

# **SCARBOROUGH TENNIS FEDERATION**

## **CONSTITUTION**

### **1. NAME**

The name of the organization shall be the **SCARBOROUGH TENNIS FEDERATION**, hereinafter referred to as "the Federation".

### **2. PURPOSE**

The purpose of the Federation is:

- (a)** to develop, promote, and co-ordinate interest in the game of tennis in the Scarborough District of the City of Toronto (hereafter referred to simply as Scarborough), for people of all ages and levels of playing ability;
- (b)** to determine standards for Community Club formation, operation, administration, and programs, and to assist Member Clubs to achieve these standards;
- (c)** to affiliate itself with any organizations whose primary purposes are similar to those above, and to accept affiliation from organizations with similar but not necessarily primary purposes;
- (d)** to develop and administer the "Policies for Operation of Community Tennis Clubs" in conjunction with the appropriate municipal governing body of Scarborough.

### **3. FEDERATION MEMBERSHIP**

#### **(a) CLUBS**

All Tennis Clubs operating on municipal property (hereinafter referred to as Community Tennis Clubs) must be members of the Federation, and any other tennis club operating in the City may join. A Club seeking membership must:

- (i)** submit an application in writing, and agree to abide by the Constitution and By- Laws of the Federation;
- (ii)** receive approval of membership by the Federation Council;
- (iii)** maintain membership in the Federation in good standing (as defined in the By- Laws).

**(b) AFFILIATES**

Any business or non-profit organization operating in Scarborough and promoting tennis to either the public or its own membership will be considered for affiliate membership in the Federation. Applicants seeking affiliate membership must:

- (i) submit an application for affiliation in writing, and agree to abide by the Constitution and By-Laws of the Federation;
- (ii) pay an annual registration fee to the Federation, as outlined in the By-Laws;
- (iii) receive annual approval of membership by the Federation Council;
- (iv) maintain membership in the Federation in good standing (as defined in the By- Laws).

**4. FEDERATION FEES**

Federation registration and membership fees shall be established annually for the subsequent year by the Federation Council (upon recommendation from the Federation Directors), and shall, after ratification at the Annual General Meeting, be payable directly to the Federation by Member Clubs and affiliates.

**5. MEMBER CLUB MEMBERSHIP**

**(a) CLASSIFICATION OF MEMBERSHIP**

In order to ensure consistency, Member Clubs are encouraged to, and all Community Tennis Clubs must, provide the following classification of membership:

- (i) ADULT: all members aged 18 and over
- (ii) JUNIOR: all members under 18 years of age
- (iii) FAMILY: any 2 Adults and 1 or more Junior members of the same household.

**(b) RESIDENCY**

Residents of the Scarborough shall always be given preference where membership in Community Tennis Clubs is concerned.

**(c) FEES**

Membership fees in Community Tennis Clubs shall be applied to each membership classification (as above) but must not exceed the fee ceilings set out in the "Policies for Operation of Community Tennis Clubs". The Club's Fee Schedule should be ratified by the membership, and includes fees payable to the Federation. Membership fees are not transferable from one club to another.

**6. FEDERATION MANAGEMENT**

**(a) COUNCIL AND ITS RESPONSIBILITY**

Final responsibility for all policy matters and for the financial and operating administration of the Federation rests with Council. All budgets shall be approved by Council annually, and any unbudgeted expenditures over \$1000 must be approved by Council. During the first business quarter the Board of Directors is authorized to make reasonable expenditures between the end of the prior fiscal year and the approval by Council of the current year's budget; any expenditure during this time in excess of \$500.00 must have prior approval of the Board of Directors. All operating plans must be approved by Council, and no significant deviation from plans may be made without Council approval. All applications for membership must be presented to Council for approval.

**(b) COUNCIL MEMBERSHIP**

Council shall consist of:

- (i) A Club Representative from each Member Club, usually the Club President. When a Club's President is unable to attend a meeting, he/she must appoint a substitute representative from the Club's Executive, for that particular meeting;
- (ii) The Directors of the Federation who have been duly elected or appointed on an interim basis;
- (iii) The Immediate Past President of the Federation;
- (iv) The Director of Recreation, or his appointee, from the City's Recreation, Parks, and Culture Department, hereinafter known as the Tennis Coordinator;
- (v) A Representative from each Affiliate Member, if any.

**(c) DIRECTORS OF THE FEDERATION**

The Directors of the Federation shall consist of:

- (i) President, Vice-President (Events), Vice-President (Junior Development) if appointed, Vice-President (Leagues), Vice-President (Membership and Club Services), if appointed, Vice-President Special Projects if appointed, Vice-President (Finance), and Secretary;
- (ii) Individual Members of Member Clubs in good standing may be duly elected to Director positions at the Federation Annual General Meeting;
- (iii) The Directors of the Federation are members of the Board of Directors of the Federation;
- (iv) The Immediate Past President shall also be a member of the Board of Directors;
- (v) No more than 2 Directors of the Federation shall have a membership at the same Member Club. For purposes of this section only, Tam Heather and/or Scarborough Winter are not to be taken into account when determining the number of Clubs to which a member belongs.

**(d) DUTIES OF DIRECTORS**

- (i) **PRESIDENT** -- shall be chairman/chairwoman of all meetings of the Federation, the Council, and the Board of Directors. He/she shall generally exercise such authority as is usually associated with his/her office and ensure the correct working and activities of the Federation;
- (ii) **VICE-PRESIDENT (EVENTS)** – shall assume responsibilities for Special Events (as assigned) and promote tournaments and special events in general;
- (iii) **VICE-PRESIDENT (JUNIOR DEVELOPMENT)** – shall assume responsibilities for junior leagues, tournaments, and programs;
- (iv) **VICE-PRESIDENT (ADULT DEVELOPMENT)** -- shall assume responsibilities for adult leagues, tournaments, and programs;
- (v) **VICE-PRESIDENT (MEMBERSHIP)** – shall assume responsibilities for providing advice and information to Member Clubs regarding membership, programs, organization, maintenance and capital projects, and whatever else is deemed appropriate;

- (vi) **VICE-PRESIDENT (FINANCE)** – shall assume responsibilities for: ensuring that Member Clubs and Affiliates remain in good standing; collection of outstanding receivables; prompt disbursement of funds (disbursements in excess of \$1,000.00) require prior Board of Directors approval; maintenance of Federation financial records, including provision for the Annual Audited Statement; receipt and deposit of all money paid to the Federation; recommendations to the Board of Directors regarding investments, fund-raising, capital expenditures; and be a resource for timely financial and/or legal advice to Member Clubs;
- (vii) **SECRETARY** -- shall assume responsibilities for all meeting records, correspondence, and notices;
- (viii) **VICE-PRESIDENT (MARKETING)** -- manages the Federation's marketing presence (including but not limited to social media and website updates);
- (ix) **ALL DIRECTORS** -- shall be prepared to assume the responsibility of President in his/her absence, and/or shall appoint, amongst themselves, an Interim President.

**(e) TERM OF OFFICE OF DIRECTORS**

Elected Directors shall hold office for the duration of the year following the date of their election. Appointed Directors shall hold office from the date of their appointment until the close of the current operational year. However, if the incoming Directors have not been elected by the beginning of the new operational year, then the existing Directors shall continue to hold office until the time of such election, and the term of incoming Directors shall date from the time of their election until the close of the then operational year. The Directors must be elected annually. The President may only hold six (6) consecutive terms in accordance with the OTA policies.

**(f) APPOINTMENTS**

- (i) The Council shall make appointments to fill any vacancies which may occur in elected positions;
- (ii) The Council shall make appointments to establish Committees or to represent the Federation on OTA Committees.

**(g) DUTIES OF IMMEDIATE PAST PRESIDENT**

The Immediate Past President shall assume responsibility for the nomination process for Directors.

**(h) BOARD OF DIRECTORS**

- (i) under direction of Council, the Board of Directors shall be responsible for the current operations of the Federation. It shall be responsible for preparation of Annual Budgets and Operating Plans for the approval of Council, and hiring of staff;
- (ii) shall be comprised of the Directors of the Federation and the Immediate Past President;
- (iii) only Board of Directors members shall have voting privileges at Board of Directors meetings.

**(i) DISMISSALS**

Council may dismiss any member of the Board of Directors for any of the following reasons:

- (i) failure, as deemed by Council, to adequately perform the duties associated with their Office;
- (ii) actions, while acting in an official capacity of the STF, which are deemed by Council to be disruptive to the proper and efficient conducting of Federation business, or to adversely affect the Federation or its reputation;

Council may dismiss any Club Representative for the following reason:

- (i) actions, while acting in an official capacity, which are deemed by Council to be disruptive to the proper and efficient conducting of Federation business, or to adversely affect the Federation or its reputation.

A notice of motion to dismiss must be made at a Council meeting, and be put on the agenda for the subsequent Council meeting. To carry, a motion to dismiss must achieve a minimum of 75% of eligible votes. A dismissed Club Representative may not attend subsequent Council Meetings for the next 12 months. However, the affected Club may designate another representative.

**(j) RESIGNATIONS**

An Office of the Federation shall automatically be deemed vacant if a Director by notice in writing to the Federation resigns office, which

resignation shall be effective at the time it is received or at the time specified in the notice, whichever is later, or in the case of the Director who resigns being the Secretary, at the time it is received by the President or at the time specified in the notice, whichever is later.

**(k) NOMINATIONS FOR ELECTION OF THE BOARD OF DIRECTORS**

- (i) The nominations for positions on the Board of Directors shall be made by a Committee consisting of two members of the Board of Directors and the Immediate Past President who will chair the Committee. The Past President shall solicit participation in the Nominating Committee from all members of the current Board of Directors and shall decide on the members who will serve on the Nominating Committee. The Nominating Committee shall review the nominee's experience and decide on the capability of the nominee to perform the duties of the position being applied for. The Nominating Committee's list of Nominations must be forwarded to the Secretary in time for distribution with the notice and agenda for the Annual General meeting.
- (ii) Written nominations may also be made by any two (2) member clubs in good standing. Each nomination must be signed by at least one Executive member from each of the clubs, and received by the Secretary not later than 14 days before the General Meeting, and must be accompanied by a signed letter of acceptance from the Nominee, who must also be a Member in good. Nominations from the floor at a General Meeting are not permitted.

**(l) ELECTION OF DIRECTORS AT A GENERAL MEETING**

- (i) The election of Directors of the Federation for the subsequent year must be held at the Annual General meeting.
- (ii) The Immediate Past President shall conduct the Election of Directors.
- (iii) Where there is only one Nominee for a position, that nominee is deemed to be elected, and the Immediate Past President will so indicate.
- (iv) Where there are multiple Nominees for a position, the nomination from the Nominating Committee shall be read first, followed by all other valid nominations for the same position, in any order. Each nominee present will be introduced by the Immediate Past President. The nominee may, at his or her discretion, speak to the meeting, for such time approved by the Immediate Past President. The vote will be conducted by public

show of voting cards, with the person receiving the greatest number of votes being declared the winner.

**(m) REMUNERATION OF DIRECTORS**

- (i) An honorarium should be paid to all Directors as established at the Annual General Meeting and shall be paid by the current general meeting but not before the official end of the season. Board Directors have the choice of accepting full or partial payment or declining. The amount of the honorarium may be adjusted if council agrees by majority vote.
- (ii) A Director may receive remuneration for services rendered on behalf of the Federation as a Director if the services and remuneration have been authorised in advance by a resolution of Council.

**(n) REIMBURSEMENT OF REASONABLE EXPENSES**

A Director shall be reimbursed for reasonable expenses incurred by the Director in the performance of his/her duties as a Director, unless the Director declines such reimbursement.

**(o) CONFLICT OF INTEREST**

Any Director directly or indirectly interested in a contract or proposed contract with the Federation shall disclose his/her interest to the Board of Directors or Council, and shall not vote on any resolution to approve such a contract.

**(p) EXCLUSION OF LIABILITY**

No Director shall be liable as such, unless through his/her own dishonesty or wilful neglect or default, for:

- (i) the acts, receipts, neglects, or defaults of any other Director or employee of the Federation;
- (ii) any loss, damage or expense happening to the Federation through the insufficiency or deficiency of title to any property acquired by the Federation, or for or on behalf of the Federation, or for the insufficiency or deficiency of any security in or upon which any of the monies of or belonging to the Federation shall be placed out or invested;
- (iii) any loss or damage arising from the bankruptcy, insolvency, or tortuous act of any person including any person with whom any moneys, securities, or effects shall be lodged or deposited;



- (iv) any loss, conversion, misapplication, or misappropriation of or any damage resulting from any dealings with any moneys, securities, or other assets belonging to the Federation;
- (v) any loss, damage, or misfortune whatever which may happen on the execution of the Director's respective Office or trust or in relation thereto, including any loss, damage, or misfortune occasioned by an error of judgement or oversight on the part of the Director;
- (vi) joining in any receipt or other act for conformity.

**(q) INDEMNIFICATION**

All Directors of the Federation and their heirs, executors, and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of funds and other property of the Federation, from and against:

- (i) all costs, charges, and expenses whatsoever which such Director sustains or incurs in or about any action, suit, or proceeding that is brought, commenced, or prosecuted against the Director, for or in respect of any act, deed, or matter or thing whatever, made, done, or permitted by the Director, in or about the execution of the duties of such office or in respect of any such liability, except such costs, charges or expenses as are occasioned by the Director's own dishonesty or wilful neglect or default;
- (ii) all other costs, charges, and expenses which the Director sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by the Director's own dishonesty or wilful neglect or default.

**7. MEETINGS**

**(a) ANNUAL GENERAL MEETING--MEMBER CLUBS**

All Member Clubs shall hold an Annual General Meeting for the minimum purpose of receiving financial reports and electing Directors. Member Clubs are encouraged to hold their AGM no later than October 31st of each year, so their reports can be part of the Federation Annual Report.

**(b) ANNUAL GENERAL**

- (i) The Annual General Meeting must be held in October or November of each year for the purpose of discussing such business as may be brought forward, including, but not limited

to: consideration of a current financial statement, the Report of the President, and the election of Directors.

- (ii) Notice of the meeting (which may be in electronic form) must be sent by the Secretary to the members of the Council at least 30 days prior to the meeting date, and must contain the date, time, location, and agenda for the meeting. For purposes of notice, a Club's President is considered to be that Club's representative on Council. The Club President must take reasonable steps to notify their Club Executive and membership of this meeting.
- (iii) Members planning to attend the Annual General Meeting are encouraged to notify the Federation Board of Directors of any items of business they wish to add to the AGM agenda, at least 15 days before the preceding Council Meeting, so that appropriate responses can be prepared.
- (iv) Each member club is allotted a number of votes based on the number of members for which that club has remitted adult membership fees to the STF. For each one hundred such members, or fraction thereof, the club will receive one vote. Only a Club's President, or the President's designated representative, is eligible to cast the number of votes assigned to their Club.
- (v) A quorum at an Annual General Meeting is achieved when the Presidents (or designated representatives) from a majority of member clubs are present, along with two Directors of the Federation, one of which shall be either the President or a Vice-President.
- (vi) A motion not amending the Constitution carries when a minimum of 50% plus 1 of eligible votes are in favour of it.
- (vii) A motion amending the Constitution carries when a minimum of two-thirds of eligible votes are in favour of it.
- (viii) Members of member clubs may attend as guests. By a properly passed motion, a guest may participate in the discussions, but no guest is eligible to vote.

**(c) SPECIAL GENERAL**

- (i) A request for a Special General Meeting can be made by any of the following:
  - a motion passed by the Board of Directors;
  - a motion passed by Council;

- the written request to the Board of Directors by a minimum of six (6) member clubs in good standing, provided it is signed by at least one Executive member of each of the 6 clubs.
- (ii) A Special General Meeting must be called within 30 days of a request.
- (iii) Notice of the meeting (which may be in electronic form) must be sent by the Secretary to the members of the Council at least 21 days prior to the meeting date, and must contain the date, time, location, and agenda for the meeting. For purposes of notice, a Club's President is considered to be that Club's representative on Council. The Club President must take reasonable steps to notify their Club Executive and membership of this meeting.
- (iv) Each member club is allotted a number of votes based on the number of members for which that club has remitted adult membership fees to the STF. For each one hundred such members, or fraction thereof, the club will receive one vote. Only a Club's President, or the President's designated representative, is eligible to cast the number of votes assigned to their Club.
- (v) A quorum at a Special General Meeting is achieved when the Presidents (or designated representatives) from a majority of member clubs are present, along with two Directors of the Federation, one of which shall be either the President or a Vice-President.
- (vi) To carry, a motion not amending the Constitution must achieve a minimum of 50% plus 1 of eligible votes.
- (vii) To carry, a motion amending the Constitution must achieve a minimum of two-thirds of eligible votes.
- (viii) Members of member clubs may attend as guests. By a properly passed motion, a guest may participate in the discussions, but no guest is eligible to vote.

**(d) COUNCIL**

- (i) Council meetings must be held a minimum of once per calendar year to approve the STF's operating budget, and at such other times as deemed necessary by the Board of Directors. Additional Council meetings can be called at the discretion of at least 50% of Club Presidents of clubs in good standing, provided they comply with the requirements of

notice, and the additional requirement that the notice must contain their signature and indicate their Club name.

- (ii) Notice of meeting must be sent to each member of Council at least 10 days prior to the meeting date, and must contain the date, time, location, and agenda for the meeting. For purposes of notice, a Club's President is considered to be that Club's representative.
- (iii) A quorum consists of a minimum of 8 members in good standing present; two of these must be Directors of the Federation, and one of these must be either the President or a Vice President. A minimum of six members must be official Member Club representatives.
- (iv) Only members of Council (excluding Federation staff and Affiliate members) in good standing, and present at the meeting, are eligible to vote.
- (v) To carry, a motion must achieve two-thirds of the eligible votes.
- (vi) Each Council member may bring a maximum of one guest to a meeting. By a properly passed motion, a guest may participate in the discussions, but no guest is eligible to vote.
- (vii) Voting on a motion properly made and seconded is by public show of hands. Each club is entitled to 1 vote. The secretary shall count, record, and announce the result of each vote.

**(e) BOARD OF DIRECTORS**

- (i) The Board of Directors meets between Council meetings, at such times as deemed necessary by the President, or by a minimum of 3 Board of Directors members in good standing.
- (ii) Notice of meeting must be sent to each member of the Board of Directors at least 5 days prior to the meeting date, and must contain the date, time, location, and agenda for the meeting.
- (iii) A quorum is 50 % plus one of the Board of Directors members in good standing at the time of the meeting.
- (iv) Only members of the Board of Directors in good standing, and present at the meeting are eligible to vote.
- (v) To carry, a motion must achieve two-thirds of the eligible votes.

- (vi) The Board of Directors may invite guests to its meetings. By a properly passed motion, a guest may participate in the discussions, but no guest is eligible to vote.
- (vii) Any member of the Board of Directors directly involved with any club(s), person(s), organization(s) or team(s) under discussion shall disclose their interest to the Board of Directors or Council, and shall not vote on any resolution to approve any business related to these entities.

**(f) VOTING AT GENERAL MEETINGS**

- (i) Voting on a motion properly made and seconded is by public show of voting cards. One voting card is issued by the meeting secretary to each eligible voter prior to the first vote following that voter's arrival at the meeting. The secretary shall count, record, and announce the result of each vote.
- (ii) The Chairman of the Meeting votes only in the event of a tie occurring on votes for which a 50% plus 1 majority of votes cast is required to win.

**(g) VOTING AT COUNCIL MEETINGS**

Voting on a motion properly made and seconded is by public show of hands. The secretary shall count, record, and announce the result of each vote.

**(h) VOTING AT BOARD OF DIRECTORS MEETINGS**

Voting on a motion properly made and seconded is by a show of hands. For executive decisions outside of meetings, votes can be done by e-mail.

**8. FISCAL YEAR**

The fiscal year of the Federation shall run from January 1 of one year to December 31 of the same year.

**9. AUDITOR**

The Council shall appoint an Auditor or Auditors to conduct an audit of the financial records at the close of the fiscal year. The Auditor's report shall be presented to the Federation at a Council Meeting held in the first calendar quarter, and at other times as may be requested by Council.

## **10. BANKING ARRANGEMENTS**

- (a)** The Federation's bank account shall be kept in such Chartered Bank, Trust Company, or Savings and Loan Company, as the Council may, by resolution, from time to time, determine. Cheques issued on the Federation's bank account, draughts drawn or accepted by the Federation, and Promissory notes made by the Federation, shall be signed, drawn, accepted, and made, as the case may be, by any two of the Administrative Director, Vice-President (Finance), President, or Secretary. Bills of Exchange, Promissory Notes, Cheques, or Money Orders shall be endorsed for deposit to the credit of the Federation's bank account by any one of the Administrative Director, Vice-President (Finance), President, or Secretary.
- (b)** Contracts, obligations, and any other documents or instruments in writing, on behalf of the Federation and requiring the signature of the Federation, shall be signed by any two of the President, Vice-President (Finance), and Secretary. Unless required by law, the contracts that are necessary for the conduct of the everyday business of the Federation shall not require the signature of the Federation in the manner stipulated in this article.

## **11. AMENDMENTS TO THE CONSTITUTION**

Any Club in good standing may propose an amendment to this Constitution. Such proposed amendments must be submitted in writing to the Federation Board of Directors at least 15 days prior to the next Council Meeting so that it may duly appear on the Council Meeting Agenda. Council will decide if the amendment can wait until the next Annual General Meeting, or if it requires a Special General Meeting to be called. Amendments can only be made at the Annual or Special General Meetings. All such amendments to the Constitution, presented to the General Meeting, require a two-thirds majority votes of those present to carry.

## **12. BY-LAWS**

By-Laws as necessary for the proper operation of the affairs of the Federation shall be established and amended or rescinded at duly constituted meetings of the Council.

Amendments: by STF Council Aug 19 1993 and AGM November 18 1993  
by STF Council Oct 20 1994 and AGM November 17 1994  
by Special General Meeting June 17 1998  
by AGM November 17 2007  
  
by AGM November 6 2010  
  
by AGM November 17 2012

by AGM November 14 2015

by AGM November 26 2016

by Special Meeting April 21 2018

by Special Meeting March 12 2022

# SCARBOROUGH TENNIS FEDERATION

## BY-LAWS

### 1. MISSION STATEMENT

The purpose of the Scarborough Tennis Federation as defined in the Constitution, is translated into action as follows:

"The Mission of the STF is to actively involve in organized tennis, as many as possible of the citizens of Scarborough, and to ensure there is substantial opportunity for each player to develop to his/her own playing potential".

### 2. OPERATING PRINCIPLES

The Federation generally carries on its business in the following priority:

- (a) it accepts responsibility for the growth and well-being of tennis in Scarborough;
- (b) it maintains a pro-active relationship with Scarborough Recreation, Parks & Culture Department, particularly with respect to court maintenance and Member Club administration;
- (c) it maintains a pro-active relationship with the Ontario Tennis Association (OTA) and carries out OTA's work in Scarborough as part of the Federation's overall work plan;
- (d) it works primarily, but not exclusively, through Member Clubs, and provides Club Executives with guidance, training, planning, inter-club activities and communications, and acts on Club's behalf, as necessary;
- (e) it provides direct programs, with Member Clubs approval;
- (f) it is pro-active in the development of new Member Clubs, more facilities, and more interaction with the community.

### 3. FEDERATION FEES

#### (a) MEMBER CLUBS

- (i) each and every year, the Member Club shall remit to the Federation a Federation Membership Fee for that year, based upon a charge for each individual club member;
- (ii) an interim Membership count summarizing the number of adult and junior members, and the associated fees must be remitted to the Federation by June 15th. A final Membership List as



defined in section 10 (a) of the By-Law with appropriate additional fees must be remitted by August 31st. These lists are used to determine members in good standing at the Annual General Meeting and any Special General Meetings of the Federation;

- (iii) the Federation Fee per member that is currently in effect, is as determined in the Operation Budget for the current year and can only be changed at an Annual or Special General Meeting;
- (iv) Clubs will receive notification of any proposed fee change prior to the AGM or Special General Meeting;
- (v) in addition to registration (new Club) and Annual Federation Membership fees, the Federation may charge Member Clubs additional fees as may be determined by the Council from time to time. Such fees must be included in the Annual Budget, and include, but are not limited to: Inter-Club Fees, Junior Development Fees, and Awards Night/Dance Fees.

**(b) AFFILIATES**

An annual registration fee to be determined by Council shall be charged to each Affiliate and will be remitted to the Federation by March 30th of each year.

**4. COMMITTEES**

- (a) In order to assist in the Operation of the Federation, Council is empowered to raise Committees which may deal with, but are not limited to: Tournaments, Adult Interclub League, Junior Interclub League, Junior Development, Junior Tennis Academy, Fund Raising, Communications, Recognition, Facility Development, and Capital Priorities.
- (b) The Council will determine the Committee's Terms of Reference, including mandate, and Council's expectations of completion of task(s).
- (c) The Council will usually appoint a Committee Chairman and require him/her to report to either the Board of Directors or Council itself. It will also usually expect that Chairman to recruit whatever help he/she thinks is necessary to complete the task(s).
- (d) When appropriate, each Committee will submit a budget and operating plan to Council, for approval, before incurring costs.

**5. MEMBERSHIP IN THE ONTARIO TENNIS ASSOCIATION**

- (a) All Federation Member Clubs are also members of the OTA, as are individual members.
- (b) OTA Membership fees are determined by OTA Board of Directors, and Member Clubs are usually notified of any change in the fees in the fall of each year.
- (c) An agreement reached with the OTA and ratified by a Federation Annual General Meeting, allow the OTA membership fee to be collected by the Federation as part of its overall fee and to forward to the OTA its portion of such fee.
- (d) Member Clubs are encouraged to send several members to the OTA Annual General Meeting.

**6. FEDERATION STAFF**

The Board of Directors may hire and pay an Administrative Director and such other staff as may from time to time be determined, provided that such fees (salaries, expenses, etc.) have been included in the Annual Budget and approved by Council.

**7. ANNUAL AWARDS EVENT**

The Federation shall hold an Annual Awards Event for individual members of all Member Clubs at season end, for the presentation of annual Inter-Club League trophies and such other awards as may be determined from time to time. To ensure total club commitment and event success, each Member Club shall support this function by the purchase of a minimum of 2 tickets per Adult Inter-club team, annually.

**8. JUNIOR TOURNAMENTS**

To qualify for participation in STF Junior Tournaments, an entrant must be a member of a Federation Club, unless the tournament is deemed "open", with priority given to junior members of a Federation club.

**9. ARBITRATION PROCEDURE--RESOLVING A GRIEVANCE**

- (a) A member must first address a complaint to the executive of their club and each club shall have a complaint resolution process.
- (b) Disputes that have gone beyond the Club's ability to resolve should be dealt with by the Federation as follows:
  - (i) In writing, describe nature of dispute (including all particulars) and send to the Federation President.

- (ii) The President shall review the documentation, discuss any points needing clarification, and, in conjunction with the Board of Directors, attempt to negotiate a resolution acceptable to both the individual(s) and the Member Club involved.
- (iii) Further failing a successful resolution as described above, a Tribunal shall be formed and chaired by the STF President (who will not vote) along with three (3) council members (excluding someone who is a member of the Club(s) involved in the dispute). It is expected that impartiality will prevail.
- (iv) Decisions reached by the Tribunal are final and binding and must comply with the involved club's constitution. The decision shall be communicated in writing to those involved by the STF President.

## **10. MEMBER IN GOOD STANDING**

### **(a) CLUB**

A Member Club is considered in good standing when the following requirements have been fulfilled:

- (i) Annual Financial Statements have been provided to the Federation October 31 of each year;
- (ii) Club Executive List (name, address, phone number) has been sent to the Federation by November 30 of each year;
- (iii) A membership list must contain the information as requested by the Board of Directors which will be used for the purposes of the STF only. Documentation required by Scarborough Recreation, Parks, and Culture Department is complete, current, and in the Department's possession.

### **(b) AFFILIATE**

An affiliate member is considered in good standing when its annual registration fee has been paid.

### **(c) BOARD OF DIRECTORS**

A Board Member is considered to be in good standing provided that:

- he/she was elected at a properly constituted Annual or Special General Meeting or was appointed at a properly constituted Council meeting
- he/she has not been dismissed by Council within the past 12 months

**(d) CLUB REPRESENTATIVE**

A Club Representative on Council or at a General Meeting is considered to be in good standing provided:

- he/she is a member in good standing at his or her Club
- he/she has not been dismissed by Council within the past 12 months

**11. BOARD OF DIRECTORS POWERS TO DEAL WITH MEMBER CLUBS NOT IN GOOD STANDING, AND/OR CLUBS THAT HAVE FOLDED**

**(a) MEMBER CLUBS NOT IN GOOD STANDING**

Persistent violation of good standing requirements by a Member Club, despite all reasonable attempts being made by the Federation Executive, may result in one or more of the following disciplinary actions being taken against the offending Member Club, following agreement at a Council meeting:

- (i) a warning letter is sent to the President of the offending Member Club, by registered mail, with copies to at least one other known member of the offending Member Club's Executive, plus the Tennis Coordinator, giving the offending Member Club 30 days to become a member in good standing again;
- (ii) failing action from the warning letter, a Special General Meeting of the offending Member Club's membership is called by the Federation Executive, for purposes of motivating or removing the offending Member Club's Executive, causing new Club Executive members to be elected, appealing to the membership to have its Club become a Member in good standing again, or, as a last resort, close the Club;
- (iii) with agreement from the Tennis Coordinator, close the offending Member Club's courts, and post signs explaining why courts are closed and how they can be reopened.

**(b) MEMBER CLUBS THAT HAVE FOLDED**

Following all reasonable attempts by the Federation to keep a Member Club operating, if there appears to be no hope, then, following agreement at a Council meeting, the Federation will assume responsibility for any Club property, including funds. Property will be quickly disbursed to other Member Clubs, and funds will be held in trust for a period not exceeding 5 years, to be returned to the folded club should it restart within that time.

**12. AMENDMENTS TO BY-LAWS**

- (a)** By-Laws may be added to, repealed, or amended at a Council meeting by a two-thirds majority vote of members present, provided that notice of such addition(s), repeal(s), or amendment(s) have been sent to Council members with the Agenda for the Council meeting at which By-Laws will be discussed.
  
- (b)** Changes to By-Laws may not conflict with existing Constitutional Articles.

**Amended: STF Council meeting August 19, 1993.**

**STF Special General Meeting June 17, 1998.**

**STF Annual General Meeting November 17, 2007.**

**STF Annual General Meeting November 17, 2012.**

**STF Annual General Meeting November 14, 2015.**

**STF Annual General Meeting November 26, 2016**

**STF Special Meeting April 21, 2018**