

St. George's Tennis Club

CLUB CONSTITUTION & BY-LAWS

Article I NAME

“The Club” shall mean “The Saint George’s Lawn Tennis Club” as incorporated by Chapter 193 of the 1904 Statutes of Nova Scotia.

Article II OBJECT

The object of this club shall be the promotion of the game of Tennis and of the physical improvement of its members.

Article III BADGE

The Club Badge shall be a shield with the name “St. George’s Lawn Tennis Club” in red on a white field with the cross of St. George in the center, two crossed tennis racquets superimposed and two sets of three circles on either side of the cross, representing tennis balls.

Article IV MEMBERSHIP

- a) Membership in the Club shall be available in the following classes:
- 1) “Senior” means a person who has attained the age of 20 years or over (excluding Intermediate Student), as of May 1st;
 - 2) “Couple” means two intimate partners living in the same household;
 - 2) “Parent/Child” means one Senior member and said member’s child who is a Junior, Intermediate or Intermediate Student;
 - 4) “Family” means the intimate partner of a member and said member’s children who are 16 years of age or under, as of May 1st;
 - 5) “Life” membership means that non-transferable ongoing full membership privileges have been approved by the Board of Directors to a person or persons or residents of a designated property based on a one time fee payment as set by the Board of Directors;
 - 6) “Intermediate” means a person who has attained 17 years and has not attained the age of 20 years, as of May 1st;

- 7)“Intermediate Student” means a person who has attained 20 years and has not attained the age of 25 years as of May 1st and is enrolled in full-time post secondary education;
- 8)“Junior” means a person who has attained the age of 5 but is under the age of 17 years, as of May 1st.
- 9) “Social” member means a person who does not wish to play tennis but joins for social purposes and may participate in non-tennis activities. A social member will not have the right to vote at a general meeting.
- 10)“Honourary” member means a person who because of long and significant service to the club has been recognized by the Board of Directors and has been granted non-transferable full membership privileges without payment of annual fees for a period of time as determined by the Board of Directors.

Every member of the Club shall be entitled to attend any meeting of the Club, but only Senior members are entitled to vote at any meeting of the Club, and to hold any office.

Article V APPLICATION

- a) Application for membership shall be in writing and in such form as the Board shall prescribe, and shall be signed by the applicant who shall give therein his or her place of residence. Application for membership shall in all cases be accompanied by the fees applicable to the class of membership.
- b) Upon the application of any person as a member and upon payment of the required fees as and when due, but not before, such person shall be entitled to the privileges of the Club.
- c) The Board of Directors reserves the right to refuse or terminate a membership where deemed necessary and appropriate.

Article VI FEES

- a) The annual fees for each class of membership shall be set by the Board of Directors and approved at a General Meeting.
- b) All annual fees shall be payable by the first day of May each year and the annual membership shall be valid from May 1st to April 30th each year.
- c) Membership forms will be mailed out by April 1st.

- d) Members in good standing who have paid Initiation fees may rejoin at a later date, without payment of another Initiation Fee.

Article VII GUESTS AND VISITORS

- a) Members may introduce as guests to the Club their friends who are resident within a radius of thirty (30) kilometers thereof to participate in any or all of the Club's activities. No person residing as aforesaid, however, shall be introduced as a guest to participate in the Club's activities by any member or by any members more often than three (3) times in any one year, except upon such occasions as the Board of Directors may designate. Each member is entitled to 3 complimentary guest passes per year.
- b) Any member shall have the right of introducing as a visitor using guest passes, a friend resident elsewhere than within a radius of thirty (30) kilometers for a period not exceeding fourteen (14) days and thereafter for such period, and on such terms, as the Board of Directors shall prescribe. Such person shall be subject to all regulations concerning visitors which the Board of Directors or any Committee of the Club shall from time to time prescribe. Fees payable by such visitors shall be as determined by the Board of Directors from time to time, which shall entitle such visitors to the use of the Club facilities.

Article VIII MANAGEMENT

- a) The affairs of the Club shall be managed by a Board of Directors consisting of between 7 and 11 persons: the immediate Past President, the President, first Vice-President, second Vice-President, Secretary, Treasurer, and up to five (5) members-at-large, to be elected from among the members of the Club at each Annual General Meeting to hold office until the next Annual General Meeting or until their successors are appointed or elected.
- b) No person shall be eligible to be elected as a member of the Board of Directors for more than six (6) consecutive years. A temporary extension beyond the six (6) year period may be made by the Nominating Committee in exceptional circumstances where a replacement candidate is not immediately available.
- c) At all meeting of the Board of Directors, five (5) or more Directors present shall form a quorum.

- d) The Club may, at any special or annual meeting of members, by resolution remove any member of the Board of Directors before the expiry of his or her period of office and may appoint another person in his or her stead.
- e) If any vacancy or vacancies shall occur on the Board of Directors, the remaining members of the Board shall fill such vacancies for the balance of the term from among members of the Club.
- f) Regular meetings of the Board of Directors shall be called from time to time upon notice by the Secretary. Special meetings of the Board of Directors may be called by the President, the first Vice-President, or the second Vice-President, at any time, and shall be called by one of them upon written request of three members of the Board. Notice of special meetings shall be given either personally or by mail to all members of the Board of Directors at least twenty-four (24) hours previous to the holding thereof, and in such notice the time and place of holding the same, and the general nature of the business to be transacted shall be stated.
- g) Notwithstanding para. (f) hereof, a meeting of the Board of Directors may be held at any time and place without any notice of same if all the Board are present thereat, or if the absent members signify their assent in writing to such proceedings at such meeting and the resolutions passed thereat.
- h) The financial year of the Club shall end on the thirtieth day of September in each year.

Article IX MEETING OF MEMBERS

- a) The Annual Meeting of members shall be held at the clubhouse, or at such other place as the Board of Directors shall direct, not later than the last day of November in each year. Ten (10) days notice of the Annual Meeting and the place of holding shall be given by mailing notice to the members at the addresses mentioned in the register of members to be kept for that purpose. Ten (10) days notice of the Annual Meeting and the place of holding may also be given through a listing in the Club's Calendar of Events to be posted at the Club or made available to members by whatever reasonable means necessary.
- b) At the annual meeting the members shall appoint an Accountant, who shall not be a member of the Board of Directors, whose duty it shall be to review the accounts of the Club.
- c) At the annual and all other meetings of the members fifteen (15) or more members present shall form a quorum.

- d) Seven (7) days of notice of all General or Special meetings of the members, except the Annual Meeting, shall be given by mailing the same to the members at the address mentioned in the register of members to be kept for that purpose. Notice of an annual Spring General Meeting may be given through a listing in the Club's Calendar of Events to be posted at the Club or made available to members by whatever reasonable means necessary. The notices calling general or special meetings of the members shall specify the general nature of business to be transacted at such meetings.
- e) General or special meetings of the Club may be called at any time by the Board of Directors and a meeting shall be called within one month of the date on which the Secretary receives a written request from at least ten (10) percent of the voting members that such a meeting be held.

Article X COMMITTEES

- a) The following Committees of the Club may be established, as required:
 - 1) Membership Committee
 - 2) Finance Committee
 - 3) Tournament Committee
 - 4) Social Committee
 - 5) Grounds Committee
 - 6) Public Relations Committee
- b) The membership of the Committees shall consist of such members of the Club as may be appointed by the Board of Directors.
- c) The functions of the Committees shall be such as may be determined from time to time by the Board of Directors.
- d) The Board of Directors may appoint such other Committees as it may from time to time deem necessary.

Article XI ELECTIONS

- a) The Board of Directors shall appoint a Nominating Committee which shall consist of three (3) members of the Club in good standing. Not more than one of the

committee shall be a member of the Board of Directors.

- b) The Nominating Committee shall select from the members of the Club, in good standing, a sufficient number of candidates (having first obtained their consent to be nominated) which in their discretion will give the membership at large a representative number of candidates for election to the Board of Directors.
- c) The Nominating Committee shall make a report in writing to the Secretary of the Club setting out the names of such candidates and the offices for which the candidates are being nominated, not less than one (1) week before the Annual Meeting, and such report of the Nominating Committee shall be open to inspection by the members of the club from the time the report is filed until the Annual Meeting has taken place.
- d) In addition to the power of nomination hereby granted to the Nominating Committee, any two members of the Club in good standing may nominate any member in good standing for election, provided that the member so nominated must consent to the nomination.

Article XII DUTIES OF OFFICERS

- a) The President, and in his or her absence, the first Vice-President or second Vice-President, shall preside at all meetings of the Club and of the Board of Directors. In the absence of the President, the first Vice-President and second Vice-President from any meeting, the Club or the Board of Directors may elect its own presiding officer. The President with the Secretary shall sign all deeds, conveyances, leases, mortgages, or other instruments on behalf of the Club and shall exercise such power as may from time to time be prescribed by the Board of Directors. In the absence or inability of the President, the first Vice-President shall perform the duties and exercise the powers of the President. In the absence of the Secretary, any other member of the Board may exercise the powers of the Secretary.
- b) The Secretary shall ensure that a record is kept of the proceedings of the meetings of the Club and of the Board of Directors. He or she shall keep a register of members, shall be custodian of the Club's books, documents and papers. The Board of Directors may, if deemed necessary, provide for and appoint a Club Manager, prescribe the duties and fix the compensation.
- c) The Treasurer shall be responsible for all moneys of the Club, and cause an account of the same to be kept. He or she shall arrange the deposit of all the Club moneys in the name of the Club. He or she shall make a financial report to the Club at the Annual Meeting and to the Board of Directors from time to time as required.

Article XIII BANK ACCOUNTS

The Club's bank account shall be kept in such chartered bank, or banks as the Board of Directors may by resolution from time to time determine. Cheques on the Club's bank accounts, drafts drawn or accepted by the Club and promissory notes given by it may be signed, drawn or accepted, as the case may be by any two of the following: President, Vice-President, Second Vice-President, Secretary, Treasurer and such other members of the Board of Directors as the Board may by resolution name for that purpose.

Article XIV AMENDMENTS

These By-laws may be amended by a resolution duly passed at a meeting of the Club by not less than two-thirds (2/3) of the members voting at the said meeting. Notice that such a resolution is proposed must be sent to members with the notice convening the meeting.

Article XV GENERAL

- a) The Club shall not be responsible for any damage or injury or loss of property happening to any member of the Club or to any guest or visitor taken or introduced to the Club premises, whether such damage, injury or loss happened by reason of the negligence or otherwise of the Club, its officers, employees, servants or agents, or any other person, and every member of the Club shall use the Club premises at his, or her, or their sole risk.
- b) All members must notify the Membership Director of any change of address. Failure to do so shall be deemed a waiver of notice called for under these by-laws.
- c) If the Board of Directors receives a complaint about the conduct of any member or member of his family, guest or visitor, it shall investigate the same and if it determines in its discretion that there is some substance to the complaint, it shall notify the accused person in writing that such a complaint has been made and shall call upon the accused person to appear before the Board of Directors to discuss the complaint. The person against whom the complaint has been made shall be given at least ten (10) days notice of the hearing. After the hearing has been held, the Board of Directors shall consider the matter and may impose such penalty, including the expulsion of the person complained against, as it may determine, having regard to the seriousness of the matter about which the complaint was made. If proper notice has been given and the accused person does not attend the hearing, the Board of Directors may make a decision in the person's absence.
- d) The Directors are empowered to make, from time to time, such ground rules (not conflicting with any of these By-laws) as they may consider necessary for the

welfare of the Club.

- e) Non Profit Status: The objects of the Club shall be carried on without purpose of financial gain to any of the members. Any surplus or any accretions of the Club shall be used solely for the purposes of the Club and the promotion of its objects.
- f) Dissolution or winding up: If for any reason, the operations of the Saint George's Lawn Tennis Club are terminated or are wound up, or are dissolved and there remains after satisfaction of all its debts and liabilities, any property whatsoever, this shall be paid to some other non profit organization in Canada, having objects similar to those of the Club.