.
- b) Recommend a policy for the investment of Club funds in secure bank instruments which maximize returns while providing timely access to funds.
- c) Disperse funds and track expenditures against the Board-approved budget.
- d) Maintain complete, accurate and up-to-date accounts of all the Club's financial transactions including receipts and disbursements with back-up.
- e) Verify the bookkeeping, deposit of funds, and record of all membership dues received on an ongoing basis.
- f) Report on the financial condition of the Club at all Board meetings and at other times as requested by the President.
- g) Prepare and present an annual financial report at the AGM.
- h) Make the financial records available for audit/external financial review as required.

- i) Deliver to his/her successor (or to the President in the absence of a successor) all accounting records and Club money in his/her possession and an up-to-date accounting of Club's funds.
- j) Perform other duties as delegated by the President or assigned by the Board.

5) Other Tasks

These tasks may be assumed by any Officer or Director:

- a) Act as liaison with the Club Pro, consulting on annual clinic plans and providing ongoing support.
- b) Provide technology supports for domain, website, court booking, forms, surveys, and Zoom meetings.
- c) Organize Club social tennis events for members or liaise with volunteer Social coordinator.
- d) Coordinate Organized Social Play or liaise with volunteer OSP coordinator.
- e) Organize Club tournaments or liaise with volunteer Tournament coordinator.

Article 12 — Protection of Persons Acting on Behalf of the Club

- 1) Every person acting on behalf of the Club, including its Directors and Officers, in exercising his/her powers and discharging his/her duties shall act honestly and in good faith with a view to the best interests of the Club, and shall exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.
- 2) The Club shall purchase and maintain insurance for the benefit of those persons acting on its behalf, including its Directors and Officers, against any liability incurred by any such person in his/her acting on behalf of the Club, except where the liability relates to his/her failure to act honestly and in good faith with a view to the best interest of the Club. In the event a claim is threatened or made against a person acting on behalf of the Club, that person shall notify the Club and the Club shall take such steps as are required under its insurance policy to facilitate cover available under the policy being provided.

Article 13 — General Meetings

- 1) The President, or a majority of Board members, has the power to call a general meeting of members. They shall also call a general meeting upon receipt of a requisition from at least twenty (20) members. Any such requisition shall include the purpose for the meeting and be delivered to the President or Secretary.
- 2) Meetings may be in-person or via electronic means provided members are able to interact in real time.
- 3) The mode (in-person or electronic), location (if in person), and date shall be determined by the Board of Directors.
- 4) Notice of general meetings shall be given to members via email and posted on the website at least 14 days prior to the meeting.
- 5) In addition to other business, Annual General Meetings shall include adoption of the minutes of the previous AGM and any intervening general meetings, business arising from the minutes, financial statement showing revenue and expenditure for the year, annual report from the Board and election of the Board.
- 6) Each member in good standing has one vote. There is no proxy voting.
- 7) Quorum at a general meeting shall be ten (10) members.
- 8) Decisions shall be confirmed by resolution passed by a simple majority vote of those present. A tied vote is deemed to be lost.

Article 14 — Rules and Regulations, Policies and Protocols

- 1) The Board shall establish rules and regulations, policies and protocols governing use of the facilities during Club hours, including appropriate conduct, court booking, allocation of courts for special events, drop-in sessions, tournaments, instruction, dress code, etc.
- 2) Club rules and regulations, policies and protocols shall be published and made available to all members and must be observed by all members and guests. Non-compliance with rules and regulations shall be subject to disciplinary action.

Article 15 — Disciplinary Action

- 1) Any allegation of improper conduct and behaviour by Club members shall be submitted in writing to the Board. Such submission shall include a description of the incident including date, approximate time, those involved and witnesses.
- 2) The Board shall investigate all written complaints and recommend an appropriate response, from no action to disciplinary action. Disciplinary action may range from a warning (oral or written) to suspension and/or termination.
- 3) The member in question shall be given the opportunity to respond and show cause why the recommendation should not be imposed.
- 4) Imposition of disciplinary action shall be by resolution of the Board.

Article 16 — Amendment of By-Laws

- 1) These By-Laws may be amended by a 2/3s majority vote of members present at any general meeting provided notice of the proposed amendment is given at least 14 days in advance of the meeting.

Article 17 — Dissolution

- 1) NRTC may be dissolved in the event of insufficient funds for the Club to function, low membership, or inability to constitute a Board.
- 2) Members shall be given notice of any possible dissolution and a general meeting shall be called. A representative of TBM shall be invited to attend such meeting.
- 3) A decision to dissolve shall be by resolution passed by a 2/3s majority of members present at the general meeting.
- 4) In the event of dissolution, remaining funds shall be used first to cover any outstanding obligations. Any residual funds or equipment shall be transferred to TBM to be held in trust for a period of two (2) years to be used to re-establish a not-for-profit tennis club at Nipissing Ridge (priority) or elsewhere in TBM. After that period, the funds and equipment shall be used to support tennis within TBM.