

ONTARIO TENPIN BOWLING ASSOCIATION

Article I Name, Non-Profit Incorporation and Charter

Section A. Name

The name of the organization is ONTARIO TENPIN BOWLING ASSOCIATION a provincial association chartered by the CTF.

Section B. Non-Profit Corporation

ONTARIO TENPIN BOWLING ASSOCIATION is not incorporated at this time.

Section C. Charter

The Provincial Association shall be chartered by the CTF and subject to its authority. To maintain its charter, the Provincial Association must:

1. Adopt Bylaws approved by the CTF Board.
2. Not enact any Bylaws or rules inconsistent with CTF's Bylaws.
3. Adhere to performance standards and stated requirements as set forth in the CTF Policy Manual.
4. Apply for renewal of its charter every five (5) years.

Article II Purpose

The purposes of the Provincial Association include, but are not limited to:

- A. Providing an equal opportunity to amateur athletes, coaches, trainers, managers, administrators, and officials to participate in amateur tenpin bowling competition without discrimination on the basis of race, color, religion, age, gender, disability, or national origin, and with fair notice and opportunity for hearing to any amateur athlete, coach, trainer, manager, administrator, or official before declaring the individual ineligible to participate.
- B. Promoting the game of tenpin bowling.
- C. Conducting and supporting tenpin bowling competition.
- D. Providing services and benefits to its registered participants.

Article III Dues

The Provincial Association Board, by two-thirds vote, determines if Provincial Association fees should be paid and the amount. The voting registered participants at the Annual Meeting must ratify any changes

The Provincial Association Board may waive all or part of Provincial Association fees for:

- A. Registered Participants of other CTF provincial associations if that association has a reciprocal agreement with the Provincial Association.
- B. Other groups, such as, seniors, etc., as determined by the Provincial Association Board.

The Provincial Association cannot charge additional non-fees assessment.

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Article IV Provincial Association Board of Directors – Management Section

A. Provincial Association Board Composition, Authority and Duties

The management and governance of the Provincial Association is vested in the Provincial Association Board. The numbers of Directors are 23. The Provincial Association Board determines the maximum number of Directors. The Provincial Association Board shall not engage in any act of conflict of interest.

Each local association is eligible to have a director on the provincial board.

Associations with 1001 - 1500 registered participants are eligible to have two directors.
Associations with 1501 - 2000 registered participants are eligible to have three directors.
Associations with 2001 + registered participants are eligible to have four directors.

The Provincial Association Board's duties include but are not limited to:

1. Enforcing the Bylaws.
2. Complying with the CTF Policy Manual and adhering to the performance standards and stated requirements as set forth in the CTF Policy Manual.
3. Conducting provincial tournaments for its registered participants.
4. Providing education, training, evaluations, recognition and other services as established by the CTF.
5. Implementing all CTF programs.
6. Electing the officers of the Provincial Association.
7. Employing/selecting and evaluating performance of the Association Manager.
8. Manage sport funding received from Provincial Government agencies.

Section B. Eligibility

Candidates for the Provincial Association Board must be:

1. A registered participant in good standing of the Ontario Provincial Association and the local association they represent at the time of election and throughout their term. Elected or appointed without discrimination on the basis of race, colour, religion, age, gender, disability or national origin, other than the minimum age of eighteen years.
2. Collectively be reasonably representative of males and females.

A maximum of three (3) tenpin bowling centre proprietors may serve on the Provincial Association Board at one time. A proprietor is an individual who is the owner, partner, or corporate officer of a tenpin bowling centre or group of tenpin bowling centres. Excluded from the definition of proprietor is an individual who owns 25% or less of the equity shares, or who is inactive in the management of the tenpin bowling centre and remains so during a term as Director.

Section C. Election of Directors

Directors are elected by a majority vote of the delegates present and voting at a properly noticed meeting at which a quorum is present, from:

1. A slate provided by the Nominating Committee.
2. Nominations from the floor. Qualifications must be accompanying the nomination (in writing/email) from the floor at least twenty-four (24) hours prior to the opening at the annual meeting and be read by the Nominating Committee Chair.

Mail and proxy voting are prohibited.

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Section D. Term

The term for Directors is 3 years and the maximum number of terms is not limited. The Provincial Association Board determines the number of years in one term and the number of terms allowed.

Even years 11 directors will be elected
Odd year's 12 directors will be elected.

Section E. Resignation, Removal, and Vacancies

1. **Resignation.** A Provincial Association Board member may resign from the Provincial Association Board by providing written notice of resignation to the President or, in the case of the President, to the Provincial Association Board
2. **Removal for Ineligibility.** A Provincial Association Board member who is no longer eligible to serve on the Provincial Association Board may be removed by a two-thirds vote of the Provincial Association Board when a quorum is present.
3. **Removal for Cause.** When a Provincial Association Board member is accused in writing of failure to properly perform the duties of their office or otherwise engaging in improper or unfair activities or conduct, the Provincial Association Board may conduct a hearing following the Removal Procedures in the Suspension and Reinstatement Chapter. An appeal may be filed within 15 days of the removal. Two-thirds written consent of the full Provincial Association Board is required to seek re-election and/or re-appointment to the Provincial Association Board.
4. **Vacancies.** The President, with Provincial Association Board approval, shall fill vacancies in Director positions for the remainder of the term. The Provincial Association Board fills vacancies in officer positions.

Section F. Life Members

The Delegates by a majority vote at a properly noticed meeting at which a quorum is present may honour a member, or members, by granting a CTF Provincial Association Life Member status with benefits and/or requirements that they deem appropriate. If the Provincial Association bylaws allow a CTF Provincial Life Member may attend Board and Annual Meetings but as a Life Member he/she will be allowed voice only

Article V Officers

Section A. President, 1st Vice President and 2nd Vice President

The officers of this Provincial Association shall include a President and 2 Vice Presidents, who must be serving as Directors of the Provincial Association at the time of election.

Section B. Association Manager

The Association Manager shall act as the ex officio non-voting Secretary/Treasurer of the Provincial Association Board or such other officer designation as required by law and determined by the Provincial Association Board.

Section C. Election

The Provincial Association Board shall elect all officers except the Association Manager. The board shall elect the 2nd Vice President in the even years and the 1st Vice President in the odd years.

Section D. Term

The term for elected officers, except the Association Manager is 3 years and the maximum number of terms is not limited. The Provincial Association Board determines the number of years in one term and the number of terms allowed.

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Section D. Authority and Duties

1. President

- (a) Presides at Meetings of the Members and Provincial Association Board meetings.
- (b) Acts as spokesperson for the Provincial Association.
- (c) Appoints Committees, with Provincial Association Board approval.
Note: All Committees should be composed of both Provincial Association Board members and Non-Provincial Association Board members to ensure diversity.
- (d) Serves as the liaison to the Provincial Proprietors' Association, if applicable.
- (e) This individual must have signing authority.

2. 1st Vice President

- (a) Presides at Meetings of the Members or Provincial Association Board when the President is absent.
- (b) Performs other duties as prescribed by the Provincial Association Board or requested by the President.

3. 2nd Vice President

- (a) Presides at Meetings of the Member or Provincial Association Board when the President 1st Vice President are absent.
- (b) Performs other duties as prescribed by the Provincial Association Board or requested by the President.

3. Association Manager

The Association Manager is:

- (a) Accountable to the Provincial Association Board.
- (b) Responsible for implementation of CTF performance standards.
- (c) Minutes and distribution:
 - a printed or electronic copy of the board meeting minutes shall be provided to each board member within 30 days after the board meeting
 - a printed or electronic copy of the annual meeting minutes shall be provided to each board member and local association manager within 90 days after the annual general meeting.
 - printed copies of the previous annual general meeting minutes will be available for all delegates at the meeting
- (d) Reports:
 - detailed annual financial report
 - detailed minutes of previous meetings
 - committee/board reports
 - record of all registered participants
- (e) Shall act as the ex officio non-voting Secretary/Treasurer of the Provincial Association Board or such other officer designation as required by law and determined by the Provincial Association Board. This individual will have voice.
- (f) Responsible for other duties as prescribed by the Provincial Association Board and in the CTF Policy Manual.
- (g) this individual must have signing authority.

4. Signing Authority

All expenditures must be by cheque and must be signed by any two authorized signatures - President, Vice President or Association Manager. Committee manager expenditures must be made by cheque and must be signed by any two authorized signatures of that committee.

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Article VI Meetings

Section A. Annual Meeting

An annual meeting of Provincial Association Delegates shall be held at a time and place approved by the Provincial Association Board. Attendance is open to all Provincial Association registered participants.

- Delegates.** "Delegates" are defined as registered participants, 18 years of age or older, and elected by chartered local associations. The number of delegates a local association is entitled to is as follows:
One delegate per 800 registered participants or major part thereof, based on previous season's membership. Each association is entitled to at least one delegate
Delegate credentials are forwarded to the Provincial Association at least sixty (60) days prior to the start of the annual meeting. A local association is not eligible to send a delegate if it is declared delinquent or the CTF has revoked its charter.
Note: A local association that has not processed fees for the current season shall be considered delinquent.
- Voting and Speaking.** Only Delegates, voting officers and Directors of the Provincial Association Board may vote. Other Provincial Association registered participants may address the annual meeting but may not vote. Life Members that are not delegates have VOICE only.
- Delegate Responsibility.** Delegates shall elect the Directors to the Provincial Association Board and a delegate and an alternate for the CTF Annual General Meeting.
- Meeting Notice.** Written/email notice of the meeting shall be forwarded to the Provincial Association Board and delegates, which should be at least twenty-one (21) days prior to the annual meeting.
- Quorum.** A majority of delegates (50% + 1 of the number of delegates names received in writing/email by the association manager 60 days before the meeting) constitutes a quorum.
- Action.** The vote of a majority of the Delegates, Provincial Officers and Directors of this Provincial Association present and voting, when a quorum has been established, is required to take action, unless otherwise provided by law or these Bylaws.

Section B. Provincial Association Board Meeting

The Provincial Association Board shall meet at least annually. Special meetings may be held upon the request of any Provincial Association Board member if a majority of the Provincial Association Board approves.

- Notice.** Written notice for all regular and special meetings shall be forwarded to the Provincial Association Board, which should be at least twenty-one (21) days prior to the meeting.
- Quorum.** A majority of active directors (50% + 1 of directors present) constitute a quorum.
- Voting and Speaking.** Only voting officers and directors of the Provincial association may vote. Life members have VOICE only.
- Action.** The vote of a majority of the Provincial Association Board of Directors present and voting, when a quorum has been established, is required to take action, unless otherwise provided by law or these Bylaws.

Section C. Parliamentary Procedure

The most recent edition of *Robert's Rules of Order, Newly Revised* shall govern all meetings.

Article VII Committees

Section A. Standing Committees

The Provincial Association shall have the following Standing Committees: Nominating, Finance, Youth and Legislative

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1. **Nominating Committee.** The Nominating Committee reviews candidates and prepares slates for Provincial Association Board, delegate and alternate positions and publicizes criteria and procedures for the elected Provincial Association Board.
2. **Finance Committee.** The Finance Committee is responsible for reviewing and monitoring the annual budget and other financial matters.
3. **Youth Committee.** The Youth Committee is responsible for monitoring, promoting and reviewing youth programs conducted by the Provincial Association. This committee wills manager non-dues revenues raised through youth programs, youth scholarships, etc.
4. **Legislative Committee.** The Legislative Committee may submit proposed amendments and should review all submitted proposed amendments.

Section B. Other Committees

The President may establish other committees, with Provincial Association Board approval.

Article VII

Delegate and Alternate to CTF Annual General Meeting

A delegate and alternate are elected at the Provincial Association Annual Meeting by majority vote of those delegates present and voting provided a quorum is present. The election is to be held not less than six (6) months prior to the CTF Annual General Meeting at which they will represent the Provincial Association.

Section A. Eligibility.

Appointees and nominees must be:

1. At least eighteen (18) years of age.
2. A registered participant in good standing of the Provincial Association at the time of election and throughout their term.

A member is not eligible for election if they have been elected a delegate or alternate to represent another local or provincial Association. In the event that the neither the elected Delegate nor Alternate is able to attend the CTF annual meeting, the OTBA Board of Directors have the authority to appoint a Delegate to represent this body at the CTF Annual Meeting.

Section B. Election.

A delegate and alternate serve for one year, beginning August 1, and is elected by:

1. A slate provided by the Nominating Committee.
2. Nominations from the floor. Delegate qualifications must be submitted to the Nominating Committee at least twenty-four (24) hours prior to the opening of the annual meeting.

Article IX Amendments

Section A. Authority

The Provincial Association Board, by a two-thirds vote, where a quorum is present, determines:

1. Name of the Provincial Association. (*With CTF approval.*)
2. If Provincial fees are necessary and the amount.
3. Number of Directors.
4. Term and term limits of Officers and Directors.
5. Quorum for Meetings of the Members and Provincial Association Board meetings.
6. Number of delegates each local association is entitled.

Section B. Change in Dues

Notification of any change in fees, and the reason for the change, will be forwarded, in writing to each local association and will be reported at the next delegate meeting.

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Section C. Amendments to Bylaws

Any CTF registered participant in good standing may submit proposed amendments in writing/email to the Association Manager at least ninety (90) days prior to the next board meeting at which the proposal is to be considered. Notice of any change in bylaws and the reason for the change will be forwarded in writing/email to each local association after CTF has approved said changes.

Changes approved at the CTF National Board Meeting applicable to these bylaws are made automatically without action by the provincial association Board.

Section D. Effective Date

All amendments are effective August 1, following adoption, unless otherwise specified when adopted.

Article X Fiscal Year

The fiscal year of this Provincial Association is August 1 through July 31.

Article XI Indemnification

Directors, officers, and other authorized volunteers, employees or agents shall be indemnified against claims for personal and individual liability arising in connection with their positions or service on behalf of the Provincial Association to the full extent permitted by law.