



Sudbury Canoe Club

Constitution

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Article 1: Name

The name of the organization, as constituted, shall be the Sudbury Canoe Club.

Article 2: Purpose

To establish, operate and maintain a canoe club and to promote safe and enjoyable paddling and wind surfing through educational, recreational and competitive programs for its members and within the community.

Article 3: Definitions of Terms

In this Constitution, unless the context otherwise requires:

- 3.1** “SCC” means Sudbury Canoe Club
- 3.2** “Club” means Sudbury Canoe Club
- 3.3** “Board” means the Board of Directors of the SCC
- 3.4** “Director” refers to the people who constitute the Board including the Immediate Past-Commodore
- 3.5** “Executive” means Executive Officers of the Sudbury Canoe Club
- 3.6** “Section” means Canoe, Kayak/Flat Water, Wind Surf), Sprint Boat and Dragon Boat and any future activity as defined by the Board.
- 3.7** “Member” is any person who has been accepted for membership by the SCC, has paid the required fees and is actively involved in the activities of the club.
- 3.8** “Member in Good Standing” is any member against whom there are no disciplinary actions and whose membership has not been revoked.
- 3.9** “AGM” means Annual General Meeting

Article 4: Objectives

- 4.1** To recognize and encourage water safety and environmental awareness as the cornerstones of club activity.
- 4.2** To establish and maintain formal affiliation with local, provincial and national organizations and to gather and disseminate information to members and to the community.
- 4.3** To utilize the kayaking, canoeing, wind surfing, sprint boating and dragon boating standards of the Provincial organizations and other governing bodies:
 - 4.3.1** To encourage members to progress through the levels of technical achievement.
 - 4.3.2** To encourage members to become certified leaders.
 - 4.3.3** To provide instruction/coaching to members and where practicable to offer these programs to the community.
- 4.4** To organize paddling and wind surfing programs in each area of member interest and for all levels of member interest.
- 4.5** To provide adequate facility and equipment resources to accommodate member needs.
- 4.6** To share SCC expertise with local organizations and to establish community partnerships when they meet the objectives of the Club.
- 4.7** To organize and operate special and social events for the enjoyment of members and the community.

Article 5: Membership

5.1 Membership Type:

- 5.1.1 **Full membership:** A full membership shall entitle each member to the use of all club equipment, services and programs as defined by each Section of **the** SCC.
- 5.1.2 **Associate Membership:** An associate membership shall entitle the member to all services and programs which do not require the use of equipment as established by policy, ie. trips or clinics

5.2 Member Classification:

- 5.2.1 **Individual:** Members 16 years of age and older.
- 5.2.2 **Family:** Two or more members of a family (16 and older) residing at the same residence.
- 5.2.3 **Youth:** Children of member(s) 10 to 15 years of age. Must be accompanied by a parent or adult while at the club.

5.3 The Board of Directors shall approve the membership fees prior to the Open House of the new season.

5.4 Membership privileges are not transferable.

5.5 A member must be in good standing three months prior to the AGM in order to vote at the meeting.

5.6 Privileges:

- 5.6.1 **Suspension:** Any Director of the Board shall have the authority to impose a temporary suspension on any member guilty of infringement of Club rules and regulations. The Board, including the person who made the suspension, will meet as soon as possible to decide whether any further action, including revocation of membership is necessary. The suspended member has the right to attend the meeting.
- 5.6.2 **Revocation:** For just cause, the Board shall have the right to revoke the membership of, or refuse admittance to membership, any individual where the Board has determined that the person's conduct is detrimental or deemed to be injurious to the character and interests of the Club or any of its members.

Article 6: Executive Officers

6.1 The Officers of the Club shall be:

- 6.1.1 The Commodore
- 6.1.2 The Vice-Commodore
- 6.1.3 The Secretary
- 6.1.4 The Treasurer
- 6.1.5 The Immediate Past-Commodore
- 6.1.6 One Member-at-Large

6.2 The Officers of the Club shall:

- 6.2.1 Act as an Executive Committee to manage the day to day affairs of the club.
- 6.2.2 Be responsible for implementing the motions carried by the membership at the annual, general or special meetings.
- 6.2.3 Be responsible for ensuring that the Notice of Motion(s) which club sections submit to change their regulations do not conflict with, or contravene, the current SCC Constitution.
- 6.2.4 Rule on situations not specifically covered by the constitution or operating guidelines and report these situations to the Board.

6.3 Duties of the Officers:

- 6.3.1 The Commodore or designate shall preside at all meetings of the Club and the Board and shall be an ex officio member of all committees.
- 6.3.2 The Vice-Commodore shall assist the Commodore with all proceedings and shall act as a designate when necessary.
- 6.3.3 The Secretary shall keep a true record of all meetings of the Club and of the Board and distribute Minutes of each meeting to all Members of the Board; keep a correct roll of Club Members; and conduct all correspondence and internal communication under the direction of the Commodore and/or the Executive.
- 6.3.4 The Treasurer shall receive all monies due to the Club; manage and keep proper records of all revenues and expenses; prepare a year-end financial statement and co-ordinate the year-end audit; assist with budget preparations; and prepare a report for the Annual General Meeting. All cheques must be signed by two Officers. None of the signing officers may be related one to the other.
- 6.3.5 The Immediate Past-Commodore is the immediate retiring Commodore and shall serve for one term only.

Article 7: Board of Directors

- 7.1** The Board shall manage and direct the policy and affairs of the Club save and except where limited by the Consitution or its amendments thereto and shall do so without remuneration.
- 7.2** The Club shall conduct its affairs in a manner that is consistent with covering its operating expenses without a longer-term view to profit. Any profits or other income to the Club shall be used in promoting its objectives.
- 7.3 The Board shall consist of the following members:**
- 7.3.1 The immediate Past-Commodore.
 - 7.3.2 The Commodore, Vice-Commodore, Secretary and Treasurer elected at the AGM.
 - 7.3.3 The Co-Chairs of each Section approved at the AGM.
 - 7.3.4 The Chairpersons of Standing Committees, as listed in the Procedures Manual, and approved at the AGM.
 - 7.3.5 A maximum of 2 Members-at-Large, either elected at the annual meeting or, appointed by the Board, as the need arises.
- 7.4 Quorum:** One half of the Board shall constitute a quorum. (Remove "The past Commodore has no vote".)
- 7.5 Voting:** Decisions require a simple majority of Board Members. The Commodore may only vote to resolve a tie vote. A secret ballot may be requested at any time. There is no proxy voting at Board meetings.
- 7.6 Absenteeism:** Any member of the Board who shall be absent from three (3) consecutive Board meetings without just cause shall relinquish his/her office.
- 7.7 Appointments:** The Board is authorized to fill any vacancies which may occur in its ranks as long as quorum exists.
- 7.8 Term of Office:** The Board shall hold office for one year following its election.

Article 8 Standing Committees

- 8.1 The Board of Directors may strike committees** as required to address matters of interest and benefit to the SCC members. There shall be the following standing committees staffed by volunteers from each Section and/or Activity:
- 8.1.1 **Building/Docks** – responsible for the maintenance of the building, grounds and docks.
 - 8.1.2 **Boats/ Equipment** – responsible for ensuring the Club has adequate equipment and inventory in good working order for the operation of programs within each Section.
 - 8.1.3 **Communications** – responsible for raising SCC's profile in the community through various means, and ensuring news media is notified of club activities and results.
 - 8.1.4 **Social** – responsible for social events to help meet the Club's financial and social objectives.
 - 8.1.5 **Program** – responsible for establishing programs for each Section, including coaching clinics, lessons and orientation courses as well as other activities related to member involvement.
- 8.2** Ad hoc committees may be struck by the Executive Officers or the Board of Directors as required.

Article 9 Finances and Records

9.1 The fiscal year-end: Shall be December 31st.

9.2 Annual Financial Review:

The accounts and records of the Treasurer shall be audited once per year by a person with suitable qualifications or by two members of the club approved by the Executive or Board. A complete financial statement including the audited report shall be submitted by the Treasurer to the Members at the AGM.

9.3 Spending:

9.3.1 Where appropriate, section and committee co-chairs will submit a budget to utilize as approved by the Board.

9.3.2 New expenditures that were not included in an approved budget are subject to Board approval.

9.3.3 Reimbursement requires that the claim be accompanied by a SCC payment voucher plus an invoice or receipt.

9.3.4 No member shall receive any remuneration for his or her services to the Club, unless approved by the Board.

Article 10: Meetings

10.1 Annual Meeting:

- 10.1.1 The annual meeting shall be held in the fall at a time and date to be determined by the Board.
- 10.1.2 Agenda items shall include a presentation of Financial Statements; reports of Executive Officers, Section Co-chairs and Standing Committee Chairpersons; the election of Officers and Board members; general business; and amendments to the Constitution.
- 10.1.3 **Amendments to Constitution:** Changes to the Constitution must be submitted to the secretary at least 30 days prior to the annual General Meeting.
- 10.1.4 Notice of amendments to the Constitution are to be received by SCC members at least one week prior to the AGM.
- 10.1.5 New amendments may be placed on the agenda of the annual meeting if approved by 3 members of the executive. Such motions shall require a two-thirds majority to pass.

10.2 General Meetings:

- 10.2.1 Meetings shall be defined as meetings duly called and convened by the Executive for the purpose of dealing with a specific item or items of an important nature.
- 10.2.2 Notice of a General Meeting giving particulars of subject(s) to be discussed, time, date and place of meeting, shall be circulated to the general membership at least seven days in advance of the meeting.

10.3 Executive Committee Meetings:

Regular executive meetings shall be scheduled monthly. Additional executive meetings shall be called at the discretion of the Commodore as business of the SCC warrants.

10.4 Board of Directors' Meetings:

- 10.4.1 Board meetings shall be scheduled six times per year.
- 10.4.2 Additional Board meetings may be scheduled if required.

10.5 Meeting Procedures:

Except as stated otherwise, meetings shall be conducted under the rules of parliamentary procedure.

Article 11: Quorum and Voting**11.1 Quorum at Meetings:**

A quorum for the purpose of conducting business of the SCC at an annual or general meeting shall consist of 10% of the voting membership.

11.2 Voting:

11.2.1 Except as otherwise required, all resolutions and items of business shall require a majority of the votes cast at a meeting.

11.2.2 Voting shall be done by show of hands unless a majority of voting members present request a secret ballot.

11.2.3 All members 15 years of age and over may nominate and vote at meetings.

11.3 Proxy Votes:

In the event that a member is unable to attend the Annual General Meeting or a Special Meeting, a written proxy can be forwarded to the secretary any time before the meeting.

Article 12: Nominations**Method of Nominations:**

12.1 A Nominating Committee chaired by the Vice-Commodore shall prepare a slate of nominees for the election of the Officers and Board Members at the Annual Meeting.

12.2 A member wishing to hold office may request that their name be added to the slate at any time prior to the meeting. A member can also be nominated for any position at the AGM.

Article 13: Amendments and Repeals

The Sudbury Canoe Club Constitution is subject to change. The Constitution may be amended or repealed at the Annual General Meeting or a General Meeting provided that there is a quorum of 10% of members present in person and a majority of members voting in favour, either in person or via proxy. Any member may propose an amendment in writing to the secretary at least 30 days before any such meeting. The Board of Directors will review the proposed amendments. The Secretary shall immediately notify all Members of such proposed amendment or repeal by mail, email, or telephone.