



THORNHILL PARK TENNIS CLUB

CONSTITUTION AND BY-LAWS

THORNHILL PARK TENNIS CLUB **CONSTITUTION and BY-LAWS**

Sept 10, 2019

ARTICLE I

NAME: The name of the autonomously run facility shall be the Thornhill Park Tennis Club, an incorporated not-for-profit organization.

ARTICLE II

PURPOSE and OBLIGATION: The purpose of the Club is to provide and foster a year-round tennis facility for the community at a reasonable fee. The Club may engage, without limitation, in activities such as, but not limited to:

- ✓ Community recreational tennis play
- ✓ Camps and clinics
- ✓ Ontario Tennis Association tournaments
- ✓ Intercounty and House Leagues
- ✓ Tournaments and competitive events
- ✓ Other social and promotional events

All activities shall encourage and promote recreational and competitive play in an environment of good sportsmanship and family values.

The Club is affiliated with the City of Vaughan Recreation & Culture Department and is subject to its by-laws. The City of Vaughan Recreation & Culture Department has given the Club the power to operate the Club autonomously under its own Executive. The Executive will operate and govern the Club under its own Constitution and By-Laws without conflicting with any sphere that is specifically within the jurisdiction of the City of Vaughan.

The Club is subject to the terms of a License Agreement with the City of Vaughan, dated April 15, 2010. The Club has engaged the services of a third party corporation to assist with the management of the Club during the period from approximately October 1st to April 14th each year, subject, at all times, to the authority and supervision of the Club which shall, for all purposes and at all times, remain the operator.

ARTICLE III

MEMBERSHIP: The Membership of the Club will be open to all residents of the City of Vaughan, regardless of race, colour or creed, and outside Vaughan if space is available. Members must abide by the Constitution & By-Laws of the Club.

MEMBERSHIP DURING THE SPRING AND SUMMER: The Spring–Summer Membership year shall be from approximately April 15th to September 30th.



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MEMBERSHIP DURING THE FALL AND WINTER: The Fall–Winter Membership year shall be from approximately October 1st to April 14th.

MEMBERSHIP CATEGORIES: The membership of the Club during the Spring-Summer season shall consist of six categories, namely:

1. JUNIOR - 6 to 14 years of age
2. PRE-ADULT - 15 to 17 years of age
3. ADULT - 18 years of age and over
4. MARRIED COUPLE
5. FAMILY - A group of more than two family members who live in the same household.
6. HONORARY - Long-time Spring-Summer members of the Club who receive an honorary Spring– Summer membership deemed appropriate by the Executive Committee.

MEMBERSHIP CATEGORIES: Fall-Winter season:

1. ADULT (ages 22-64)
2. SENIOR (ages 65 & over)
3. STUDENTS (ages 17-21)
4. YOUTH (ages 11-16)
5. JUNIOR (ages 10 & under)
6. RISE & SHINE (weekdays 7-9am)
7. FAMILY
8. COUPLE (Married)

FEES AND DUES: There will be two membership applications: one for the Spring-Summer season and the other for the Fall-Winter season. The fee that accompanies the applicable application will include the membership dues for the applicable season (Spring–Summer or Fall–Winter, as the case may be). Fees shall also be payable in respect to House Leagues, Round Robins, Intercounty Leagues, Tournaments, and any instruction fees for tennis camps, lessons and clinics. The mandatory O.T.A. fee will be included in the Membership fee, regardless of the fact that this fee may have already been paid by a prospective member who is also a member of another club. If an application is not approved, the full application fee is returned.

PROCEDURE FOR MEMBERSHIP ADMISSION

MEMBERSHIP LIMIT: In order for the Club to plan its many programs at the start of each season and to allow the membership to enjoy the four court facility to the maximum extent, the Club will receive a membership limit per season of four hundred (400). The Tennis Club shall publicize the facility extensively to the community.

It is also understood that any applications received after the maximum permitted membership has been reached shall be placed on the waiting list in chronological order, and if the Executive decides future



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members can be accommodated; they may be admitted from the waiting list with priority being given to Vaughan applicants.

SUSPENSION OR REMOVAL OF MEMBERS:

- a) Any member who has not paid fees in full by the deadline set by the Executive for the applicable season may, at the discretion of the Executive, be suspended. No refund of any portion of fees will be made, unless authorized by the Executive.
- b) Any member who fails to abide by the rules of the Club may, at the discretion of the Executive, be suspended. No refund of fees will be made, unless authorized by the Executive.
- c) Any member who displays misconduct through physical or verbal abuse or harassment to another member, attendant, or teaching professional, will, at the discretion of the Executive, be suspended for a period of time as determined by the Executive.
- d) Any member who has conducted himself or herself in a manner which is unacceptable to the Executive Committee will be denied membership in the Club.
- e) Notwithstanding the foregoing, the Executive may, in lieu of suspension or removal of a member, impose such restrictions on his or her rights and privileges as the circumstances may require.
- f) Any member who is to be affected by a decision taken under b) through e) above shall first be given a right to be heard by the Executive.

ARTICLE IV

GOVERNMENT: The elected Executive shall govern the activities of the Club. The Executive Committee has the power to establish the rules and the code of conduct for the tennis club. These rules will be posted at the Clubhouse. The Executive Committee has the right to hire and fire personnel, decline membership as they see fit and suspend or remove members if necessary. They have the power to decide which tournaments the club participates in and the number of teams in the Intercounty League. They also have the power to establish fees for membership. All decisions require a majority vote of the Executive Committee. A majority vote is also required to make amendments to this Constitution and By-Laws (see Article VII).

EXECUTIVE COMMITTEE: Consists of a President, Past President (*ex officio*, non-voting consultant), Vice President, Treasurer, Secretary, Membership Director, Clubhouse Director, Program Director, Junior Development Director, Marketing Director, House League Director and Social Director. No one person shall have more than one vote, with the exception of the President, who shall cast the deciding vote in the case of a tie. A member must serve as a Board member for a minimum of 1 year to be eligible to run for the Club President position. No two members from the same family may hold office on the Executive Committee at the same time. No member of the Executive or any member of his/her family should currently have or had in the past any beneficial interest (direct or indirect) in, or substantial obligation to any supplier of goods or services or any other organization that is engaged in doing business with the Club. Any member who has a business relationship currently or in the past with the Thornhill Park Tennis Club and/or its employees/contractors cannot serve as a member on the Board. Six executive members qualify a quorum for voting at meetings, from a full Executive of ten voting officers. All executive members shall be members of the Club during its Spring and Summer season and may, at their option, be members of the Club during its Fall and Winter season. If serving as a Thornhill Park Tennis Club Board member, the member cannot serve as a Board member at any other Community Tennis Club. The duties of these officers are listed in Article X – Job Descriptions, which can be changed from time to time, as the Executive deems necessary.



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VACANT EXECUTIVE POSITION: The Executive Committee may elect a member to fill a vacant position on the Executive for the remaining tenure of the year. The member must be nominated by any member of the Executive Committee and voted by the majority of the Executive Committee. The temporary officer shall assume the retiring officer's voting rights on the committee.

ELECTION, TERM OF OFFICE AND ELIGIBILITY: The Executive officers referred to above, are eligible for re-election every three years by the members of the club via the Annual General Meeting or proxy vote. Each Officer shall hold office until his/her successor has been elected, or until his/her death, or until he/she is removed, or he/she resigns.

RESIGNATION: Any executive member may resign at any time by giving written notice to the President. The resignation of any such executive member shall take effect upon receipt of notice thereof or at such later time as shall be specified in such notice; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. When one or more executive members shall resign from the committee, effective at a future date, a majority of the executive members then in office, including those who have resigned, shall have power to fill such vacancy or vacancies for the remaining year's tenure, the vote thereon to take effect when such resignation or resignations shall become effective.

RETURN OF ITEMS HELD BY RESIGNING OFFICERS: Any items held by such resigning member that are owned by the Club should be returned when his/her resignation becomes effective. This includes keys, membership lists, databases etc. Failure to return such items may result in suspension and/or termination of membership.

REMOVAL OF AN EXECUTIVE OFFICER: Any member of the Executive Committee may be removed at any time by a majority vote of the members of the Executive Committee, given just cause. If the member misses three consecutive meetings, this warrants dismissal from the Executive Committee, unless there are extenuating circumstances. Any items held by the dismissed executive officer that are owned by the Club must be returned to the Club immediately. Removal shall last for ten (10) consecutive years following dismissal.

SPECIAL COMMITTEES: Special Sub-Committees may be appointed by the Executive whose duties shall be clearly defined.

COMPENSATION of EXECUTIVE COMMITTEE: All members of the Committee shall serve without compensation. This is a voluntary service for the community. All members of the Executive Committee shall have for themselves only, free membership in the Club with full privileges.. Members of the Committee who choose to be members of the Club during the Fall-Winter season shall, at the conclusion thereof, receive a rebate equal to 25% of the membership fees paid by them for the said season.

EMERGENCY ACTION: Any emergency action required to be taken by the Executive Committee, may be taken without a meeting if a majority of the executive members agree.



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CLUB EXPENDITURES: No member of the Executive Committee shall undertake a non-budgeted expenditure on behalf of the Club in excess of \$100.00 without prior Executive Committee approval.

ARTICLE V

OFFICE: Registered Office Address: For the purpose of business mailing (including Accounts payable and receivable), the address will be its physical address, namely 26A Yonge Street, Thornhill, Ontario L4J 8C5

FISCAL YEAR END: The Fiscal year end is October 31st.

NOTICES: All notices required or permitted herein to be delivered by mail may be given by either regular mail or email.

ARTICLE VI

MEETINGS:

Order of Business:

- 1) Call to Order
- 2) Reading of Minutes from previous meeting and their approval
- 3) Correspondence
- 4) Treasurer's Report
- 5) Special Reports
- 6) New or Other Business
- 7) Election of Officers (Annual General Meeting only)
- 8) Adjournment

EXECUTIVE MEETINGS: All meetings of the Executive shall be held at such a place and time as may be fixed by the President, agreed to by a majority of the executive members and specified in notices to the members of the Executive. Meetings should be scheduled anytime during the year, except for those months when the Executive does not deem it necessary to meet. Six members (or a majority of voting officers) constitute a quorum on the Executive Committee.

GENERAL MEETINGS: The Annual General Meeting of the members of the Club for the purpose of electing members of the Executive Committee and discussion of other important matters shall be held in September in each year on a date and at a place and time set by the Executive Committee, or at such other time deemed appropriate and convenient by the Executive Committee. The President must call a Special General meeting within fifteen (15) days of receipt of a written request, of no fewer than twenty (20) adult members in good standing. Other Special General Meetings, called for a special purpose by the Executive, shall likewise be held on a date designated by the Executive Committee. Only members in good standing may attend and vote at an Annual General Meeting or a Special General Meeting of the Club.



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NOTICE OF ANNUAL GENERAL MEETING OR OTHER SPECIAL GENERAL MEETING:

Written notice of such meeting of the members stating place, date, and hour of the meeting shall be given not less than fourteen (14) days prior to the date on which the meeting is to be held, to each member of record by posting it on the website. A member of record shall be a member during the applicable season and/or the immediately preceding season. Included in that notice must be the purpose of the meeting and in the case of the AGM, a list of Executive Officers willing to remain, with all positions nevertheless considered vacant for the purposes of voting.

VOTING AT A GENERAL MEETING: Only adult members in good standing on the membership list are entitled to vote with each having one vote. At all Annual General or Special General Meetings of the members, all matters shall be decided by a majority vote of the members present. Twenty (20) adult voting members, including a majority of Executive Committee members need to be present for a quorum at an Annual General or Special General meeting of the Membership. A proxy vote will be accepted at an Annual or Special General Meeting of the Club Membership if it is received before or at that meeting and specifies in detail what that member is voting for and it is signed by the member and another member witnesses that signature.

MEMBERS ENTITLED TO VOTE: It shall be the duty of the Membership Chairman, to prepare and make available, by August 31st, a complete updated list of adult members entitled to vote at a General Meeting of the membership. Such list shall be open for examination by any member for any reason related to the meeting. The list shall be kept and produced at the time and place of the meeting and be subject to inspection by any member who may be present. The original or duplicate membership rosters shall be the only evidence as to who are the Members entitled to examine the membership roster or to vote at such meetings. Members of either or both of the immediately preceding seasons (Fall and Winter and/or Spring and Summer) shall be entitled to vote at the Annual General Meeting and shall declare their candidacy not less than seven (7) days prior to the date on which the annual general meeting is to be held.

ARTICLE VIIAMENDMENTS:

- 1) ORIGINATION BY EXECUTIVE COMMITTEE: Any proposed amendments to the Constitution and By-Laws originated by members of the Executive Committee, in order to be considered at an Annual or Special General Meeting of the Club members, must be submitted in writing and approved by a majority of voting officers. No decision can be made without the presence of the President or Vice President.
- 2) ORIGINATION BY MEMBERS: Any member or group of members may submit in writing to the Executive Committee a proposed amendment to the Constitution and By-Laws. The proposal must be accompanied by a detailed explanation of its purposes. Thereafter, the Executive Committee must decide whether such amendment shall be submitted to the membership for vote. No decision can be made without the presence of the President or Vice President.
- 3) PASSAGE OF AMENDMENT: In the event a proposed amendment is recommended for adoption by a majority of the members of the Executive Committee, the Secretary shall



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specifically include such proposed written amendment in the notice of the next Annual General Meeting or Special General Meeting as determined by the Executive Committee. Upon the affirmative vote of two-thirds of the members present at the meeting who are entitled to vote, the proposal shall be declared adopted and effective.

ARTICLE VIII

HISTORICAL RECORDS:

Storage of historical and other important Club records such as the Constitution and By-Laws, Insurance Policies, Investments, etc. are to be stored in a place to be decided upon by the Executive Committee as necessary.

ARTICLE IX

DISSOLUTION OF CLUB:

Voluntary dissolution shall be by consent of no less than two thirds of voting members present, with a minimum of (25), including a quorum of the Executive, at a properly constituted Annual or Special General Meeting. A City of Vaughan official must be in attendance.

In the event of a voluntary dissolution, dissolution of all assets of the Club shall be as follows: Assets shall be turned over to the City of Vaughan to be held in trust for a period of two years, pending re-establishment of a club at this or another location.

In the event of involuntary dissolution, voting members of the club from the current year will decide upon the disposition of assets after all liabilities have been met. This decision will be made at a properly constituted Annual or Special General Meeting. A representative of the City of Vaughan Parks and Recreation Department must be in attendance.

ARTICLE X

DUTIES OF EXECUTIVE OFFICERS

In addition to the specific duties outlined below, each executive member shall:

- a) Represent the Club's best interests in dealings with individual members, suppliers and the general Public.
- b) Uphold the Constitution, By-Laws and Rules and Regulations of the Club.
- c) Attend General and Executive Committee meetings.



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PRESIDENT

A member must serve as a Board member for a minimum of 1 year to be eligible to run for the Club President position. The President is responsible for chairing and organizing the Annual General Meeting, any other Special General Meeting and all Executive Meetings. If unable to attend, a duly appointed executive member will stand in and take over that duty. The President shall also oversee the day to day operations of the Club to ensure that they run smoothly, including the performance of hired professionals, and represent the Club in dealing with outside agencies. The President shall also be one of the three (3) directors of the Club.

VICE PRESIDENT

During the absence of the President, the Vice President oversees the day to day operations of the tennis club to ensure that they run smoothly, including the performance of hired professionals. The Vice President chairs the meetings in the absence of the President. The Vice President shall also be one of the three (3) directors of the Club.

PAST PRESIDENT

Due to his/her experience, gives advice to the current President. He/she is encouraged to attend meetings of the Executive Committee as an ex-officio member, a valued consultant and to participate in the work of the committee to such an extent as may be requested by the current President of the committee. He/she has no Executive voting rights other than as a general member.

TREASURER

The Treasurer shall provide both interim and final Financial Statements as well as the Club's books for review to the Executive before the AGM each year. The Treasurer shall keep full and accurate accounts of all receipts and disbursements of the Corporation in proper books of account and shall deposit all monies or other valuable effects in the name and to the credit of the Corporation in a recognized banking institution as designated by the Executive. The Treasurer shall prepare a budget for the upcoming year with the President and with the input and approval of the Executive Committee. This proposed budget must be approved at the January meeting. The Treasurer shall also be one of the three (3) directors of the Club. In addition, the Treasurer shall ensure all required submissions with the Canada Revenue Agency are done on a timely basis which includes payroll, HST, the T2 corporate tax and not-for-profit returns as well as the submission of annual T4 summary and T4 slips and any other relevant documentation.

SECRETARY

In collaboration with the President, the Secretary advises the executive members of executive meetings ensuring that a quorum of six voting executive members is present for each meeting. No meeting can be held with regard to amendments to the Constitution & By-Laws without the presence of the President or Vice President. The Secretary shall prepare all agendas for the meetings, in consultation with the



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President, and submit and take minutes at all meetings and distribute them along with the proposed agenda to the Executive Committee members prior to the next meeting.

CLUBHOUSE DIRECTOR

The Clubhouse Director, with the assistance of hired professionals or other executive members, is responsible for the general maintenance and cleanliness of the clubhouse and shall act as the liaison between the City of Vaughan Works Department for repairs to the clubhouse, courts and fencing.

MARKETING DIRECTOR

The Marketing Director, with the assistance of hired professionals or other executive members, is responsible for advertising and promotion related to membership and club programs, including e-marketing.

MEMBERSHIP DIRECTOR

The Membership Director will ensure that all members have paid their membership fees, and any other applicable fees. The Membership Director will provide an updated membership list to the President and the Secretary by August 31st in order to have verification of bona fide voting members at any General Meeting.

SOCIAL DIRECTOR

The Social Director, with the assistance of other executive members, shall be responsible for running the Club's social events. This includes, but is not limited to, plan, promote, and manage all food and beverage requirements for parties and other social functions at the Club.

PROGRAM DIRECTOR

The Program Director, with the assistance of the Director of Tennis, shall be responsible for running the Club's competitive programs.

JUNIOR DEVELOPMENT DIRECTOR

The Junior Development Director, with the assistance of the Director of Tennis shall be responsible for overseeing all events related to junior play and development. This includes, but is not limited to, junior round robins, house leagues, Intercounty league, lessons and tournaments. He or she shall be actively involved in recruiting juniors and developing the juniors program.



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HOUSE LEAGUE DIRECTOR

The House League Director, with the assistance of the Director of Tennis, shall be responsible for running the Club's House League. This includes developing and enforcing all rules, policies and procedures.

Article XI

SELECTION OF PLAYERS FOR INTERCOUNTY

Selection of captains and players for the Intercounty teams will be made by the Director of Tennis, with the assistance of the Program Director, following a tryout period. Notice of the tryouts will be provided by email to the members of the club and/or posted on the website.

SELECTION OF PLAYERS FOR HOUSE LEAGUE

Selection of captains and players for the House League teams will be made by the Director of Tennis, with the assistance of the House League Director, following a tryout period. Notice of the tryouts will be provided by email to the members of the club and/or posted on the website.