

Kenora Swimming Sharks
2016-17

Constitution

ARTICLE I - NAME

1. The name of this Club shall be the Kenora Swimming Sharks and shall have the call letters KSS.

2. KSS was incorporated on January 22, 1987 and is officially named Kenora Swimming Club under Ontario Corporation Number 693828.

3. The Head Office shall be in the City of Kenora, Ontario at such place as determined by the directors.

ARTICLE II – PURPOSE

The purpose of the KSS is:

1. to promote, foster, teach and perpetuate the art and sport of competitive swimming;

2. to encourage training for competition, self development, leadership and sportsmanship;

3. to promote swimming as a means of healthful exercise for the community for the purpose of improving the physical fitness of the general population;

4. to liaise with Swim Ontario, Swimming/Natation Canada, and Regional Clubs in the promotion and development of our programs;

5. to ensure professionalism among our staff by monitoring and enforcing compliance with the KSS ***Code of Ethics and Conduct for Employees***, as outlined in **Addendum B** to the By-laws.

ARTICLE III – MEMBERSHIP

The KSS shall have such classes of membership as designated in the By-laws. The designation, qualification dues, obligations and rights of each member shall be set forth in policies set by the Officers and Directors from time to time.

ARTICLE IV – THE EXECUTIVE (OFFICERS AND DIRECTORS)

1. The Executive of KSS shall consist of not less than two (2) officers and three

(3) directors. Generally, 10-15 Positions are deemed necessary to run the business of the club.

2. The Executive shall be elected by the membership, as set forth in the By-laws.

3. The Executive positions to be filled shall be determined within the executive and shall stand for a term so described by the By-laws.

ARTICLE V – FINANCIAL YEAR

Unless otherwise ordered by the directors, the fiscal year of the Club shall terminate on the 31st of August in each year.

ARTICLE VI – AMENDMENTS

Any proposed amendment to the Constitution shall be submitted in writing to all members of the KSS entitled to vote thereon not less than seven (7) days before the Annual General Meeting (AGM) at which time such vote, in compliance with the ByLaws, will be taken.

KENORA SWIMMING SHARKS

BY-LAWS

ARTICLE I – MEMBERSHIP AND FEES

1. Classes of membership and qualifications are:
 - a) **Active:** amateur swimmers as defined by Swimming/Natation Canada
 - b) **Parents or Guardians:** parents or guardians of active members
 - c) **Associate:** Those persons who show an interest in the sport and wish to contribute to the club.
2. Fees shall be established annually by the Executive.

ARTICLE II – CLUB EXECUTIVE

1. The Kenora Swimming Sharks must have a minimum of two (2) officers and three (3) directors.
2. The Executive of KSS shall consist of not less than the required six (6) positions: President, V.P., Secretary, Treasurer, Registrar, Fundraising Coordinator
3. The senior officers of KSS are as follows: President, Treasurer and Secretary.
4. Duties of KSS Officers and Directors, currently in place, are outlined in Addendum A to the By-laws.
5. The Executive must all be members of KSS. Only members shall have the right to vote on any KSS matter.
6. The Executive will be elected by the membership at the AGM and shall serve a term of two (2) years. The Executive shall make efforts to elect Executive Officers and Directors on a staggered term in order to avoid having a new inexperienced Executive elected within the same year.

ARTICLE III – ELECTION OF EXECUTIVE (OFFICERS AND DIRECTORS)

Executive members shall include the persons holding the Executive Officer positions outlined in Appendix A. Board Members shall include the Director positions outlined in Appendix A .

1. The nominating committee shall be appointed by the Executive and shall consist of three (3) members, who shall be eighteen (18) years of age or over.
2. The nominating committee shall present a slate of nominees to fill vacant Executive and Board positions, and positions that are expected to be vacant at the annual meeting of the Club.
3. Additional nominations shall be accepted from the floor at the AGM provided that:
 - a. the person nominated shall be present and shall agree to accept or, if the person is unable to attend, has signified his/her willingness to accept the nomination, to the nominating committee.
 - b. such nominations must be duly moved and seconded by a member present at the annual meeting.
4. In the event of more than one nominee for a particular position, a ballot shall be cast.
5. If an office becomes vacant prior to the Annual General Meeting, the Executive may fill such vacancy by appointing a qualified person for the office and duly notifying the membership

ARTICLE IV- MEETINGS

A. EXECUTIVE MEETINGS

The Executive shall meet as often as is necessary for the effective operation of the activities of the Club, but not less than once a year.

1. A quorum for the transaction of business shall consist of two-thirds (2/3) of executive members present.
2. The Executive shall make efforts to have regular monthly meetings during the swim season; such meetings should occur on a predetermined date and regular schedule such as every first Tuesday of each month.
3. No formal notice of meetings shall be necessary if: all executive are present, if the executive members who are absent have signified their consent to the meeting being held in their absence, or if the Executive, by resolution has a set time, day and place for the monthly meetings.
4. Special Executive meetings may be formally called by the President or Vice President or by the Secretary on direction, in writing, of two members of the Executive. Notice of such meetings shall be delivered, telephoned or emailed to each Executive member, not less than twenty four hours before the meeting is to take place, or shall be mailed to each Executive member not less than fourteen (14) days prior to the meeting taking place.
5. **Voting:** Questions arising at any meeting of the Executive shall be decided by a majority of votes of any Executive or Board member present, only after an attempt to reach decisions by consensus have been made.
6. Executive meetings shall be open to Board Members.

B. BOARD MEETINGS

1. The Board shall make efforts to have regular bi-monthly meetings during the swim season; such meetings should occur on a predetermined date and regular schedule such as every first Tuesday of every second month and shall coincide with every second regularly scheduled Executive Meeting.

C. ANNUAL OR GENERAL MEETINGS OF MEMBERS

1. The AGM shall be held in September of every year, with the option of another prior to May 30th in that same year.

2. At each meeting, the report of the executive and the current financial statements shall be presented. The financial statements shall be unaudited.

3. **Voting:**

- a. A quorum for the transaction of business at a meeting of the general membership shall be ten percent (10%) of the eligible votes of members and/or parents or guardians, present.
- b. Each active member over the age of eighteen (18) years shall have one vote.
- c. Each parent/guardian member of an active member under the age of eighteen (18) years shall have a vote and must be present to vote (no proxies).
- d. To be eligible to vote, all fees, annual dues, previous fund raising obligations and SNC fees, must be paid. Members, who are in arrears as of the date of the Annual Meeting, are ineligible to vote, unless exempted for medical reasons.

4. The KSS Executive shall call emergency meetings and special AGM's as required and where feasible. Notice of Special AGM's must be sent ten (10) days prior to being called to order.

D. RULES OF ORDER FOR MEETINGS OF KSS

1. **Formal motion** shall mean a motion to receive, consider or adopt reports or minutes.
2. **Substantive motion** shall mean a main motion. These must be submitted to each member of the executive 3 days prior to the meeting date with substantiating information.
3. A motion must be moved by a member and seconded by another member. This motion is read to the assembly by the Chairperson and then entered into the Minutes. When read by the Chair, the motion comes before the meeting as a question and may be debated, amended, superseded, carried or defeated. **All but** formal motions should be in writing.

ARTICLE V – INDEMNITIES TO DIRECTORS AND OFFICERS

Every director or officer of the Club who has undertaken any liability on behalf of the Club shall be indemnified and saved harmless out of the funds of the Club from:

1. all costs, charges and expenses (including legal and disbursements) whatsoever which he/she sustains or incurs in respect of any action, suit or proceedings that anything done or permitted by him/her in respect of the execution of the duties of his/her office; and
2. all other costs, charges and expenses that he/she sustains or incurs in respect of the affairs thereof, except such costs, charges, expenses as are occasioned by the Director's own willful neglect or default.

ARTICLE VI – AMENDMENTS

1. The By-laws of KSS may be amended by a majority vote of the members present and entitled to vote at the AGM.
2. All members of the KSS shall be notified in writing of the proposed changes to the By-laws by at least seven (7) days prior to the AGM.

ARTICLE VII – DISSOLUTION CLAUSE

Dissolution

- 1.1** A resolution to dissolve the Club shall only be proposed at a General Meeting and shall be carried by a majority of at least three-quarters of the members present and entitled to vote. A specific date for the dissolution shall be included in the resolution.
- 1.2** The dissolution shall take effect from the date specified in the resolution and the members of the Board of Directors shall be responsible for the winding-up of the assets and liabilities of the Club in the order of distribution that follows in clauses 1.3, 1.4, and 1.5 below.
- 1.3** Upon dissolution, the club shall discharge the debts and liabilities of the Club first and foremost.
- 1.4** If sufficient funds remain after the discharge of the debts and liabilities of the Club, then such funds shall be distributed in proportion to the amount each member in good standing at the time of dissolution has paid in fees to the Club

for the swim session in which the dissolution occurs. Such amounts shall be pro-rated according to the date on which the dissolution occurs.

- 1.5** In the event of the Kenora Swimming Sharks being dissolved, the property and/or funds that remains after such dissolution and the satisfaction of a debts and liabilities (as per clause 1.3), and after payment of any swim session fees to members in good standing at the time of dissolution on a pro-rated basis (as per clause 1.4), then any remaining funds and or property shall be transferred to another organization with similar purposes which is not carried on for the profit or gain of its individual members.

Addendum A

DUTIES OF OFFICERS:

A. President

1. To co-ordinate the activities of the Club.
2. To chair the Executive and general membership meetings.
3. To be a full or ex officio member of all committees.
4. To work in close liaison with the Region.
5. To interface with other Clubs, Swim Ontario and other political bodies.
6. To represent the Club at Regional, Provincial, Municipal and other meetings or functions as necessary.
7. Supervise coaches' duties and responsibilities as per contract.

B. Vice- President

1. To preside over meetings and to run affairs of the Club when the President has other commitments.
2. To perform jobs as assigned by the President.

C. Secretary

1. Handles organization's correspondence and ensures prompt distributions.
2. Keeps an organized file of minutes and correspondence.
3. Keeps a current mailing list of all Regional Clubs.
4. Assists President in compiling meeting agendas.
5. Contacts all Executive members regarding upcoming meetings.
6. Records, types and circulates minutes.

7. Has available at the meeting such records as deemed necessary (i.e. Constitution, By-laws, past minutes and pertinent correspondence).
8. Performs other duties assigned by the President or the Executive.

D. Treasurer/ Bookkeeper

1. To handle all financial transactions of the Club.
2. To work closely with the President and the Executive.
3. To prepare, co-ordinate and monitor the budget.
4. To prepare and keep financial records.
5. To present current financial statement to the Executive and members as required.
6. To work closely with the Executive in setting of dues and fees.
7. To be one of two persons required to sign all cheques.

E. Registrar

1. To be the liaison person with Swim Ontario and/or Swimming/Natation Canada.
2. To keep an up- to- date membership list.
3. To arrange yearly Club affiliation with Swim Ontario and Swimming/Natation Canada.
4. To arrange for the collection and deposit of dues and fees.
5. To settle all accounts.
6. To keep accurate records of all accounts.
7. To maintain records of travel and/or fundraising accounts.
8. To submit semi-annual statements to active families and to families with outstanding accounts.

F. Fund- Raising Coordinator

1. To establish fundraising projects for the year.
2. To coordinate and appoint members for all fundraising events.
3. To assist in the preparation of an annual fundraising budget and be responsible for achieving the budget.
4. To oversee a sub-committee of volunteers to coordinate draws and other fundraising initiatives, including Swimathon

DUTIES OF DIRECTORS:

A. Meet Manager

1. To make all necessary preparations for locally hosted Swim Meets (consult Swim Ontario SNC list of duties).
2. To work with Official's Chairs(person) to arrange training and recruit officials for all locally hosted meets.
3. To complete meet report forms and return to Swim Ontario within seven (7) days of the meet.

B. Publicity Representative

1. To promote a positive image of the Club.
2. To publicize Club events and Swim Meets through the media.
3. To be responsible for the Trophy Case and Bulletin Board.
4. To maintain the Club archives.

C. Parent's Representative

1. To be the liaison between the Executive and swimmer's parents.
2. To chair a sub-committee of these parents, where such committee is requested.
3. To promote the communication between the coach and members of the Club.

D. Masters' Representative

1. To provide information to the Executive on Master Swimmers' program.
2. To be appointed by the Masters' members.

E. Past President

1. To assist the President in his/her duties.

F. Website Coordinator

1. To maintain the website for the Club.

2. To ensure that all relevant documents and events of the Club are posted to the website in a timely manner.

G. Club Officials Chair/ Club Officials Administrator (2 people to share)

1. To maintain a roster of qualified officials as per Swim Ontario's guidelines
2. To promote an expanding roster of qualified officials
3. To coordinate officials at local meets.
4. To work with meet manager to organize officials' training sessions.

H. Corporate Sponsorship Coordinator

1. To develop relationships with corporate sponsors for the Club.
2. To organize banner advertising with sponsors.
3. To organize sponsorship for swim meets as required.