



Cookstown Curling Club Constitution and By-Laws

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Incorporation & Purpose

Originally incorporated under the Corporations Act by Letters Patent of the Province of Ontario bearing the date the 8th day of June, 1956.

The name of the Corporation is Cookstown Curling Club, as legally provided for in the Province of Ontario's Supplementary Letters Patent of Incorporation dated 30 January 2009, herein referred to as "the Club".

The aims & objectives of the club are:

"The establishment and operation of a curling club for the purposes of:

- (a) promoting the sport of curling;
- (b) providing facilities for curling;
- (c) providing facilities for the community as required from time to time;

and such other complementary purposes not inconsistent with these objects."

The Club shall be operated without the purpose of gain for its members and any profits or gains or other accretions to the Club shall be used in promoting its aims and objectives.

By-Law #1

Being a by-law to regulate the affairs of the Cookstown Curling Club

Article #1 - Interpretation

1.1 - Definitions

In these By-laws, unless the context requires otherwise:

- (a) *CCC*, shall mean Cookstown Curling Club, a not-for-profit corporation;
- (b) *Member*, shall mean any individual that has been accepted into membership of CCC and is currently registered as a Member;
- (c) *Director*, shall mean any Member that has been elected or appointed to a specific Executive Board position;
- (d) *Board*, shall mean the Directors collectively;
- (e) *AGM*, shall mean the Annual General Meeting of Members;
- (f) *Special Meeting*, shall mean a general meeting of Members called for the purpose of conducting a specific item of business;
- (g) *OCA*, shall mean the Ontario Curling Association, CurlOn or any successor organization;
- (h) *Membership Year*, shall mean the 12 month period commencing on November 1st each year or on such date as is determined by resolution of the Board and approved by Members at an AGM, from time to time;
- (i) *Strategic Plan*, shall mean a broad plan setting out the defined goals of the club over a multi year period and encompassing the intended ways and means of achieving those goals;
- (j) *Operating Plan*, shall mean a plan describing the specific targets and actions to be taken to achieve those targets over a twelve month period, within the overall context of successfully implementing the current Strategic Plan;
- (k) *Budget*, shall mean a financial forecast of both revenue and costs, tied directly to the current Operating Plan and including such provisions and safeguards as prudence may dictate;
- (l) *Corporations Act*, shall mean the Corporations Act, R.S.O. 1990, c. C38 as amended;
- (m) *PIPEDA*, shall mean the Personal Information Protection and Electronic Documents Act;
- (n) *Curling League*, shall mean an activity-based group having a distinctive name, eligibility rules, schedule and operations within the Club;
- (o) *Officer*, shall mean the President, the Secretary or the Treasurer as have to be recorded in the Club's filings with the provincial Ministry of Government Services or successor organization;
- (p) *Auditor*, shall mean a person or persons appointed to review the financial records of the Club and comment on them, in accordance with normal accounting principles.

1.2 - Imported Meaning

Words importing the singular number only shall include the plural and vice versa; words importing the masculine gender shall include the feminine, unless the context requires otherwise.

Article #2 - Membership

2.1 - Eligibility

Those eligible for membership in the Club shall be:

- (a) Any person having reached the age of majority;
- (b) Any minor, with the written consent of their legal guardian, subject to the current policy of the Board.

2.2 - Membership categories

The following categories shall comprise all membership categories:

Adult to those individuals who, at the commencement of the current calendar year, are 18 years of age or older. Adult Members shall pay a membership fee and such playing fees as are determined under s. 2.5.1.

Junior to those individuals who, at the commencement of the current calendar year, are under 18 years of age or in high school Junior Members shall pay a membership fee and such playing fees as are determined under s. 2.5.1.

Honourary membership shall be a membership designation for the duration of the individual life. It shall be awarded to those:

- 1) have held Shares prior to date of this documents inception and deemed as Shareholders under the former By-Law #1, dated the 16th Day of October, 1956, concurrently.
- 2) to persons who have made an outstanding contribution, deemed to warrant such special recognition, to curling or to the CCC in recognition of that service. Honourary membership shall only be awarded on the recommendation of the Board and with the approval of 5 Members of the membership at a general meeting.
- 3) Honourary Members will receive a discount on fees to be determined by the Board from time to time.

Subject to the foregoing, the Board may pass such other membership rules providing for the admission of Members, designating the activities in which a particular class of members may participate and providing for such other membership related matters as are permitted within these By-laws. Honourary Members shall have the same powers and rights held as general members.

2.2.1 -Associate Membership

An Associate Membership allows an individual to represent Cookstown at OCA and CCA sanctioned events. This covers anyone curling at the junior level and all adult curlers. Associate Membership fees will be determined by the board of directors on an annual basis. Junior level membership fee will be 50% of adult level. Associate Membership does not allow voting privileges.

2.3 - Voting Privileges

Except as otherwise provided, each Adult and Honourary Member shall be entitled to one vote on each matter arising at any special or general meeting of members. There shall be no proxy voting allowed, unless otherwise determined and so communicated by the Board to the membership at the time the meeting is called.

2.4 - Fees

2.4.1 The structure and schedule of membership and playing fees shall be decided by the Board. All fees are due and payable upon application for membership and annually at the start of the Membership Year.

2.4.2 A member who is in default of payment of fees by more than thirty (30) days may not be entitled to any of the privileges or benefits of membership and may, at the discretion of the Board, have their membership in the Club revoked.

2.4.3 Late fees may apply to a member who hasn't paid past the thirty (30) days who wishes not to be revoked.

Article #3- Suspension and Termination of Membership

3.1 - Adherence to Aims and Policies of the Club

Any Member who conducts himself or herself in a manner which is contrary to the stated objectives or policies of the Club or acts in a manner detrimental to the good name of the Club or which disturbs its well-being or otherwise hampers its operation may have his or her membership suspended or terminated by the Board. If at a Special Meeting of Members, a resolution is passed to remove a member, the resolution must pass by at least two-thirds (2/3) of the votes cast at the Special Meeting provided that the member shall be granted the opportunity to be heard at such meeting.

3.2- Voluntary Resignation

Any Member may resign at any time from the Club by notice in writing but that resignation shall not absolve the then former Member from any liability for fees or otherwise to the Club.

Article #4 - Governance

4.1 - Board of Directors

The affairs of the Club shall be in the charge of a Board of Directors. The Board shall individually and collectively have responsibility and accountability for managing the Club in furtherance of its aims and objectives.

4.2 - Powers Of The Board

4.2.1 The Board shall, subject to these By-laws and any rule determined by the membership in a general meeting, administer the affairs of the Club and may make or cause to have made for the Club any kind of contract which the Club may legally enter into and generally exercise all such other powers and do all such other acts and things as the Club is, by its Letters Patent or otherwise, authorized to exercise and do.

4.2.2 No act of the Board of Directors shall be invalidated subsequently by a rule made in a general meeting or by change to the By-laws, if that prior act was valid at the time it was made.

4.3 - Specific Responsibilities

Without limiting the generality of their responsibilities under section 4.1 and section 4.2, the Directors shall:

- 1) Develop, maintain and execute a broad Strategic Plan for the Club, which Strategic Plan shall be reviewed annually with the Members present at the AGM;
- 2) Provide at least annually financial forecasts and position statements to members, which reasonably demonstrate the viability of any planned actions and a prudent approach to financial management;
- 3) Develop, promulgate and enforce policies with regard to codes of conduct and financial control; and
- 4) Maintain, through OCA or directly, suitable insurance coverage for the Club relating to public liability insurance.

4.4 - Qualifications of Directors

Each Director, at the time of their election or appointment under s. 5.3 and subsequently when in office, shall:

- (a) be a Member of the Club in good standing for at least two (2) years prior to the AGM;
- (b) be at least eighteen (18) years of age;
- (c) not be an undischarged bankrupt.

4.5 - Conflicts of Interest

Any Director who has - or believes he or she may have - any direct or indirect personal interest, gain or benefit in an actual or proposed contract, business transaction, financial arrangement or other matter with the Club shall declare their interest therein to their fellow Directors in a timely manner and no later than the next Board meeting. The Board may request any Director who has declared such interest to absent himself or herself during any discussion of or any vote upon the matter (including any discussion regarding any such request), with such request being recorded in the minutes.

4.6 - Operating Plan & Budget

The Board shall prepare and present, in the context of an overall Strategic Plan, an annual Operating Plan to the membership at the AGM indicating priorities for action and specific measurable goals for the year, along with a Budget including revenue and expense forecasts for the period. The Board shall consider and be guided by the comments of the Membership as to the appropriateness of the Operating Plan & Budget but the Board's decision as to such matters shall be final. The Board shall endeavour to execute the Operating Plan within the constraints of the Budget to the best of their ability having regard for changing circumstances. Any changes to the Operating Plan or Budget presented at the AGM shall be published within thirty (30) days of the AGM on the CCC website. Any subsequent significant modification or variation to priorities or goals of the Plan, or modification or variation which results or may result in a twenty percent (20%) change to either revenue or expense in the current Budget, shall be reviewed at a Special Meeting of the membership called for that purpose or by such other means as the Board determines as appropriate for both notifying Members and receiving feedback, including telephone, email or Internet-based conferencing.

4.7- Composition of Board

4.7.1 The Board of Directors shall comprise no less than nine (9) Directors and no more than thirteen (13), elected or appointed under s. 5.3, who shall serve in their personal capacity.

4.7.2 The Directors shall be nominated to and hold the following positions unless such positions are amended by a two-thirds (2/3) majority at a meeting of the Directors. Any such amendment shall be subject to review and approval by the members at an AGM or Special Meeting called for that purpose:

- A. President
- B. Vice-President
- C. Secretary
- D. Treasurer
- E. Director at Large
- F. Ice Director
- G. Membership & Marketing Director
- H. Mens League Director
- I. Ladies League Director
- J. Seniors League Director
- K. Junior League Director

- L. Mixed League Director
- M. Skin League Director

4.7.3 The President, the Vice-President, the Secretary and the Treasurer shall be Officers of the Club for the purposes of the Corporations Act

4.7.4 The Secretary shall serve as the Club's Privacy Officer for the purposes of PIPEDA

4.7.5 The Men's League Director, the Ladies League Director, the Seniors League Director, the Mixed League Director, Skins League Director and the Junior League Director may be elected or appointed the aforementioned positions at a meeting of their respective League Committee. Generally, League Committees will elect or appoint the Chair of their Committee to the Board.

4.8 - Duties of Directors

In addition to their responsibilities under s. 4.3, the following duties shall attach to individual Directors:

President - shall, when present, preside at all meetings of the Board and of the Membership and shall, subject to the authority of the Board, have general charge and supervision over any agents or staff employed by the Board under s. 4.10. The President shall act as spokesperson for the Club. The President shall perform all other duties incumbent on the office and such other duties as the Board may assign.

Vice President - shall assist the President in any capacities assigned when required. The Vice-President shall also, in the event of absence, assume the role and position of the President

Secretary - shall record or arrange to have recorded the minutes of all Board, Committee or general or Special Meetings. The Secretary shall have general charge over all minute books, official records, correspondence and documents of the Club and ensure their accuracy and safe-keeping. The Secretary shall give all notices required to be sent to Directors and Members and be responsible for the timely filing of all documents required by the Corporations Act and regulatory agencies. The Secretary shall perform all other duties incumbent on the office and such other duties as the Board may assign. The Secretary shall also be the designate representative for the OCA or as the Board may alternatively assign.

Treasurer - shall have the care and custody of all funds and securities of the Club and ensure their deposit in the name of the Club in such chartered bank or trust company as the Board may designate. The Treasurer shall be responsible for all financial record-keeping, whether or not delegated, and shall ensure the performance of the same in a timely manner, as well as adherence to such financial control policies as the Board shall have approved. The Treasurer shall be responsible for the preparation of all required financial statements and reports and perform all other duties incumbent on the office and such other duties as the Board may assign.

Ice Director - shall act to provide leadership to and a focal point for all matters relating to the Club's playing and physical environment and the maintenance and improvement of the same and perform such other duties as the Board may assign. The Ice Director shall also be the liaison between the Board and the Ice Technician where applicable.

Membership & Marketing Director - shall have responsibility for maintaining the integrity and currency of the register of Members, for the development and execution of membership retention

and growth plans as approved by the Board, from time to time, and for providing such reports and analyses relating to potential and actual Members as may be requested by individual Directors or the Board. The Membership & Marketing Director, shall have responsibility for responding to and processing membership applications and queries and perform such other duties as the Board may assign.

Men's League Director - shall be the representative liaison between the Board and the Men's League Committee and hold powers the same as a Director of the Board.

Ladies League Director - shall be the representative liaison between the Board and the Ladies League Committee and hold powers the same as a Director of the Board.

Seniors League Director - shall be the representative liaison between the Board and the Seniors League Committee and hold powers the same as a Director of the Board.

Junior League Director - shall be the representative liaison between the Board and the Junior League Committee and hold powers the same as a Director of the Board.

Mixed League Director - shall be the representative liaison between the Board and the Mixed League Committee and hold powers the same as a Director of the Board.

Skins League Director - shall be the representative liaison between the Board and the Skins League Committee and hold powers the same as a Director of the Board.

4. 9 - Remuneration

The Directors shall serve without remuneration except that reasonable expenses incurred in the performance of their duties may be paid out of the Club's funds, subject to the financial control policies of the Club.

4.10 - Agents & Employees

The Board may appoint such agents and engage such employees as it shall deem necessary from time to time and such persons shall have such authority and shall perform such duties as shall be prescribed by the Board at the time of such appointment or engagement and amended from time to time.

4.11 - Curling Leagues

4.11.1 The Board shall establish and maintain such Curling League as it deems appropriate for purposes of organizing play and shall likewise set out the criteria for eligibility. In general, there shall be the Men's League; Ladies League; Seniors League; Mixed League and Junior League. For each League a Committee shall govern.

4.11.2 The control, co-ordination and operation of all draws, competitions, play downs and other functions of the League, collectively, shall be governed by their League Committee. These Committees will have the power to make recommendations to the Board regarding the regular operations of all Curling Leagues.

4.11.3 The organizational structure to administer and manage each individual Curling League's playing, social and financial activities will be implemented or approved by the Board and those activities will, at all times, be subject to established CCC policy.

4.11.4 Those Curling Leagues open to Members, as defined in s. 4.11.1, shall each year elect from among their number a representative to sit on the Board in their respective capacity as defined in s. 4.8.

4.12 - Other committees

The Board may from time to time appoint such other committees as it deems necessary or appropriate for such purposes and of such intended duration and with such powers as the Board shall see fit, which purposes, duration and powers shall be duly minuted. Any such committee may formulate its own rules of procedure, subject to such regulation or directions as the Board may from time to time make. Members of Committees do not have to be members of the Club.

The Board may at any time dissolve a committee or terminate any appointment thereto.

Article #5- Election and Appointment of Directors

5.1 - Nomination

5.1.1 Nomination of candidates for a specific position on the Board may be made by any member to the Nominating Committee in advance of the AGM or Special Meeting called to elect Directors under s. 5.3.

5.1.2 The Nomination Committee shall be selected at least 30 days prior to the AGM by the Board.

5.1.3 Nominations for candidates attending the AGM meeting or Special Meeting may be nominated at that time.

5.1.4 Any candidate for the position of President must have served a full term as a Director prior to being nominated for the position.

5.1.5 For a nomination to be accepted:

- (i) the nomination must be seconded by another Member in good standing;
- (ii) the candidate must be qualified under section 4.4;
- (iii) the candidate must indicate his or her willingness to stand;

5.2 - Election

5.2.1 In the event that more than one nomination is received for a specific position, the Director shall be elected from those candidates nominated in accordance with section 5.1 by majority vote conducted by secret ballot at an AGM or Special Meeting called for that purpose under section 5.3.

5.3 - Vacancies

5.3.1 The Directors shall fill vacancies on the Board, however caused, by appointment, subject to section 5.1 .2, 5.1.3 and 5.1.4, of Members qualified under section 4.4, provided that a quorum of the Board remains in office. In the event there is not a quorum, the remaining members of the Board, or failing them, any member of the Club shall forthwith call a Special Meeting of the membership of the Club for the purpose of electing Directors.

5.3.2 Any Director elected or appointed under section 5.3 shall serve for the balance of the term of the previous incumbent of that position.

5.4 - Resignation and Removal of Directors

5.4.1 A Director may resign at any time by notice to the Secretary or President

5.4.2 A Director shall be deemed to have resigned if he or she no longer continues to meet the qualification requirements as set out in section 4.4.

5.4.3 A Director may be removed at any time by a resolution passed by a two-thirds (2/3) majority of the voting Members present at a Special Meeting called for that purpose or at an AGM.

5.4.4 A Director may be removed by a majority decision of the Board in the event that the Director is absent from three consecutive Board meetings or is absent from fifty percent (50%) of Board meetings in any twelve (12) month period, without providing an explanation satisfactory to the Board.

5.5 - Term of Office

All Directors shall be elected to hold office until the AGM following their election.

Article #6 - Meetings of Directors

6.1 - Frequency

The Directors shall meet monthly or at such frequency as they, by resolution, deem appropriate but not less than four (4) times per year. The President shall have responsibility for calling such meetings. Regardless of whether such regular meetings of the Board have been scheduled or called, the President or any two (2) members of the Board may call a meeting of the Board at any time, subject to section 6.3.

6.2 - Form of Meeting

The Directors may meet at such time and place as they determine. They may conduct a meeting of the Board by way of telephone, email or internet-based conferencing, provided they meet at least

four (4) times in person, per year.

6.3 - Notice of Meetings

6.3.1 Notice of every meeting shall be sent to each Director not less than five (5) days before the time when the meeting is to be held by e-mail, telephone or in person. No notice of a meeting shall be necessary if all the Directors are present or if those absent have waived notice of or have otherwise signified their consent to the holding of such meeting.

6.3.2 No notice is required for a meeting of the Board immediately following an AGM.

6.3.3 If the Board, by resolution, appoints a day or days in any month or months for regular meetings of the Board at a specified place or in a specified manner, at a specified time, then a copy of that resolution shall be sent to each Director forthwith after being passed and no other notice shall be required for any such regular meetings, except where the Corporations Act requires the purpose thereof or the business to be transacted thereat to be specified.

6.4 - Entitlement to Attend

Members other than Directors shall only be entitled to attend a Board meeting when invited to do so by the Board or when they have requested and received permission to do so by the Board in order to address specific issues and then only for that time that the issues are being discussed.

6.5 - Chairing of Meetings

In the event that the President and Vice-President are absent, the Directors may elect a chairperson from among those present to chair the meeting.

6.6- Quorum

A simple majority of the Directors shall form a quorum.

6.7- Voting

6.7.1 All matters shall be decided by a simple majority. In the event of a tied vote, the president can break the tie.

6.7.2 Voting shall be conducted by secret ballot only if so requested by a Director.

6.8 - Minutes

Minutes shall be taken of all meetings of the Board and shall be circulated to each Director subsequently. The minutes shall be approved, with or without amendment, by those present at the meeting and shall constitute the record of the Club's proceedings and shall be admissible in evidence as prima facie proof of the proceedings.

6. 9 - Errors in Notices

No error in or failure to receive notice of any meeting of the Directors shall, of itself, invalidate or make void any proceedings at such meeting.

6.1 0 - Limitations of Liability

No Director of the Club shall be liable for the acts, receipts, neglects or defaults of any other Director or employee or for any loss, damage or expense happening to the Club through the insufficiency or deficiency of title to any property acquired by order of the Board for or on behalf of the Club, or for the insufficiency or deficiency of any security in or upon which any of the monies of the Club shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or corporation with whom any of the monies, securities or effects of the Club shall be lodged or deposited, or for any loss occasioned by any error of judgement or oversight on his or her part, or for any loss, conversion, misapplication or misappropriation of or any damage resulting from any dealings with any monies, securities or other assets belonging to the Club, or for any loss, damage or misfortune whatever which may happen in the execution of the duties of his or her respective office or trust, or in relation thereto unless the same shall happen by or through his or her own dishonesty or wilful neglect or default.

6.11 - Indemnity of Directors

Each and every Director of the Club shall be deemed to have assumed office on the express understanding, agreement and condition that, except as hereinafter provided, he or she and his or her heirs, executors, administrators and other legal personal representatives shall be indemnified and saved harmless by the Club from and against:

- a) any liability and all costs, charges and expenses whatsoever sustained or incurred in respect of any action, suit or proceeding that is proposed, brought, commenced or prosecuted against him or her for or in respect of anything done or permitted by him or her in respect of the execution of the duties of his or her office; and
- b) all other costs, charges and expenses sustained or incurred in respect of the affairs of the Club, except such liability, costs, charges or expenses as are occasioned by the Director's dishonesty, wilful neglect or default

6.12 - Insurance

The Club may purchase or acquire liability insurance for the benefit of any Director, except insurance against a liability cost, charge or expense of the Director incurred by or arising out of the Director's dishonesty, wilful neglect or default

6.13 - Irregularities in Procedure

No act or proceeding of any Director or of the Board shall be invalid or ineffective by reason only of the subsequent ascertainment of any irregularity in regard to such act or proceeding or the

qualification of any Director.

6.14 - Reliance on Others

The Board and any Director may rely upon the accuracy of any statement or report prepared by the Club's Auditors and any other report prepared by a qualified person and shall not be responsible or held liable for any loss or damage resulting from acting upon any such statement or report

Article #7 - Meetings of Members

7.1 - Annual General Meeting

The Annual General Meeting of the Club shall be held at such date, time and place in Cookstown as the Board shall determine but no later than sixty (60) days after the end of the Financial Year.

7.2 - Special or Other General Meetings

The Club shall call a Special Meeting of Members at the request of the Board or at the written request of twenty-five (25) Members entitled to vote at a general meeting of the Club at such date, time and place in Cookstown as the Board shall determine but no later than twenty-one (21) days after such request is made. Special Meetings shall deal with one item of business only.

7.3- Notice

Notice of the date, time and place of any such Annual or Special Meeting of Members shall be sent in accordance with section 8.4 to each Member of the Club not less than fifteen (15) days in advance of the meeting. The notice may include a call for nominations or motions to be considered and voted on at the meeting and include items of business to be conducted and sufficient information.

7.4 - Errors in Notice

Accidental omission to send notice to - or the non-receipt of the notice of a meeting by - any voting Member or any error in the notice not affecting the substance thereof shall not invalidate the proceedings at any meeting.

7.5 - Business of the Meeting

7.5.1 The business of the AGM shall include reports from the Board, the presentation of a current financial statement and report of the Auditor, review of the Strategic Plan and results of the current year's Operating Plan, presentation of the proposed annual Operating Plan and Budget for the subsequent year, presentation and approval of the fee schedule for the upcoming Membership Year, election of Directors and appointment of Auditors.

7.5.2 The business of a Special Meeting shall be limited to the single item of business for which it was called.

7.6 - Entitlement to Attend

Any Member shall have the right to attend and to be heard at general and Special meetings of the Club. Non-members may attend all or parts of such meetings at the discretion of the Chair.

7.7- Chairing of Meetings

In the event that the President and Vice-President are absent, the Members may elect a chairperson from among those present to chair the meeting.

7.8- Quorum

A quorum for the transaction of business at any general or Special Meeting of the Club shall consist of fifteen (15) Members entitled to vote at such a meeting and present in person.

7.9- Voting

7.9.1 All matters shall be decided by a simple majority of votes cast unless otherwise required by these By-laws or the Corporations Act

7.9.2 All financial matters and any change or repeal of these By-laws shall be decided by a two-thirds (2/3) majority of votes cast

7.9.3 In the case of tied vote the motion shall fail, except in the case of the election of a Director.

7.9.4 The election of Directors shall be conducted by secret ballot, as shall any matter when requested by Members representing twenty percent (20%) of the votes represented at the meeting. The Chair may appoint scrutineers from among those present

7.10- Minutes

Minutes shall be taken of all meetings of the Membership and shall be subsequently approved, with or without amendment, by those present at the meeting and shall constitute the record of the Club's proceedings and shall be admissible in evidence as prima facie proof of the proceedings.

Article #8- Administrative and Financial Matters

8.1 - Head Office

The Head Office of the Club shall be at such place in Cookstown as the Board may determine from

time to time.

8.2 - Records

8.2.1 The Club shall keep and maintain at the Head Office or such other place as the Board may by resolution decide from time to time:

- a) a register of Members and information about them in such form and in such detail as the Board shall determine from time to time is required for the purposes of administering the affairs of the Club effectively;
- b) a copy of the documents pertaining to the creation of the Club and all By-laws;
- c) a register with the names and addresses of all Directors of the Club and the dates on which each became and ceased to be a Director;
- d) minutes of all meetings of Members and the Board; and
- e) proper detailed accounting records with respect to all financial and other transactions of the Club.

8.2.2 Access to such records, with the exception of Member information other than names and addresses, shall be available to Members, their agents or legal representatives upon request to an Officer of the Club, provided reasonable notice is given.

8.2.3 All Members of the Club shall be deemed to have consented to the collection and use of such information, under section 8.2.1 (a) for the stated purposes, upon their membership.

8.3 - Signing Officers

The signing authority of the Club shall be vested in the Officers of the Club and such other persons as the Board, by resolution, may authorize in specific instances. The signatures of any two (2) of these Officers or persons shall be required on any financial instrument of the Club.

8.4 - Giving of Notice

Where notice is required to be given to Members under these By-laws or the Corporations Act, such notice shall be sufficiently given if sent to the e-mail address of the Member or, in the absence of such, by ordinary mail to the postal address of the Member last recorded by the Club.

8.5 - Banking

The banking business of the Club shall be transacted with such chartered bank, trust company or Credit Union, as the Board shall in its sole discretion from time to time determine. All such banking business shall be transacted in the name of the Club by the Treasurer or such one or other persons as the Board may designate by resolution.

8.6 - Borrowing

For the purpose of carrying out its objectives, the Club may borrow or raise or secure the payment of money in such manner as the Board determine, and, in particular, by the issue of debentures but this power shall be exercised only under the authority of the Club and in no case shall debentures be issued without a prior resolution authorizing the same being approved by the Membership, subject to section 7.1 1.2.

8.7- Grants, Donations and Gifts

The Board may accept grants, donations and gifts in the name of the Club. Proper acknowledgement and recording of these grants, donations and gifts shall be the responsibility of the Treasurer. Grants, donations and gifts to the Club shall not be divided amongst the Club's Members.

8.8 - Financial Year

Unless otherwise determined by the Board, the financial year of the Club shall end on April 30th each year.

8. 9 - Appointment of Auditors

8.9.1 The Members shall at each AGM appoint one or more Auditors to audit the accounts of the Club for report to the Members, which Auditor shall hold office until the next AGM or until a successor is appointed.

8.9.2 The Board may fill any casual vacancy in the office of Auditor but, while such vacancy continues, the surviving or continuing Auditor, if any, may act

8.9.3 No person shall be appointed as Auditor who is a Director, Officer or employee of the Club or who is a partner, employer or employee of any Director, Officer or employee of the Club.

8.10 - Audit Requirements

8.10.1 The Auditor shall make such examinations as are necessary for the purpose and make a report to the Members of the Club at the AGM on the financial statement to be laid before the Club at that time. The Auditor shall state in such report whether, in the Auditor's opinion, the financial statement presents fairly the financial position of the Club and the results of its operations for the period under review, in accordance with generally accepted accounting principles applied on a consistent basis with that of the preceding period. Alternatively, the Auditor shall make such statements as necessary if the Club's financial statement is not in agreement with the accounting records or is not in accordance with generally accepted accounting principles or the Auditor has not been provided with all information and explanations that the Auditor has requested.

8.10.2 The Auditor shall have the right of access at all times to all records, documents, books, accounts and vouchers of the Club and shall be entitled to require from the Directors and Officers of the Club such information and explanation as in the Auditor's opinion are necessary to enable

the Auditor to prepare the report to the Members. The Auditor is entitled to attend any meeting of Members of the Club and to receive all notices and other communications relating to any such meeting that a Member is entitled to receive and to be heard at any such meeting that the Auditor attends on any part of the business of the meeting that concerns the Auditor.

8.11 - Parliamentary Authority

Any matter of order or procedure respecting meetings of the Club for which express provision has not been made in the By-laws or for which only partial provision has been made, shall be determined, whenever possible, in accordance with the latest edition of Roberts Rules of Order.

8.12 - Amendments and Changes to By-laws

The By-laws may be amended or changed by resolutions, at an Annual General Meeting or Special Meeting called for that purpose, that are supported by a twothirds (2/3) majority of the votes cast, provided that "notice of motion" of such amendment or change has been properly sent.

Initially adopted at a Special Meeting of Shareholders and Members of the Cookstown Curling Club Limited, dated the 30th day of October, 2007.

Adopted as amended at the Annual General Meeting of the Cookstown Curling Club, dated this 30th day of May, 2018.



President