

NORTHWEST TERRITORIES AMATEUR SPEED SKATING ASSOCIATION

CONSTITUTION

ARTICLE 1 - NAME

- 1.1 The name of the Society is "NORTHWEST TERRITORIES AMATEUR SPEED SKATING ASSOCIATION".

ARTICLE 2 - OBJECTS

- 2.1 The objects of the Northwest Territories Amateur Speed Skating Association are to promote, develop, foster, and regulate the sport of speed skating in the Northwest Territories.

ARTICLE 3 - LOCATION OF OPERATIONS

- 3.1 The operations of the Association are to be chiefly carried out in the Northwest Territories.

NORTHWEST TERRITORIES AMATEUR SPEED SKATING ASSOCIATION

BY-LAWS

ARTICLE 1 - INTERPRETATION

- 1.1 In these by-laws, unless the subject matter or context requires a different interpretation:
- 1.1.1 "Association" or "NWTASSA" means the Northwest Territories Amateur Speed Skating Association;
 - 1.1.2 "SSC" means Speed Skating Canada;
 - 1.1.3 "Member" means any organized speed skating club or team or any individual athlete, coach, official or volunteer registered with the Association as a member;
 - 1.1.4 "Director" means an individual elected, appointed or designated as a director of the Association in accordance with the provisions of these By-Laws;
 - 1.1.5 "Board" means the Board of Directors of the Association;
 - 1.1.6 "Unattached athlete" means an individual athlete who resides in an area where no club or team exists.

ARTICLE 2 - AFFILIATION

- 2.1 The Association shall be affiliated as a territorial member within Speed Skating Canada and shall comply with the conditions prescribed for the maintenance of such membership.

ARTICLE 3 - JURISDICTION

- 3.1 The Association is the governing body over the sport of speed skating as practiced by members of the Association in the Northwest Territories and in such other places as may be designated by the Association.

ARTICLE 4 - MEMBERSHIP

- 4.1 Membership shall be open to any organized speed skating club or team or any individual athlete, coach, official or volunteer in the Northwest Territories who agrees to abide by and comply with the rules and regulations of the Association.

- 4.2 No organization or individual shall be admitted as a member unless:
- 4.2.1 the qualifications for membership as stated in these by-laws are satisfied;
 - 4.2.2 written application has been made to the Board in the form prescribed by the Board; and
 - 4.2.3 membership dues have been paid.
- 4.3 A member shall be deemed to be in good standing provided they have paid membership dues as prescribed by the Association and are not subject to any disciplinary action by the Association.
- 4.4 Any member may withdraw from membership in the Association by giving notice in writing to the Board.
- 4.5 Any member who resigns, withdraws or is expelled from the Association shall forthwith forfeit all rights, claims, and interests arising from or in connection with membership in the Association.

ARTICLE 5 - MEMBERSHIP DUES

- 5.1 Membership dues for clubs, teams, athletes, coaches, officials and volunteers shall be determined by the Association at the Annual General Meeting, and shall be in such amount as is deemed necessary to carry out the continued operations of the Association.

ARTICLE 6 - RIGHTS OF MEMBERS

- 6.1 All members of the Association shall have the right to take part in all Association activities and to use all facilities established by the Association for the promotion of its purposes, subject to such regulation and the payment of such additional fees as the Board may from time to time prescribe for specific activities.
- 6.2 Athletes who are members of the Association, including unattached athletes, may enter into competitions sanctioned by the Association or SSC subject to such terms and conditions as may be prescribed by the Association or SSC.

ARTICLE 7 - REGISTRATION

- 7.1 All individual members, except unattached athletes, must be registered with a member club or team. These member organizations will then be responsible to submit properly completed forms as well as the required membership dues to the Association. Registration deadlines shall be determined by the Board.

ARTICLE 8 - SUSPENSION AND EXPULSION OF MEMBERS

- 8.1 A member may be suspended for failure to pay membership dues within two months of the beginning of the membership year.
- 8.2 A member may be expelled if dues remain unpaid for a further two months.
- 8.3 Notwithstanding expulsion from membership, a former member remains liable for any membership dues owing prior to the expulsion.
- 8.4 Any member who violates the Constitution, By-laws, Code of Conduct or Regulations of the Association or decisions of the Association, may be suspended or expelled by the Board in accordance with the Association's policies and procedures regarding the discipline of members.

- 8.5 A decision of the Board suspending or expelling any member may be appealed by the member following the provisions of the Association's Dispute Resolution Policy.

ARTICLE 9 - BOARD OF DIRECTORS

- 9.1 The Association shall be governed by a Board of Directors. Five Directors shall be elected biennially at the Annual General Meeting for a two-year term and shall include the following:
- 9.1.1 President;
 - 9.1.2 Vice-President;
 - 9.1.3 Secretary;
 - 9.1.4 Treasurer; and
 - 9.1.5 Coordinator of Coaches and Officials.
- 9.2 The Directors shall also include a Representative from each member Club or Team designated by each member Club or Team from time to time. **ATH REP MAY BE ELECTED – ADD TO GOV POL**
- 9.3 Any voting member in a member club or team is eligible for election as a Director of the Association.
- 9.4 Each Director shall have one vote in all matters concerning the Association at meetings of the Board.
- 9.5 In the event that an elected Director resigns or is suspended or expelled from the Association, or for some reason is unable to continue with their duties, the Board may appoint any qualified person to replace that Director for a term which will expire at the next Annual General Meeting of the Association.
- 9.6 The members of the Association may, by resolution passed at an annual or special meeting of which notice specifying the intention to pass such a resolution has been given, remove any elected Director from office before the expiration of their term of office, and may elect any qualified person in their stead for the remainder of their term, on any of the following grounds:
- 9.6.1 a lack of interest or dereliction of duty, as defined by absence for three consecutive meetings of the Board where notice of at least one week has been given to all Directors, or failure to respond to direct email communication within 21 calendar days;
 - 9.6.2 incompetence;
 - 9.6.3 behaviour or conduct contrary to the Association's best interests or Code of Conduct; or
 - 9.6.4 loss of the special skills, qualification, or position which recommended the individual to the office.
- 9.7 Directors shall continue in office until their respective successors are duly elected, appointed or designated in accordance with the Constitution and By-laws.

ARTICLE 10 - DUTIES OF DIRECTORS

- 10.1 The President of the Association shall act as the chairperson for all Association meetings. The President shall oversee all actions and committees, and be the liaison between the Association and other provincial, territorial and national associations. The President shall be an ex-officio member of all committees.
- 10.2 The Vice-President shall perform the duties and exercise the powers of the President in the absence or disability of the President, and shall perform such other duties as may from time to time be established by the Board.
- 10.3 The Secretary shall be responsible for the preparation and custody of all Association minutes, the safe holding of the Association's books and records, and the arrangement for inspection of said books and records by members on request.

- 10.4 The Treasurer shall be responsible for keeping full and proper records of the financial transactions of the Association.
- 10.5 The Coordinator of Coaches and Officials shall be the technical consultant for the Association with respect to coaching and officiating development.
- 10.6 The Representative from each member club or team shall attend meetings of the Board and represent the interests of their club or team.

ARTICLE 11 - POWERS OF THE BOARD OF DIRECTORS

- 11.1 The Board shall manage the property, effects, and assets of the Association. It shall enforce the preservation of order and obedience to the Constitution and By-laws, and shall have the power to employ such servants and assistance and to make such rules and regulations as may be necessary to achieve the objects of the Association.
- 11.2 The Board may make or authorize necessary contracts and purchases.
- 11.3 At all meetings of the Board, three (3) Directors shall constitute a quorum.
- 11.4 Any Director may participate in any meeting of the Board by means of a conference telephone or other means of communication which permits all Directors participating in the meeting to communicate simultaneously and hear each other, and will thereby be considered to be present and have attended the meeting.
- 11.5 There will be no voting by proxy.
- 11.6 The Board may cancel the membership of inactive clubs or teams.
- 11.7 The Board shall have such power to select those athletes who shall represent the Northwest Territories as is provided for in the Association's Selection Policy.
- 11.8 The Board shall have the power to decide any questions not governed and determined by the Constitution and By-laws, and such decisions shall have full force and effect, subject to ratification by the membership at the next Annual General Meeting.

ARTICLE 12 – GENERAL AND SPECIAL MEETINGS

- 12.1 An Annual General Meeting of the Association shall be held between 31 and 180 days after the date of the fiscal year end.
- 12.2 At the Annual General Meeting, the President and all other Directors of the Association shall give full reports on the activities of the past year.
- 12.3 The order of business at the Annual General Meeting shall be as follows: Roll Call, Reading of the Minutes, Business Arising from the Minutes, Reports of Directors and Committees, Election of Directors, New Business, Adjournment.
- 12.4 A general or special meeting of the Association may be called by the President. Fourteen days' written notice of such meeting must be given and each notice shall specify the entire business of the meeting.

- 12.5 A special meeting of the Association shall be called by the President when requisitioned in writing by any three (3) Directors or by any member club or team. Fourteen days' written notice of such meeting must be given and each notice shall specify the entire business of the meeting.
- 12.6 Any member with voting privileges may participate in any meeting of the Association by means of a conference telephone or other means of communication which permits all persons participating in the meeting to communicate simultaneously and hear each other, and will thereby be considered to be present and have attended the meeting.

ARTICLE 13 - VOTING PRIVILEGES AT GENERAL OR SPECIAL MEETINGS

- 13.1 The Directors will have voting privileges at general or special meetings of the Association, as follows:
- 13.1.1 President - one vote;
 - 13.1.2 Vice-President - one vote;
 - 13.1.3 Secretary - one vote;
 - 13.1.4 Treasurer - one vote; and
 - 13.1.5 Coordinator of Coaches and Officials - one vote.
- 13.2 Members clubs at general or special meetings shall each have one (1) vote per 50 registered members of the club, as shown in NWTASSA records, at the time of the meeting. Clubs must nominate to NWTASSA a delegate holding no other voting power to exercise its vote(s). Club members other than the delegate shall be entitled to attend but may not exercise a vote during general or special meetings.
- 13.3 There will be no voting by proxy.

ARTICLE 14 - QUORUM

- 14.1 A quorum for any meeting of the Association shall consist of no fewer than three (3) voting members, no more than two (2) of whom shall be from any one club or team, and additionally no fewer than three (3) Directors.

ARTICLE 15 - STAFFING

- 15.1 The Board shall be empowered to hire any such individual or agency as it sees fit to deliver administrative or technical services on the Association's behalf.
- 15.2 The employment or contracting of individuals or agencies, and their duties, shall be governed by the terms of a contract established between the party and the Association.

ARTICLE 16 - AUDIT OF ACCOUNTS

- 16.1 A formal audit of accounts is not required. At each Annual General Meeting, unaudited financial statements containing the assets and liabilities of the Association in the form of a balance sheet and receipts and disbursements of the Association since the date of the previous financial statement, signed by two (2) Directors, shall be presented for the inspection of the members.

ARTICLE 17 - ALTERATION OR AMENDMENT OF BY-LAWS

- 17.1 The By-laws of the Association may be rescinded, altered, or added to by resolution approved by the majority of the voting members present at an Annual General Meeting.
- 17.2 Approved amendments shall be effective on the date of acceptance by the Registrar of Societies for the Northwest Territories, or at a later date specified in the Resolution.

ARTICLE 18 - BORROWING POWERS

18.1 The Association may borrow funds for capital or operating expenditures upon the approval of the membership by resolution at a general or special meeting of the Association.

ARTICLE 19 - FINANCES

- 19.1 The duties and business of the Association shall be carried on without pecuniary gain on the part of its members and any profits or other accretions to the Association shall be used in promotion of its objects.
- 19.2 All monies received by or on behalf of the Association shall be deposited in an account in the name of the Association in a chartered bank in the Northwest Territories.
- 19.3 The Association shall raise such funds as it requires in order to carry out the objects of the Association.
- 19.4 The Directors and, at the Board's discretion, contracted staff, shall have signing authority for all financial transactions conducted in the name of the Association. All such transactions shall require two signatures.

ARTICLE 20 - FISCAL YEAR

20.1 The fiscal year of the Association shall be from April 1 of one year to March 31 of the next year.

ARTICLE 21 - SEAL

- 21.1 The seal of the Society shall consist of the word "Seal" within a circle formed by the words "Northwest Territories Amateur Speed Skating Association".
- 21.2 The seal shall be kept in the custody of the Secretary and shall not be affixed to any instrument or document except by authority of a resolution of the Board and in the presence of the Secretary and at least one other Director.
- 21.3 The Secretary and at least one other Director shall have the authority to sign instruments or documents issued under seal on behalf of the Association.

ARTICLE 22 - RULES AND REGULATIONS

- 22.1 The Board may adopt such rules, regulations and policies as it deems necessary to achieve the objects of the Association.
- 22.2 All matters not specifically covered by the rules, regulations and policies of the Association shall be governed by those of Speed Skating Canada, where they apply.

ARTICLE 23 - SANCTIONED COMPETITIONS

- 23.1 Classes for competition in SSC sanctioned competitions will be those classes set out in the SSC regulations.
- 23.2 Only athletes, including unattached athletes, who are members of the Association will be allowed to compete in Provincial, Territorial or SSC sanctioned competitions. All athletes, coaches and officials participating in any NWTASSA sanctioned competitions must be registered with the NWTASSA prior to the commencement of the competition.

ARTICLE 24 - NORTHWEST TERRITORIES CHAMPIONSHIPS

- 24.1 Dates and locations of the annual Northwest Territories Championships shall be determined at an Annual General Meeting or, if no bid is received, dates and locations shall be allocated as soon as possible thereafter. Any member club or team wishing to host a Northwest Territories Championships must have been registered and in good standing with the Association in the year prior to the event.
- 24.2 Where it is deemed necessary due to logistics or to a significant variation in skill levels, the NWTASSA has the authority to vary or combine age and gender categories for the Northwest Territories Championships.

ARTICLE 25 - ARCTIC WINTER GAMES

- 25.1 The NWTASSA shall participate in the Arctic Winter Games by selecting and preparing a Northwest Territories Speed Skating Team for all categories in the Games, where possible.
- 25.2 For Arctic Winter Games Territorial Trials, the NWTASSA shall cover out-of-town official travel costs as required. The host club or team shall cover any fees, accommodations and honoraria not covered by Sport North or its equivalent multi-sport agency. In the absence of a host club or team, NWTASSA shall bear these costs.

ARTICLE 26 - PROTEST OF COMPETITIONS

- 26.1 Any competition may be protested to the NWTASSA in accordance with the Association's Dispute Resolution Policy.

ARTICLE 27 - COMMITTEES

- 27.1 The Board may set up such standing and short-term committees or sub-committees as it deems necessary for the purpose of raising funds, arranging functions, disciplinary and appeals actions, or any other NWTASSA activity.

ARTICLE 28 - TRAVEL EXPENSES

- 28.1 Travel expenses for Directors to attend an Annual General Meeting may be paid by the Association in accordance with the Travel Policy set by the Board.
- 28.2 Travel and related expenses for members traveling on official Association business may be paid by the Association in accordance with the Travel Policy set by the Board.
- 28.3 Directors may be reimbursed for expenses incurred by them in the conduct of their duties in accordance with the Governance Policies set by the Board.
- 28.4 Members and Directors shall otherwise serve without recompense and shall not profit from their positions.

ARTICLE 29 - PARLIAMENTARY PROCEDURE

- 29.1 Any matter of order or procedure respecting meetings of the Corporation for which express provision has not been made in the By-Laws, or for which only partial provision has been made, shall be determined, whenever possible, in accordance with the latest edition of Roberts Rules of Order.