



NORTHERN CHILL VOLLEYBALL CLUB CONSTITUTION

The name of this organization shall be the **Northern Chill Volleyball Club**, hereinafter referred to as **Chill**. The headquarters of the Club shall be within the boundaries defined and approved by the Ontario Volleyball Association.

Article 1: DEFINITIONS

1.1 In this constitution, unless the context otherwise requires:

1.2 **Club** shall mean Northern Chill Volleyball Club.

1.3 **Active Member** shall mean a parent or legal guardian of an athlete who played on a current year team, an athlete who is the age of majority, a coach, or a member of the Board of Directors. The individuals must remain in good standing in accordance with this constitution. An active member shall have the right to vote as set out in this constitution.

1.4 **Registered Player** shall mean a person whose application for registration with the Club has been validated by the Director of Administration/Media Relations for the current playing season.

1.5 **Board** shall mean the Board of Directors of the Club.

1.6 **Current Season** shall begin September 1 of any given year and end August 31 of the following year.

1.7 **Immediate Family** shall mean a: spouse or common-law partner, child, parent or step parent, parent or step parent of a spouse or common-law partner, legal guardian, siblings.



Article 2: OBJECTIVES

2.1 The Club shall have the following objectives:

- 2.1.1 To promote, develop and administer the game of volleyball within the Ontario Volleyball Association hereinafter referred to as OVA;
- 2.1.2 To maintain membership in good standing with OVA, and adhere to the constitution, Bylaws, rules and regulations thereof;
- 2.1.3 To represent and act on behalf of its members and assist them to develop and effectively administer volleyball programs to registered players;
- 2.1.4 To operate without purpose of pecuniary gain to any of its members and any surplus of the Club shall be used solely for the Club and the promotion of its objectives.
- 2.1.5 To develop our athletes technically, tactically, emotionally and physically following the LTAD (Long Term Athlete Development model) in order to maximize their potential.

Article 3: PROFITS

3.1 The Club is to operate without purpose of gain or profit to its members, and any profits or accretions to the Club should be used in promoting its purposes. This provision is unalterable.

Article 4: MEMBERSHIP

4.1 **Classification of Active Members:**

- 4.1.1 Parents or legal guardian of a registered player under the age of 18.
- 4.1.2 Athlete that is age of majority - Registered player who is at least 18 years of age.
- 4.1.3 Coaches - Registered Coach who is at least 18 years of age
- 4.1.4 Member of Board of Directors - An individual who is at least 18 years of age and who holds a seat on the board of directors for the Club up to the date of membership renewal.

4.2 **Membership fees:**

- 4.2.1 Membership fees shall be set by the Board of Directors and dispersed as per budget.
- 4.2.2 Membership fees will be set and disclosed to the membership 2 weeks prior to the first club tryout.



4.3 Membership renewal:

- 4.3.1 Club membership shall cease the day prior to registration weekend following the defined current season.
- 4.3.2 Individual membership will only be renewed if a parent's child or children are successful in making a Chill team roster.

4.4 Active members shall be accorded the following rights:

- 4.4.1 To be governed in accordance with OVA and the Club's published rules;
- 4.4.2 To participate in OVA sanctioned competitions and tournaments;
- 4.4.3 To participate in OVA sanctioned programs such as player, coach and referee development;
- 4.4.4 To participate in Club sanctioned programs;
- 4.4.5 To attend and vote, in accordance with this constitution, at all General Meetings called by the Club;
- 4.4.6 To participate in the OVA insurance plan.

4.5 Discipline of a member:

- 4.5.1 A member may be placed on probation or a behavior bond (a period of time in which good behaviour must be observed by the Board of directors), censured, suspended or expelled from membership for cause after a full investigation takes place in accordance with the Clubs Published Discipline Guidelines.
- 4.5.2 The Board of Directors may, with cause, immediately suspend a member prior to a hearing for extraordinary circumstances.
- 4.5.3 A member that is suspended loses all rights of membership until the suspension has been completed.
- 4.5.4 Suspension timeline is in accordance with the Clubs Published Discipline Guidelines.

4.6 Members in good standing:

- 4.6.1 Definition – A member of the club will be in good standing provided that the member:
 - 4.6.1.1 Has not ceased to be a member;
 - 4.6.1.2 Has not been suspended or expelled from membership, or had other membership restrictions or sanctions imposed;
 - 4.6.1.3 Has completed and remitted all documents as required by the club;
 - 4.6.1.4 Has complied with the constitution, policies and rules of the club;



4.6.1.5 Is not subject to a disciplinary investigation or action by the club, or if subject to disciplinary action previously, has fulfilled all terms and conditions of such disciplinary action to the satisfaction of the Board of Directors;

4.6.1.6 Has paid all required membership dues.

4.7 Cease to be in Good Standing:

4.7.1 Members who cease to be in good standing, as determined by the Board of Directors, Discipline or Appeal Panels, will not be entitled to vote at meetings of Members and, where the Member is a Director, at meetings of Directors, or be entitled to the benefits and privileges of membership until such time as the Board is satisfied that the Member has met the definition of good standing as set out above.

Article 5: BOARD OF DIRECTORS

5.1 The Club shall be governed by a Board of Directors which shall consist of 5 individuals with voting rights.

5.1.1 These individuals shall hold the positions of:

5.1.1.1 President - nominated and elected by vote at the AGM;

5.1.1.2 Technical Director - appointed;

5.1.1.3 Treasurer - nominated and elected by vote at the AGM

5.1.1.4 Director of Operations - nominated and elected by vote at the AGM

5.1.1.5 Director of Administration/Media Relations - nominated and elected by vote at the AGM

5.1.2 A Director may hold more than one portfolio.

5.1.3 A Director shall be eighteen (18) years of age or older.

5.1.4 A Director shall not be an undischarged bankrupt.

5.1.5 A Director shall hold their role for a term of two years or if they decide to resign or retire within the two years.

5.1.6 The positions of President and Director of Administration/Media Relations shall be elected at the Annual General Meeting on even numbered years; and the positions of Treasurer and Director of Operations shall be elected at the Annual General Meeting on odd numbered years. Roles commence at the conclusion of the respective AGM.



5.2 Appointment of a member of the Board of Directors:

5.2.1 For the Technical Director role, the following application process applies:

5.2.1.1 If the Technical Director is the only applicant, they will begin a new term as per the constitution.

5.2.1.2 The role of the Technical Director will be for a duration of 2 years. After the 2-year term the Technical Director can reapply for the role which will also be open to additional candidates.

5.2.1.3 If the current Technical Director is reapplying for the role and additional applications are received, a panel of coaches of no less than 3 individuals will be created by the board of directors to evaluate all applications submitted. Each panelist will be awarded one vote and a successful candidate is decided by way of majority.

5.2.1.4 If the role of the technical director becomes vacant, the technical team will jointly fill the role until a replacement can be acquired.

5.3 A paid vendor of the Club or any of its subordinate bodies may not hold a position on the Board of Directors.

5.4 Director Vacancy:

5.4.1 A Director has the right to resign their position at any time through the submission of a signed letter to the club.

5.4.2 A vacancy on the Board of Directors, caused by resignation, incapacity or death, shall be filled by a majority vote of the Board of Directors so long as a quorum of (50%) remains in office.. The successor Director shall hold their incumbent's position for the remainder of the term being filled or until the next AGM, whichever comes first. If there is not a quorum of Directors, the remaining directors shall call a meeting of the members to fill the vacancies.

5.5 Removal of Director

5.5.1 No member of the Board of Directors shall be removed for arbitrary reasons but may be removed if:

5.5.1.1 The Director is unable to perform the duties expected of the position due to, but not limited to, any of the following reasons:

5.5.1.1.1 if she/he becomes incapable of performing the business of the Club;

5.5.1.1.2 if she/he is absent from two (2) or more meetings of the Board without satisfactory reason as determined by the Board of Directors;

5.5.1.1.3 if she/he is no longer domiciled in The City of Greater Sudbury;

5.5.1.1.4 if she/he becomes, or is discovered to



be, an undischarged bankrupt.



5.5.2 The Director has compromised the integrity of the Club due to, but not limited to, any of the following reasons:

5.5.2.1 if she/he has been found guilty of an offence under the Harassment Policy by the OVA;

5.5.2.2 if she/he has been found guilty of an offence involving violence under the Discipline Policy by the OVA;

5.5.2.3 if she/he has failed to properly account for monies or other property belonging to the Club;

5.5.2.4 if she/he has been convicted or accused of a criminal offence involving children or a violent criminal offence;

5.5.2.5 violates the clubs code of conduct;

5.5.2.6 if she/he has been found guilty of failing to act in accordance with the Conflict of Interest Policy by the OVA.

5.5.2.7 if she/he breaches the rules and regulations of the club;

5.5.2.8 if she/he fails in her/his obligation to act honestly, in good faith, and in the best interest of the Club and its members;

5.5.2.9 if she/he fails to exercise care, diligence, and skill that a reasonably prudent person would exercise in comparable circumstances.

5.6 Conflict of Interest and Standards of Conduct:

5.6.1 The Directors shall adhere to the OVA Conflict of Interest Policy.

5.7 Duties of Board of Directors:

5.7.1 The Board of Directors shall conduct the business of the Club during the periods between general meetings of the Club and in accordance with the authority granted to it in the Constitution and policies of the Club.

5.7.2 The Board of Directors shall be responsible for the appointment and removal of appointed positions within the Club.

5.7.3 The Board of Directors may also revoke, for good and sufficient cause, any volunteer appointment providing that it has provided that volunteer the opportunity to give cause why such revocation should not take place.

5.8 Duties of Directors:

5.8.1 Directors must adhere to the role descriptions.

5.8.2 All Board of Director members have the right to vote at Board meetings.

5.8.3 No Board member has authority to act unless directed to do so by the Board of Directors.

5.9 Nominations and Elections:

5.9.1 Positions up for election shall be elected by majority vote by ballot of the members at the Annual General Meeting. In the event only one candidate is



nominated, no vote is required, and the nominated candidate shall be declared elected unless section 5.9.2 apply.

5.9.2 All candidates must be in good standing and without reprimands with the Club and OVA to hold any position on the Board of Directors including a nominated role.

5.9.3 Nominations for members of the Board of Directors must be submitted in writing to the Board of Directors at least 14 days prior to the date of the Annual General Meeting after which date nominations shall be deemed closed.

5.9.4 If there are no previous nominations submitted, a nomination can be made by the floor and if seconded, the established quorum will move to vote by secret ballot if required.

5.9.5 A quorum shall be those present at an Annual General Meeting of the Club or a minimum of ten (10) voting Members, whichever is the greater. Any question/motion shall be decided by a majority of the votes unless otherwise required by this constitution.

5.10 Authority of President:

5.10.1 The President shall speak on behalf of the Club based on the direction of the Board of Directors. The President will have a vote as any other board member.

5.11 In the event that a role remains open, the remainder of the Board of Directors will complete the duties of the open role. If it is a voting role the vote will be a scratch. (No Director will carry more than one vote).

Article 6: MEETINGS

6.1 Annual General Meeting

6.1.1 The Club shall hold its Annual General Meeting no later than September 30th of each year. Notice of the Annual General Meeting must be given through advertisement on the club website and Social Media Sites. Notice shall appear at least 28 days before the meeting is to take place. The agenda of the Annual General Meeting shall include:

6.1.1.1 Roll Call;

6.1.1.2 Minutes of Previous Annual General Meeting;

6.1.1.3 President's Address;

6.1.1.4 Treasurer's Report;

6.1.1.5 Other Reports + Unfinished Business;

6.1.1.6 Amendments to the Constitution;

6.1.1.7 Election of Directors;

6.1.1.8 Adjournment.



6.1.2 A quorum shall be those present at an Annual General Meeting of the Club or a minimum of ten (10) voting Members, whichever is the greater. Any question/motion shall be decided by a majority of the votes unless otherwise required by this constitution.

6.1.3 Voting at Annual General Meeting:

6.1.3.1 Each active member has the option to vote at the AGM.

6.1.3.2 Parent or legal guardian members will receive one vote per registered child under the age of 18.

6.1.3.3 Any member holding a position on the board of directors receives one vote regardless of the number of board positions they hold.

6.1.3.4 Parents or legal guardians of registered children under 18 years of age who also hold a position on the board of directors or as a coach, receive one vote per registered child under the age of 18 and relinquish their vote as a board member or coach.

6.1.3.5 Each player 18 years of age or older, shall have one vote.

6.2 Special General Meeting

6.2.1 A Special General Meeting of the Club:

6.2.1.1 May be called by the Board by its own motion, or;

6.2.1.2 Shall be called by the Board upon receipt of written request submitted to the Club by registered mail, hand delivery, fax or email, signed by Members representing not less than ten per cent (10%) of the voting Membership, setting out the items of business to be conducted at the Special General Meeting.

6.2.2 The Special General Meeting shall be held within twenty-one (21) days of receipt of the written request from the Members.

6.2.3 Only the business set out in the notice to the Special General Meeting shall be considered.

6.2.5 Notice of a Special General Meeting must be advertised through the Club Website and Social Media sites. Notice shall appear 14 days before the meeting is to take place. The notice shall specify the purpose for which the meeting is being called.

6.2.6 A quorum shall be those present at the Special General Meeting of the Club and must include a minimum of 30% of the voting Members. Any question/motion shall be decided by a majority of the votes unless otherwise required by this constitution.

6.3 Board of Directors Meeting



6.3.1 The Board of Directors shall meet at least four (4) times per year, upon fourteen (14) days' notice given by the Secretary, at such place and time as the Board of Directors may determine.

6.3.2 A majority of the Members of the Board of Directors shall form a quorum at all meetings of the Board. Questions arising at any meeting shall be decided by a majority of votes where each Director is entitled to cast one vote unless

6.3.3 applies.

6.3.3 If there is more than one immediate family member on the Board of Directors, the immediate family is entitled to cast one vote.

6.4 Procedures governing meetings:

6.4.1 All meetings of the Club shall be conducted in person or via video/teleconferencing and in accordance with the most recently published Robert's Rules of Order except as may be otherwise stipulated in this constitution or other policies of the club.

Article 7: AMENDMENTS TO CONSTITUTION

7.1 Constitution amendments may be proposed by the Board of Directors or submitted by a Member to the Club in writing at least 21 days prior to the Annual General Meeting of the Club; and approved by a seventy-five percent (75%) vote of the Membership voting at a meeting of the Club duly called for that purpose. All members entitled to vote shall be notified of the proposed amendments a minimum of 14 days prior to the meeting called for that purpose.

Article 8: COMMITTEES

8.1 The Membership at any General Meeting, or the Board of Directors at any meeting of the Board, may establish a standing committee or special committee to carry out specific business or programs of the Club.

Article 9: POLICIES

9.1 The Club shall have policies for the operation and administration of the sport of volleyball within the Club.



9.2 Amendments to the policies may be made by a majority vote of the Board of Directors or the Members at a General Meeting. If the policies are amended by the Board of Directors, the amendment shall be presented for ratification at the next Annual General Meeting or a Special General Meeting called for that purpose. If the amendment is not ratified, it is of no effect and the previous policies are then in effect.

9.3 Refer to the policies section on the website for a full list of policies to adhere by.

Article 10: INDEMNITY

10.1 Members of the Board of Directors or other servants to the Club, their heirs, executors, administrators and estate and effects respectively shall be indemnified and saved harmless always by the Club against all costs, losses and expenses incurred by them respectively in or about the discharge of their respective duties, except such as happens from their own respective willful neglect or default.

Article 11: FINANCE

11.1 Financial Compliance and Reporting:

11.1.1 The unaudited financial report shall be presented to the Annual General Meeting for adoption which includes but is not limited to:

11.1.1.1 The previous year's budget review (actual vs budgeted);

11.1.1.2 The upcoming year's budget;

11.1.1.3 The previous year's Balance Sheet and Income Statement.

11.1.2 The Board of Directors, in conducting the business of the Club, may not borrow upon the credit of the Club without seeking the prior approval of the Membership.

11.1.3 The signing officers shall be a minimum of three (3) Directors.

11.1.4 The fiscal year of the Club shall end on August 31.

11.2 Financial Goals:

11.2.1 Chill shall strive to carry over enough money at the end of each year to cover the following potential expenses:

11.2.1.1 The replacement of volleyballs for the entire club;

11.2.1.2 The replacement of jerseys for half the teams;

11.2.1.3 An amount for contingency (unexpected costs).



Article 12: DISSOLUTION

12.1 Upon dissolution of the Club, the assets which remain after the payment of all charges and expenses which are properly incurred in winding up, shall be assigned and distributed to such organizations as may be involved in the game of volleyball, or to such charitable organization or organizations as may be determined by the Members of the Club at the time of dissolution. Any assets that are a result of gaming within the Province of Ontario shall be returned to the Minister of Finance of the Province of Ontario. This provision is unalterable.