

The Henry Farm Community Tennis Club

BYLAWS

1. Article 1 – Bylaws

- 1.1. The purpose of these Bylaws is to provide guidelines for the operation and conduct of the Henry Farm Community Tennis Club.
- 1.2. These Bylaws replace all past Bylaws.
- 1.3. An electronic copy of these Bylaws shall be made permanently available on the Club's website for consultation by the Club members and the public.

2. Article 2 – Definitions

- 2.1. **AGM:** the Annual General Meeting of the Henry Farm Community Tennis Club
- 2.2. **Amendments:** changes to these Bylaws
- 2.3. **Executive Board:** the Henry Farm Community Tennis Club board of Officers and Directors
- 2.4. **Club:** the Henry Farm Community Tennis Club
- 2.5. **Director:** member of the Executive Board that is nominated and elected by the other members.
- 2.6. **Member:** individual that has registered as a Member of the Club and has paid his membership fee
- 2.7. **Member in Good Standing:** a Member that does not owe any monies to the Club, is supportive of the Club's objectives and is not the subject of a disciplinary investigation or sanction by the Club or by any Association of which the Club is a member.
- 2.8. **Officer:** member of the Executive Board that is elected by the membership

3. Article 3 – Name

- 3.1. The organization shall be known as the "Henry Farm Community Tennis Club", but may be shortened to the "Henry Farm Tennis Club" and acronymed as "HFTC" for logos and advertising purposes; hereinafter it is referred to as the "Club".
- 3.2. The location of the Club is at 15 Havenbrook Blvd. in the City of Toronto.

4. Article 4 – Purpose and objectives

The purpose and objectives of the Club are:

- 4.1. To encourage and promote the game of tennis at all ages and all proficiency levels regardless of ability.
- 4.2. To respect and observe the regulations of the City of Toronto Parks and Recreation Department ("City") Tennis Community Club Operating Regulations.
- 4.3. To develop Rules and Regulations for the Club which support the enjoyment of the game of tennis by all members.
- 4.4. To maintain contact and co-ordinate with other tennis organizations as required for the enhancement of the Club's objectives
- 4.5. To maintain the Club facilities (courts and clubhouse) in a physical state acceptable for the enjoyment of the game; this includes maintaining a reserve fund to cover future large expenses not covered by the City's capital program.

5. Article 5 – Affiliations

- 5.1. The Club shall be a member of the North York Tennis Association (NYTA).

5.2. The Club shall be affiliated to the Ontario Tennis Association (OTA) and Tennis Canada through the NYTA.

6. Article 6 - Membership

6.1. The Club membership will be open to all, regardless of race, color or creed.

6.2. The Club Members must abide by these Bylaws and the Rules and Regulations of the Club.

6.3. The membership period shall be from the official opening of the Club (last week of April) to the official closing of the Club (mid-October). Opening and closing dates shall be posted on the Club website.

6.4. There are currently three categories of membership:

6.4.1. Junior – ages 4 to 17

6.4.2. Adult - 18 years and over

6.4.3. Family membership – includes 2 adults and up to 3 juniors

6.5. At its discretion, the Club's Executive Board may offer additional membership types.

6.6. Memberships are not transferable.

6.7. A Member is a "Member in Good Standing" if:

6.7.1. has paid his/her membership fee and any other monies due to the Club, and

6.7.2. is not the subject of a disciplinary investigation or sanction by the Club or any Association of which the Club is a member.

6.8. Personal membership data (postal address, email address, phone number, etc.) shall be used for Club business only. Reasonable care should be taken by the Club to keep this information confidential.

7. Article 7 – Disciplinary action

7.1. Any allegations of improper conduct and behavior by Club Members shall be investigated by the Executive Board.

7.2. Membership may be suspended, cancelled or not renewed, with or without compensation, by a majority decision of the Executive Board for conduct considered prejudicial or harmful to the Club and/or its Members.

7.3. The Member in question shall be so advised by email at the address indicated in his/her registration form; absent an email address, such decision shall be sent by registered mail to the Member's residence. Where the Member is a Junior Member, such decision shall be sent to his/her parents or guardians.

8. Article 8 – Fiscal year

8.1. The fiscal year of the Club shall begin on January 1 and end on December 31.

9. Article 9 – Fees

9.1. The fees shall be set annually and approved for the current year at the first Executive Board meeting of the year. The fees shall be in accordance with those guidelines laid down by the City of Toronto, and not exceed any maximum set by the City

9.2. Prior to the Club opening date, membership fees may be discounted if registration and payment is made on-line.

9.3. For registrations after August 1, Club membership fees may be reduced to 50% of the full season fees.

9.4. Guests accompanied by a Club Member will pay \$5.00 per person per day. Members are responsible for the good conduct of their guests.

9.5. Unaccompanied guests will pay \$10.00 per day.

9.6. Any refund of fees upon cancellation of membership or for any other reason is at the discretion of the Executive Board.

10. Article 10 – Rules and Regulations

10.1. The Rules and Regulations of the Club governing such items as access to the premises, court booking, allocation of courts for leagues, tournaments, special events, dress code, the closing of courts for maintenance, etc. shall be as determined by the Executive Board.

10.2. The Club Rules and Regulations shall be posted on the Club website and thus be made available to all Members, and must be observed by all Members and guests.

11. Article 11 – Executive Board

11.1. The property and business of the Club shall be managed by the Executive Board.

11.2. The Executive Board of the Club will consist of the following:

11.2.1. **Officers:** The President, Vice President, Secretary, Treasurer, Membership Director; all directly elected from the membership at large at the Annual General Meeting. All officers must be Members in Good Standing of the Club for at least 3 years and be at least 18 years old.

11.2.2. **Directors** for other responsibilities such as Grounds Director, Social Director, etc., may also be appointed by the President as approved by the Club Officers, and any such Directors will also attend meetings of the Executive. All Directors must be Members in Good Standing of the Club for at least 3 years and be at least 18 years old.

11.3. The President must be a resident of the Henry Farm Community.

11.4. A majority of the Officers (3 out of 5) must be residents of the Henry Farm Community.

11.5. The Executive Board may also appoint other Directors/Members-at-Large to cover other responsibilities.

11.6. The President, in special circumstances, may allow exceptions to the above rules and may allow cumulation of responsibilities.

11.7. The “Henry Farm Community” is the geographic area served by the Club; it is delimited by (clockwise): Leslie St., Nymark Ave., Shaughnessy Blvd., Sheppard Ave., Hwy. 404 and Hwy. 401

11.8. No member of the Executive Board shall be compensated for the provision of services associated with their duties and no Executive Board member shall be permitted to hold any salaried position with the Club during his/her term of office.

11.9. The office of an Officer or Director shall be automatically vacated in the following circumstances:

11.9.1. The Director or Officer has resigned his office, or

11.9.2. A resolution is passed at a general meeting of Members removing the Officer or Director from office, or

11.9.3. The Officer or Director is found by a court to be of unsound mind

11.10. If a vacancy occurs for any reason contained in the previous paragraph, the Executive Board, by majority vote, shall appoint a Member of the Club to complete the term of the previous Officer or Director.

11.11. There is no time limit to the term of Officers and Directors.

12. Article 12 - Powers of the Executive Board

12.1. The Executive Board shall endeavor to carry out its duties in a manner consistent with the purpose of the organization and in keeping with the best interest of the Club.

- 12.2. The Executive Board shall administer the affairs of the Club in all things, and by majority vote, shall authorize expenditures, investments of Club funds, borrow money upon the credit of the Club or enter into lawful contracts with suppliers, contractors and individuals.
- 12.3. Payments made for goods or services purchased by the Club shall be authorized and signed by two Executive Board members, one of them being the President, or in his absence the Vice-President.
- 12.4. The Executive Board shall develop, implement and monitor a long-term capital expenditure plan to ensure the maintenance and improvement of the Club facilities and the inclusion of new projects to respond to membership needs.

13. Article 13 - Duties of the Officers

13.1. President

- 13.1.1. Call meetings.
- 13.1.2. Preside at all meetings, and enforce the observation of all Bylaws, Rules and Regulations of the Club.
- 13.1.3. Close the meetings.
- 13.1.4. Read and approve the Minutes of the meetings and distribute to other members of the Executive Board once approved.
- 13.1.5. Encourage and coordinate the duties of the Executive, ensure that all Officers, Directors and committees perform their perspective duties.
- 13.1.6. Give general direction to the Club.

13.2. Vice President

- 13.2.1. Assume the duties of the President in the President's absence.
- 13.2.2. Assist all other Directors in the performance of their duties.

13.3. Secretary

- 13.3.1. Keep an accurate record of the minutes of all Club and Executive Board meetings.
- 13.3.2. Maintain records needed for the ongoing operation of the Club and make them available to the Executive Board as needed.
- 13.3.3. Possess a complete membership list, including name, address, phone number, e- mail address, and category of membership.
- 13.3.4. Provide to the Parks and Recreation Department of the City of Toronto, by the date required, all necessary information to obtain a permit.
- 13.3.5. Obtain insurance coverage.
- 13.3.6. Prepare minutes and present to the President for approval and distribution.
- 13.3.7. Notify all members in writing, or by e-mail, at least 15 days prior to any Annual General or Special Meeting.

13.4. Treasurer

- 13.4.1. Receive all income of the Club, disburse all monies as authorized by the Executive Board. All funds shall be deposited in a Bank to the credit of the Henry Farm Tennis Club, and cheques drawn thereon shall be signed by the Treasurer and one other officer of the Club, preferably the President or his/her agent.
- 13.4.2. Prepare a financial report for meetings and financial statements for the Annual General Meeting.
- 13.4.3. Upon request by the Executive Board, prepare a budget for the forthcoming year of operation for approval of the Executive Board.

13.5. Membership

- 13.5.1. Responsible to the Treasurer for the accurate records of all club memberships, including fees and activities.
- 13.5.2. Purchase tags for members.
- 13.5.3. Issue updated membership lists with all details.
- 13.5.4. Prepare membership statistics as required, including for Annual Meeting.

14. Article 14 - Duties of the Directors

14.1. Grounds Director

- 14.1.1. Ensure that all courts are in suitable condition for play and see that all equipment is kept in good condition; shall be in contact with the City of Toronto Parks and Recreation Department in respect to general maintenance of the Club facilities.
- 14.1.2. Ensure all needed supplies are stocked in the clubhouse.
- 14.1.3. Ensure that staff is hired and trained in the safe operation of equipment.

14.2. Promotion Director

- 14.2.1. Work with the Executive Board to welcome new members to the club.
- 14.2.2. Develop programs and contacts to increase membership in the club.
- 14.2.3. Work with local community associations and community centres to promote the club.
- 14.2.4. Remain in contact with parties interested in renting courts and obtain approval from the Executive.

14.3. Communication Director

- 14.3.1. Manage the Club website.
- 14.3.2. Manage social media and email for the Club.

14.4. Social Director

- 14.4.1. Plan, promote and manage the social functions of the club as requested by the Executive.

14.5. Head Pro/Junior Development Director

- 14.5.1. Make certain that fair and adequate court time is made available for junior members.
- 14.5.2. Develop and implement a progressive program of enlightened teaching for juniors at all levels with particular emphasis on having fun while learning new skills.
- 14.5.3. Work directly with the club Pro(s)/Mgr. to make certain that coaching programs and lessons are developed to promote enhanced learning of strategy, ethics, etiquette and skills of the sport of tennis.
- 14.5.4. Familiarize the Executive Board and membership with other programs for juniors.

15. Article 15 - Audit

- 15.1. A qualified Club Member in Good Standing will be appointed by the Executive Board to review the books and the financial statements prepared by the Treasurer annually and/or in accordance with the requirements of the City of Toronto.

16. Article 16 - Special Committees

- 16.1. Special committees may be appointed from time to time by the Executive Board. The duties of these will be clearly defined.

17. Article 17 – Annual General Meeting

- 17.1. The Annual General Meeting (AGM) of all Members shall be held annually towards the end of the summer tennis season at a date, time and location determined by the Executive Board.

- 17.2. The notice of the AGM shall be sent to all Members in Good Standing via email specifying the date, time and location at least 14 days prior to the AGM. The notice shall contain the proposed agenda and the minutes of the previous AGM.
- 17.3. The agenda of the AGM shall contain at least the following items:
 - 17.3.1. Approval of the previous AGM minutes
 - 17.3.2. Review of the AGM agenda
 - 17.3.3. Reports by the President, the Treasurer, the membership Officer and the Head Pro
 - 17.3.4. Election of new Executive Board Officers
 - 17.3.5. Confirmation of the composition of the new Executive Board
 - 17.3.6. Other business and an open questions and answers period.
- 17.4. Preliminary financial statements for the current year shall be prepared and presented at the AGM. These financial statements shall be finalized and audited before the end of the current calendar year.
- 17.5. A quorum for the AGM shall be 10 Members in Good Standing of the Club
- 17.6. Members allowed to vote at the AGM shall meet the following criteria:
 - 17.6.1. Be a Member in Good Standing of the Club on the date of the AGM notice, and
 - 17.6.2. Be an adult Member (above 18 years), and
 - 17.6.3. Have been Member of the Club at July 31 of the current year.
- 17.7. At the AGM, voting must be in person; no proxies are allowed.

18. Article 18 - Election of Officers

- 18.1. Members in Good Standing can express their willingness to stand for election to an Officer position with sufficient advance notice to the President prior to the AGM.
- 18.2. The election of new Officers on the Executive Board of the Club shall be held at the AGM by majority vote of the present Members allowed to vote.
- 18.3. The newly composed Executive Board shall be confirmed at the Club's AGM to direct the operations of the club following the election.
- 18.4. If the office of President becomes vacant during its term, the Vice President shall assume the role of President until the next Annual Meeting.
- 18.5. Should any other office become vacant during the season, the Executive shall appoint an adult Member in Good Standing to fill the role until the next Annual Meeting.

19. Article 19 – Special Meeting of Members

- 19.1. The Executive Board or the President have the power to call, at any time, a Special Meeting of Members.
- 19.2. At least 20 adult Members in Good Standing can petition that a Special Meeting be held. The petition shall clearly state the object of the Meeting and shall be delivered to the President.
- 19.3. The Executive Board shall examine the merits of the petition and shall decide whether or not a Special Meeting is warranted. The Executive Board's decision shall be forwarded to the petitioners.
- 19.4. If the Executive Board agrees to hold such a Special Meeting, the notice of the Special Meeting shall be sent to all Members in Good Standing via email specifying the date, time and location at least 14 days prior to the Special Meeting. The notice shall contain the purpose of the Special meeting.
- 19.5. The rules governing such a Special Meeting of members shall be the same as for an AGM; including quorum, right to vote and no proxies.

20. Article 20 – Executive Board meetings

- 20.1. The President shall call regular meetings of the Executive Board to discuss Club business and to decide on action items. It is recommended that Executive Board meetings take place once a month from February to November.
- 20.2. The President shall send out in advance an agenda of such meeting.
- 20.3. The Secretary will take notes during the meeting and will subsequently send out minutes of such a meeting.
- 20.4. A quorum for such Executive Board meetings shall be six (6) Board members, including the President (Chair).

21. Article 21 – Bylaws Amendments

- 21.1. The Executive Board can discuss and vote at any of its meetings to propose to the general membership significant Amendments to these Bylaws.
- 21.2. Significant Amendments proposed by the Executive Board to these Bylaws must be approved by a majority of Members in Good Standing present at an Annual General or a Special Meeting, providing a quorum is present.
- 21.3. Notice of Amendment must be given in writing at least 15 days prior to the Annual General or Special Meeting.

22. Article 22 – Drug and alcohol policy

- 22.1. No alcohol consumption is permitted on the Club premises, unless approved by the Club Executive and permitted by the City of Toronto and the LCBO.
- 22.2. Smoking is also not allowed on the premises of the Club.

23. Article 23 – Indemnities to Officers and Directors

- 23.1. Every Officer and Director shall be indemnified through the provisions of the Club's Commercial General Liability Insurance and Directors and Officers Insurance with respect to any matter related to the duties of his office, except those occasioned by willful neglect or default.
- 23.2. An Officer and Director will always be liable for:
 - 23.2.1. A breach of the his fiduciary duty to the Club for failing to act in the best interest of the Club
 - 23.2.2. Failing to exercise the requisite standard of care in discharging his duties on behalf of the Club
 - 23.2.3. Authorizing or participating in a civil or criminal offense, regardless of the timing of his resignation.

24. Article 24 - Dissolution

- 24.1. Voluntary dissolution of the Club shall be by the consent of a simple majority of voting Members in Good Standing at a properly constituted Annual General or Special Meeting. A Director of the North York Tennis Association (NYTA) and a staff member of the City of Toronto Parks and Recreation Department will be in attendance.
- 24.2. Involuntary dissolution shall be decided by the City of Toronto Parks and Recreation Department in consultation with the NYTA.
- 24.3. A notice on City of Toronto letterhead will be posted at the club location announcing the dissolution of the Club.
- 24.4. On dissolution, any financial assets of the Club shall be turned over to the North York Tennis Association, to be held in trust for eventual use in case the Club re-opens within two years of dissolution.