

# CONSTITUTION OF THE SASKATCHEWAN W.T. TAEKWONDO ASSOCIATION INC.

Final Approved by Members at the Annual General Meeting May 27<sup>th</sup>, 2018

## **Schedule 1**

### **1. Class of Membership**

- 1.1.1. Every member shall uphold the Constitution and comply with the Bylaws and Policies of the SASKATCHEWAN W.T. TAEKWONDO ASSOCIATION INC. (hereinafter known as THE ASSOCIATION). Individuals and Clubs/School who meet the membership criteria are eligible for membership in only one class.
- 1.1.2. Individual Members of a Club/School Member shall be of the same class as the Club/School Member.
- 1.1.3. Individual Members of THE ASSOCIATION must also be a member of the National Association
- 1.1.4. Members must submit yearly fees to THE ASSOCIATION. Such fees shall include Provincial and National Membership fees. THE ASSOCIATION is responsible for submitting Membership fees for each member to the National Association.
- 1.1.5. Club/School Members must submit annual Membership Rosters to THE ASSOCIATION in accordance with THE ASSOCIATION Policy.
- 1.1.6. Clubs/Schools wishing to become member must apply for Membership.
- 1.1.7. New Application for Membership is defined as:
  - 1.1.7.1. A Club/School not currently holding a Membership with THE ASSOCIATION;
  - 1.1.7.2. An Individual not currently holding a Membership with THE ASSOCIATION.
  - 1.1.7.3. A Club/School that holds a current Membership with THE ASSOCIATION but that has changed instructor, affiliation or ownership is NOT required to apply for Membership..
- 1.1.8. Application may be submitted for Probationary, Affiliate or Regular Membership.
- 1.1.9. An existing Club that has changed instructor, affiliation or ownership, and wishing to remain a Member of THE ASSOCIATION is required to submit details of the change to THE ASSOCIATION.

### **1.2. Regular Member**

- 1.2.1. An Individual who is a Regular Member must be a member of a Club/School which is also a Member of THE ASSOCIATION.
- 1.2.2. Regular Members shall be entitled to have a voice and vote at the meetings of members.
- 1.2.3. Will be given funding in accordance with THE ASSOCIATION policies.
- 1.2.4. Individuals who are Regular Members are eligible to hold office and/or appointments within THE ASSOCIATION.
- 1.2.5. Regular Members are those who receive (Individual) or provide (Club/School) instruction under one of the following conditions:
  - 1.2.5.1. Condition one: From a 6<sup>th</sup> Dan Kukkiwon Black Belt or higher That has been a Saskatchewan resident for at least 1 year from first notice by registered mail to THE ASSOCIATION of the desire to become a member.
  - 1.2.5.2. Condition two: From a 4<sup>th</sup> or 5<sup>th</sup> Dan Kukkiwon Black Belt that has been a Saskatchewan resident and a member of THE ASSOCIATION for at least 4 years.

### **1.3. Honorary Member**

- 1.3.1. Appointment to this class shall be by the approval of a Nomination made to THE ASSOCIATION in accordance with THE ASSOCIATION Policy.
- 1.3.2. Shall not be entitled to vote at meetings of the members.

- 1.3.3. Shall be exempted from the payment of membership fees.
- 1.3.4. Appointment to this class shall be by the approval of a Nomination made to THE ASSOCIATION in accordance with THE ASSOCIATION Policy.

#### **1.4. Member on Probation**

- 1.4.1. Member on Probation applies to an Individual or Club/School and who has:
  - 1.4.1.1. Applied to be to be an Affiliate Member, or;
- 1.4.2. This Class of Membership will be issued for a maximum of two years while the necessary steps to qualify as an Affiliate Member are completed.
- 1.4.3. If the criteria for Affiliate Member are completed before the maximum period of issue of two years, application for Affiliate Member status may be immediately issued through Board approval. Board approval requires ratification by the general members at the next Annual General Meeting.
- 1.4.4. A Club or Individual that been “placed” on Probation by the Board of Directors, can only have their Probationary Membership removed through Board approval. The Board approval requires ratification by the general members at the next Annual General Meeting
- 1.4.5. Members on Probation:
  - 1.4.5.1. Will have a voice at THE ASSOCIATION meeting of the members.
  - 1.4.5.2. Cannot vote at THE ASSOCIATION meeting of the members.
  - 1.4.5.3. Cannot serve as Board members
  - 1.4.5.4. Will be given funding in accordance with THE ASSOCIATION Policy.
  - 1.4.5.5. Will receive coverage under THE ASSOCIATION insurance plan.
  - 1.4.5.6. Will be eligible for participation at Provincial Team Trials and possible participation at National Team Trials, (funding shall be in accordance with THE ASSOCIATION Policy).
- 1.4.6. Participation in The ASSOCIATION seminars that are aimed at the whole province in general. (with an attendance charge if applicable will be at the same rate as Regular Members).

#### **1.5. Suspended Member**

- 1.5.1. A Suspended Member is an individual or Club/School which has been suspended or sanctioned by THE ASSOCIATION: Because of violations have been suspended or sanctioned by the Board of Directors
  - 1.5.1.1. Because of violations have been suspended or sanctioned by the Board of Directors.
- 1.5.2. A Suspended Member:
  - 1.5.2.1. Will have a voice at THE ASSOCIATION meeting of the members
  - 1.5.2.2. Cannot vote at THE ASSOCIATION meeting of the members
  - 1.5.2.3. Cannot serve as Board member
  - 1.5.2.4. Is not eligible to receive funding from THE ASSOCIATION
  - 1.5.2.5. Is not eligible for participation at Provincial Team Trials or National Team Trials
  - 1.5.2.6. May participate in THE ASSOCIATION seminars that are aimed at the whole province in general, but is not eligible for subsidies related to this participation.
- 1.5.3. A Suspended Member must meet all requirements imposed by the Board of Directors prior to having their suspension/sanction removed.

#### **1.6. Affiliate Member**

- 1.6.1. An Affiliate Member is a “Member on Probation”, that has completed the following:
  - 1.6.1.1. The instructor must attain a minimum of level Instructors’ certificate defined in THE ASSOCIATION Policy.
  - 1.6.1.2. The Instructor(s) must hold a Kukkiwon Dan.
  - 1.6.1.3. The Instructor(s) must pass THE ASSOCIATION screening process defined in THE ASSOCIATION Policy.
  - 1.6.1.4. Must collect memberships and follow THE ASSOCIATION Policies the same as a regular member.
  - 1.6.1.5. Must be under the supervision of THE ASSOCIATION technical committee.
- 1.6.2. Benefits shall be the same as “Members on Probation”.

1.6.3. Affiliate Members will be given funding in accordance with THE ASSOCIATION Policy.

**1.7. Special Advisor**

- 1.7.1. Appointment to this class shall be restricted to individuals who have attained the rank of 8<sup>th</sup> Dan Grand Master.
- 1.7.2. Shall have a W.T. affiliated school/branch school in the Province of Saskatchewan
- 1.7.3. Shall advise THE ASSOCIATION on matters in the areas of Martial Art and Sport Taekwondo.
- 1.7.4. Shall be exempted from the payment of membership fees.
- 1.7.5. Appointment to this class shall be by the approval of a Nomination made to THE ASSOCIATION in accordance with THE ASSOCIATION Policy.

**1.8. Independent Member**

- 1.8.1. An Independent Members is an individual who does not have convenient access to receive instruction in Taekwondo in the same manner as a Regular Member,
- 1.8.2. An Independent Member who is not affiliated with a Club/School which is also a Member of THE ASSOCIATION must have attained the rank of 4<sup>th</sup> Dan,
- 1.8.3. An Independent Members who has not attained the rank of 4<sup>th</sup> Dan must be affiliated with a Club/School which is also a Member of THE ASSOCIATION.
- 1.8.4. An Independent Members shall be entitled to have a voice and vote at the meetings of members.
- 1.8.5. Will be given funding in accordance with THE ASSOCIATION policies.
- 1.8.6. Individuals who are Independent Members are eligible to hold office and/or appointments within THE ASSOCIATION.

**Schedule 2**

**2. The purposes of the Corporation are:**

- 2.1. To promote and train the art and the philosophy of World Taekwondo (W.T.) throughout Saskatchewan.
- 2.2. To Promote and train Saskatchewan athletes, coaches and officials to represent Saskatchewan at national competitions and to represent Canada at international games such as the Olympics, the Pan-Am Games and the World Games (sponsored or sanctioned by W.T.).
- 2.3. To research, study, promote and teach the competition rules of W.T..
- 2.4. To conduct development programs and pre-competition training of Saskatchewan athletes for provincial, inter-provincial and national competitions.
- 2.5. To conduct seminars of W.T. technical aspects of Sport Taekwondo and traditional Korean martial art (physically and mentally) in order to provide education for Taekwondo.

**Schedule 3**

**3. Other Provisions**

- 3.1. A director is required to be a member of the Corporation.
- 3.2. A meeting of directors may be called at any time by the President or by the Vice President or more than three directors.
- 3.3. No director shall be remunerated for being or acting as a director, but a director shall be remunerated for expenses necessary and reasonably incurred by him/her while engaged in the affairs of the Corporation.
- 3.4. The President shall be the chairperson of all meetings and in the case of their absence the Vice President or one of the directors shall be chairperson of the meeting.
- 3.5. All Bylaws shall be made, amended or replaced by the members in a general meeting.
- 3.6. Bylaw amendments shall be made available to all members 30 days prior the general meeting at which the bylaw amendments are to be presented to the members.

#### **Schedule 4**

4. Subject to Section 199(5), (6) of the Non-profit Corporations Act, on dissolution of the Corporation, its property and assets shall, after the payment of all liabilities be transferred to one or more charitable corporations as may be decided b the Corporation in General Meeting.

# BYLAWS

## ARTICLES:

### **1. HEAD OFFICE**

1.1. The head office of the Corporation shall be in the City of Saskatoon or Regina in the province of Saskatchewan or at such other places in the province of Saskatchewan as the directors may determine.

### **2. OFFICERS**

2.1. The officers of the Corporation shall be President, one Vice Presidents, Secretary and Treasurer.

2.2. The officers shall be elected by the member's votes and the directors shall terminate any such appointment in the case of the officer's inability to act.

2.3. The directors may fix the terms of office, prescribe the duties and fix the remuneration payable to officers.

### **3. MEMBERS MEETINGS**

3.1.1. The Annual General Meeting of members shall be held within three months after the end of the fiscal year of the Corporation at such place and time as the directors may determine.

3.1.2. Other meetings of the members of the Corporation, whether Special or General, may be convened at any time and place by order of the President or a majority of the directors.

3.1.3. A Special Meeting of the members of the Corporation shall be convened by the President upon requisition of the Corporation in writing made by five members.

3.1.4. A requisition for a Special Meeting shall specify the purpose or purposes for which such a meeting is required. The notice of a Special Meeting of the members shall state in general terms the purpose of the meeting and no other matters may be transacted unless all members entitled to vote are present in person and consent to the transaction of such business.

### **3.2. QUORUM**

3.2.1. Ten members entitled to vote shall be a quorum for the transaction of business at any meeting of members.

### **3.3. NOTICE OF MEETING OF THE MEMBERS**

3.3.1. Not less than ten (10) day notice shall be given for any meeting of members. Notice of meeting shall be in writing and shall be posted in each Taekwondo school at which the members receive instruction in Taekwondo.

### **3.4. ATTENDANCE AND VOTING**

#### **3.4.1. VOICE**

3.4.1.1. Every member in good standing has the right to be present and have a voice at member meetings.

#### **3.4.2. VOTE**

3.4.2.1. Eligible voters are Members in Good Standing determined from the last March 31 completed membership list and must not be currently subject to removal or suspension by THE ASSOCIATION.

3.4.2.2. Members under 18 years old can be represented by their parent or guardian.

3.4.2.3. Motions shall be decided by a majority of votes cast.

3.4.2.4. Votes shall be cast by a show of hands except when a majority of voters present request a secret ballot.

3.4.2.5. In the case of equality of votes the motion is defeated.

### **3.5. REPRESENTATION**

- 3.5.1. Each member will determine who will represent them at a meeting of the members.
- 3.5.2. In case of a dispute of the valid representative, the valid representative will be determined by presentation of a dated document with the signatures of a block of members from the last March 31 completed membership list.

### **3.6. PROXY**

- 3.6.1. Members are entitled to appoint any other member to attend and act in the manner and same power as the member at the meeting. This shall be done by filling out the approved Proxy form. Proxies must be submitted and validated prior to the start of the meeting.

### **3.7. RESIGNATION**

- 3.7.1. Any member may resign at any time by sending written notice. Such will be effective when accepted by the directors. Membership fees are not refundable.

### **3.8. REMOVAL OR SUSPENSION OF MEMBER**

- 3.8.1. The directors in their absolute discretion may pass a resolution authorizing the removal or suspension of a member and thereupon such a person is removed or suspended as the case requires and such removal or suspension shall be noted on the membership list with the date and reason for removal or suspension. Membership fees are not refundable.

### **3.9. REINSTATEMENT**

- 3.9.1. The directors in their absolute discretion may pass a resolution authorizing the reinstatement of a suspended or removed member, and thereupon such a person shall become re-instated as a member. The date of re-instatement shall be noted on the membership list.

## **4. DIRECTORS**

- 4.1.1. The President, Vice President, Secretary, Treasurer, Special Advisor and seven or less other persons shall be the directors.
- 4.1.2. The number of directors shall not be less than five nor more than twelve.
- 4.1.3. Directors shall be elected every three years by the members at the general meeting and shall hold office until the dissolution of the meeting at which their successors are elected.
- 4.1.4. Members running for director's positions must forward the approved nomination form to the secretary one month prior to the Annual General Meeting.
- 4.1.5. Directors shall be elected in the following rotation and every third year thereafter to ensure continuity of operations.
- 4.1.6. Block A: Secretary plus 2 directors (2015)
- 4.1.7. Block B: Treasurer plus Vice President (2016)
- 4.1.8. Block C: President plus 2 directors (2017)

### **4.2. VACANCY AND REMOVAL**

- 4.2.1. The office of director shall ipso facto be vacated where the director: resigns their office, resigns their membership, becomes mentally incompetent, dies, or is removed at a meeting of members.
- 4.2.2. The members may remove a director for cause as defined in THE ASSOCIATION Policies before the expiration of their term of office. Such removal must be made at a meeting of the members and be passed by a majority of the eligible voting members present.
- 4.2.3. The members may remove a director without cause by a "Vote of Confidence" as defined in THE ASSOCIATION Policies..

4.2.4. The remaining directors may appoint any member in good standing to fill the vacancy until the next Annual General meeting.

#### **4.3. DIRECTORS' MEETING**

4.3.1. A meeting may also make use of the available technology such as conference calls and emails to conduct business and arrive at decisions.

#### **4.4. 4.4 NOTICE OF MEETING OF DIRECTORS**

4.4.1. Not less than ten (10) day notice shall be given for any meeting of directors. The notice may be waived if all of the directors eligible to attend unanimously agree to waive the notice.

#### **4.5. VOTING**

4.5.1. Every question submitted to directors shall be decided by a majority of votes cast. In the case of equality of votes, the Chairperson shall have a deciding vote.

#### **4.6. QUORUM**

4.6.1. A majority of directors holding office constitute a quorum of directors for the transaction of business.

#### **4.7. POWERS OF DIRECTORS**

The directors shall govern the affairs of THE ASSOCIATION in all matters between Annual Meetings and without restricting the generality of the foregoing shall:

- 4.7.1. Make or cause to be made for THE ASSOCIATION any description of contract that THE ASSOCIATION may enter into;
- 4.7.2. establish a mechanism for regularly evaluating THE ASSOCIATION;
- 4.7.3. approve the annual budget, appropriation, investment and disbursement of the funds of THE ASSOCIATION;
- 4.7.4. approve expenditures for which provision has not been made in the budget;
- 4.7.5. submit to each Annual Meeting of THE ASSOCIATION an audited financial statement of the operations of THE ASSOCIATION for the past calendar year which is the fiscal year of the Association;
- 4.7.6. engage any employees that it considers necessary to carry out the duties and functions of THE ASSOCIATION;
- 4.7.7. determine the duties, responsibilities and remuneration of employees of THE ASSOCIATION
- 4.7.8. elect or appoint any other officers it considers necessary or advisable.

#### **4.8. POWER TO ESTABLISH POLICIES**

Subject to this Constitution and Bylaws, Administrative Policy may be made for, but not limited to the following purposes:

- 4.8.1. prescribing the seal of THE ASSOCIATION;
- 4.8.2. providing for the execution of documents by THE ASSOCIATION;
- 4.8.3. respecting the banking and financial dealings of THE ASSOCIATION;
- 4.8.4. fixing the fiscal year of the Association and providing for the audit of the accounts and transactions of THE ASSOCIATION;
- 4.8.5. respecting the management of the property of THE ASSOCIATION;
- 4.8.6. prescribing the number and terms of office of elected members of the Board of Directors;
- 4.8.7. prescribing the officers of THE ASSOCIATION and governing the procedure for the appointment or election of those officers;
- 4.8.8. prescribing the duties of members of the Board of Directors, and officers and employees of THE ASSOCIATION;

- 4.8.9. governing the procedures for the election of members of the Board of Directors;
- 4.8.10. prescribing the organization, powers and procedures of the Board of Directors and regulating the Board of Directors in the performance of its duties;
- 4.8.11. respecting the holding and procedures of meetings of the Board of Directors and annual and special meetings of THE ASSOCIATION;
- 4.8.12. establish and administer policies governing the admission of members;
- 4.8.13. prescribing the amount of registration and other fees payable to the Association, the times of payment and penalties for late payment;
- 4.8.14. providing for the receipt, management and investment of contributions, donations or bequests;
- 4.8.15. establish and administer policies for the maintenance and amount of a contingency fund for THE ASSOCIATION;
- 4.8.16. regulating joint participation by the Association with any person, group, association, organization or body corporate having goals or objectives similar to those of THE ASSOCIATION;
- 4.8.17. establishing any committees that the Board of Directors considers necessary and prescribing the manner of election or appointment of committee members and their duties;
- 4.8.18. prescribing the reimbursement for expenses for elected members of the Board of Directors and committee members:
- 4.8.19. prescribing the procedures governing registration of persons or any category of persons as members;
- 4.8.20. prescribing the procedures governing the issuing of membership;
- 4.8.21. prescribing the terms and conditions of membership;
- 4.8.22. providing for a code of ethics for members;
- 4.8.23. prescribing procedures for:
  - (i) the review, investigation and disposition of complaints alleging that a member is guilty of an offence within the jurisdiction of THE ASSOCIATION;
  - (ii) hearings by the discipline committee of complaints alleging that a member is guilty of an offence within the jurisdiction of THE ASSOCIATION;
- 4.8.24. governing the removal or suspension of a member of the board or other member;
- 4.8.25. governing the reinstatement of a member who has been removed or suspended;
- 4.8.26. setting requirements for maintenance of membership;
- 4.8.27. establish and administer other policies in the interest of and to further the objectives of THE ASSOCIATION;

#### **4.9. ATTENDANCE AND VOTING**

- 4.9.1. Only directors in good standing are entitled to be in attendance at a meeting of directors and to vote thereat.

#### **4.10. CHAIRPERSON**

- 4.10.1. The President shall be the chairperson. The Chairperson presides at a meeting of directors. The Vice Chairperson shall preside in the absence of the Chairperson.

#### **4.11. COMMITTEES**

- 4.11.1. The directors may constitute one or more committees and prescribe the duties of such committees.

#### **4.12. FISCAL YEAR**

- 4.12.1. The fiscal year of THE ASSOCIATION shall be from April 1 to March 31.



**4.13. EXECUTION OF DOCUMENTS**

- 4.13.1. Contracts, documents, or any other instrument in writing requiring the signature of the Corporation shall be signed by the President and Secretary or Treasurer.

**4.14. NOTICE**

- 4.14.1. Any notice required to be given to a member or director may be delivered personally to the person or shall be sufficiently given if posted in a prominent place at each Taekwondo school at which members receive instruction in Taekwondo.

## **DEFINITION OF A SASKATCHEWAN W.T. TAEKWONDO MEMBER**

1. An active member in good standing with THE ASSOCIATION in the operating fiscal year that meets the requirements set out in the constitution of THE ASSOCIATION under the heading of regular memberships.
2. Only active members will be considered and included on the yearly membership list. This membership will be confirmed with both of the following:
  - 2.1. A signed receipt by the member with their current address or membership data submitted to THE ASSOCIATION by approved method.
  - 2.2. A membership fee deposited to the Corporation's bank account.
3. Before any Saskatchewan athlete, coach, official or club can receive any THE ASSOCIATION Funds, they must meet the definition of an active member and their membership fee must be paid and recorded by the Treasurer and/or Executive Director before the fiscal year deadline as defined in Policy.
4. Further clarification on:
  - 4.1. Members under 18 years old can be represented by a parent or guardian in the same manner as designated within the bylaws for that class of membership.
  - 4.2. The eligible membership voters list compared to the current fiscal year active membership for participation and insurance purposes.:
    - 4.2.1. If a meeting is held from April 1 to March 31 of a given year, the valid voters list is the complete membership list as of March 31 of the preceding year. Members that sign up during April 1 to March 31 of a given year will be on the voters list for the following fiscal year.

An amendment to the bylaws were approved by the members at the Annual General Meeting on May 27th, 2018 in Regina. The version:

**CONSTITUTION OF THE SASKATCHEWAN  
W.T. TAEKWONDO ASSOCIATION INC.  
Sask. W.T. version 2018 1.0**

is the latest updated version of the bylaws that are in effect. All previous versions are void.

This version is certified by the Board of Directors of Saskatchewan W.T. Taekwondo Association Inc:

May 27<sup>th</sup>, 2018.

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Wayne Mitchell

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Kathie Spent

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Dale Halewich

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Kirk Sinclair

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Brett Ferch

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Paul Moldenhauer

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Terry Webb

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Del Windrum