



CONSTITUTION

BY-LAW

Article 1.0- Name

- 1.1 The corporation shall be known as the Timmins Selects Basketball Club.
- 1.2 The head office for the Timmins Selects Basketball Club shall be in the City of Timmins at the place therein where the business of the Timmins Selects Basketball Club may be carried on.

Article 2.0- Purpose and Objectives

- 2.1 The purpose of the Timmins Selects Basketball Club is to promote and develop the sport of Basketball to athletes who would like to play the game at a competitive level through the “Club Program” and at a Non-Competitive Level through our “House League” Program.
- 2.2 Promote and encourage participation in the sport of basketball as a means of improving physical fitness and encouraging leadership and sportsmanship.
- 2.3 Carry out competitions in various divisions within the jurisdiction of Basketball Ontario.
- 2.4 Undertake revenue generation wherever necessary for the continuation of the club programs.
- 2.5 Encourage and stimulate public awareness of the programs under the club.

Article 3.0- Affiliations

- 3.1 The club shall be a member of Basketball Ontario and shall follow their published rules.

Article 4.0- Membership, Suspension and Termination of Membership

- 4.1 There are 3 classes of members namely an active member, honorary member and life member.
 - 4.1.1 Active Membership- An active member is a registered member who has been approved by the Timmins Selects Basketball Club and has paid the set registration fee.

- 4.1.2 Honourary Member- The Board of Directors may designate an individual as an honorary member for a specific period of time. An honorary member is afforded all rights of membership, including the right to attend and speak at members' meetings, but is not entitled to vote.
- 4.1.3 Life Member- The Board of Directors may designate an individual as a life Member. A life Member is afforded all rights of Membership, including the right to attend and speak at Members' meetings, but is not entitled to vote.
- 4.2 Suspension and/or Termination of Membership- The Board of Directors may suspend and/or terminate a member of the Timmins Selects Basketball Club where as:
 - 4.2.1 Said member fails to comply with the Constitution and Regulations.
 - 4.2.2 The conduct of said member is determined by the Board of Directors to be detrimental to the interests and reputation of the Timmins Selects Basketball Club and that of Basketball Ontario.
 - 4.2.3 Said member shall be given written notice of the reason for the action.
 - 4.2.4 Said member or its representative shall be given an opportunity to be heard at the said meeting.
 - 4.2.5 A resolution for suspension and/or termination shall require a three-fourths majority of the members present and entitled to vote.
 - 4.2.6 Upon the passing of the resolution in accordance with this Article, said member shall be suspended and/or terminated.
 - 4.2.7 At the next Annual General Meeting, said suspensions shall be on the agenda and the members of Timmins Selects Basketball Club shall determine the length of suspension or may terminate the suspended member.
 - 4.2.8 Resolution for termination shall require a three-fourths majority of the members present and entitled to vote.

Article 5.0- Board of Directors, Terms, Vacancies, Resignations and Removals

- 5.1 The Club shall be governed by a Board of Directors which shall consist of at least five individuals, as may be amended from time to time in accordance with the Club's By-Laws. These individuals shall hold the position of President, Vice-President, Secretary, Treasurer and other positions as assigned by the President.
- 5.2 Directors shall be individuals at least 21 years of age
- 5.3 A Director shall serve for a term of three years or until his or her successor is elected or appointed. A Director shall also be permitted to serve an unlimited number of consecutive terms.
- 5.4 A Director has the right to resign her or his position by submitting a signed letter of resignation to the Club. A vacancy on the Board of Directors and their respective position(s) held, caused by death, or resignation which has been

- accepted by the Board of Directors, shall be filled by a majority vote of the Board of Directors. The successor Director shall hold his or her incumbent's position(s) for the remainder of the term being filled.
- 5.5 No Member of the Board of Directors shall be removed for arbitrary reasons but may be removed if:
- 5.5.1 the Director is unable to perform the duties expected of the position due to, but not limited to, any of the following reasons:
- if she/he becomes incapable of performing the business of the Club
 - if she/he is continually absent from meetings of the Board without satisfactory reason
 - if she/he no longer resides in reasonable proximity to the Club
 - the Director has compromised the integrity of the Club
 - if she/he has been found guilty of an offence under the Harassment Policy of Basketball Ontario
 - if she/he has failed to properly account for monies or other property belonging to the Club
 - if she/he has been found guilty of a criminal offence regardless of whether or not the offence directly affected the Club.
- 5.7 A Member of the Board of Directors holding his or her respective position(s), as Director or other position(s), may be removed from office by the Board of Directors for good and sufficient cause by a 2/3's vote of the Board of Directors present, provided notice to remove the Director has been given to all Directors of the Club. If a Director is removed by the Board of Directors, the Board of Directors may appoint a successor to the position(s) for the remainder of the term(s) being filled.

Article 6.0- Duties of the officers of the Board of Directors

- 6.1 The President will serve as the primary coordinator for all club activities including but not limited to convening and conducting club meetings and programs, delegating tasks to other executive members, overseeing all aspects of the house league program and rep club program and its administration, accounting cheque signing authority, preparing agenda for board meetings, adherence to Basketball Ontario Policies and Procedures.
- 6.2 The Vice President is a direct backup to the President and assists with all duties outlined in the President's duties.
- 6.3 The Treasurer's duties include but are not limited to maintaining accurate budget records while following proper procedures and authorization for expenditures., create the budget for the club and coordinate fundraising activities for the club.
- 6.4 The Secretary's duties include but are not limited to being responsible for all documentation surrounding league management, Volunteer Screening Rep for the Club, handling all forms and correspondence for club membership,

communicating with members through emails and telephone contacts, submitting club reports and recording minutes at board meetings.

- 6.5 All other members of the Board shall do perform duties as assigned by the Executive.

Article 7.0- Nominations and Elections

- 7.1 Elections will take place at the first board meeting of the year. Officers can remain an officer as long as conflicts don't occur. If more than one person wants a position, elections can be held with the board. The board anonymously votes for who they would like to represent their club. Once elected, officers will serve a 3 year term.

Article 8.0- Executive Board Duties

- 8.1 The Executive Board will maintain unity, demonstrate leadership, and show responsibility while representing Basketball Ontario and the Timmins Selects.

Article 9.0- General Meetings & Annual General Meetings

- 9.1 General Meetings-An official notice of each meeting shall be given to all Members at least 14 days before the meeting is to be held, at such place, and at such date as the Board of Directors may determine. Such notification shall be by email or telephone. Any question shall be decided by a majority of the votes unless otherwise required by this By-Law or other law. A quorum of the Board of Directors shall consist of (3) members one of whom must be the President or Vice-President
- 9.2 The Timmins Selects shall hold an Annual General Meeting at the end of the fiscal year.
- 9.3 The agenda for the annual general meeting shall include:
- 9.3.1 Roll Call
 - 9.3.2 Minutes of Previous General Meeting
 - 9.3.3 President's Address
 - 9.3.4 Treasurer's Report
 - 9.3.5 Other Reports
 - 9.3.6 Unfinished Business
 - 9.3.7 Amendments to the By-Laws
 - 9.3.8 Election of Officers and Directors
 - 9.3.9 Any Other Business
 - 9.3.10 Adjournment

Article 10.0- By-Laws and Amendments

- 10.1 By-Law amendments may be proposed by the Board of Directors, or submitted by a Member to the Club in writing at least 21 days prior to a general meeting of the Club; and must be approved by a majority vote of the Board of Directors, and by a 2/3's vote of the Membership voting in person or by proxy at a meeting of the Club duly called for that purpose

Article 11.0- Indemnity

11.1 Members of the Board of Directors or other servants to the Club, their heirs, executors, administrators and estate and effects respectively shall be indemnified and saved harmless at all times by the Club against all costs, losses and expenses incurred by them respectively in or about the discharge of their respective duties, except such as happens from their own respective willful neglect or default.

Article 12.0- Finance and Fiscal Year

12.1 The Fiscal year for the Timmins Selects Basketball Club shall be Feb 1 through Jan 31st.

12.2 The accounts of the Club shall:

- be audited annually by a Chartered Accountant if the annual Gross Revenue is greater than \$50,000; or
- be reviewed annually through a Financial Review Engagement completed by a Certified General Accountant, Certified Management Accountant or Certified Accountant, if the Annual Gross Revenue is \$30,000 or less; or with the consent of all its Members, be exempt from any audit or Financial Review Engagement if the Annual Gross Revenue is less than \$10,000

12.3 The audit or the Financial Review Engagement statement shall be presented to the Annual General Meeting for adoption.

At the Annual General Meeting of the Club, a chartered accountant firm shall be appointed to perform the audit or the Financial Review Engagement.