



BYLAWS OF SASKATCHEWAN TABLE TENNIS ASSOCIATION INC. Operating as TABLE TENNIS SASKATCHEWAN

Revised: March 2020

ARTICLE I – DEFINING AND INTERPRETING THE BYLAWS

1.1 Definitions

In these Bylaws, the following words have these meanings:

- 1.1.1 “Act” means *The Non-profit Corporations Act of Saskatchewan, 1995*
- 1.1.2 “Annual Meeting” means the Annual General Meeting of the Corporation
- 1.1.3 “Article” means the Articles contained within the Bylaws of the Corporation
- 1.1.4 “Association” means Saskatchewan Table Tennis Association Inc.
- 1.1.5 “Board” means the Board of Directors of the Corporation
- 1.1.6 “Corporation” means Saskatchewan Table Tennis Association Inc.
- 1.1.7 “Director” means an elected or appointed Director of the Corporation
- 1.1.8 “Member” means an individual member in good standing regardless of the type of membership category
- 1.1.9 “Officers” mean President, Vice-President Administration and Finance, Vice-President Technical, and Vice-President Marketing
- 1.1.10 “Special Meeting” means the special meeting described in Article 4.1.3 of the Bylaws
- 1.1.11 “Resolution” means a motion requiring member voting at an Annual or Special Meeting of the Corporation



ARTICLE II – GENERAL AND ADMINISTRATION

2.1 Name

The official name of the Association is Saskatchewan Table Tennis Association Inc. Through an election filed with *The Business Names Registration Act of Saskatchewan*, the Association is operating as Table Tennis Saskatchewan.

2.2 Address

The registered address of Saskatchewan Table Tennis Association Inc. is:

510 Cynthia Street,
Saskatoon, Saskatchewan S7L 7K7

The Board may change the registered office within Saskatchewan. Notice of such will be provided as required by the *Act* and bodies to whom the Association is accountable.

2.3 Incorporation

The Saskatchewan Table Tennis Association Inc. is incorporated as a Saskatchewan Membership Corporation pursuant to the *Non-profit Corporations Act of Saskatchewan, 1995*.

2.4 Location of Books and Records

The necessary books and official records of the Corporation required by these Bylaws or by applicable law will be necessarily and properly kept.

2.5 Objectives

The objectives of the Association are to promote and support participation in table tennis at all levels, from introductory involvement through to high performance competition.

2.6 Affiliations

The Association shall operate under the jurisdiction of SaskSport's Bylaws and rules where applicable. The Association will work in partnership with the Table Tennis Canada and other organizations, as appropriate, in order to promote and achieve the objectives of the Association.

2.7 Exclusive Responsibilities

Any topic not covered by the present of these Bylaws, or the Policy Manual of the Association, shall remain the exclusive responsibility of the Board.

2.8 Fiscal Year

The fiscal year of the Corporation shall be September 1 to August 31 of the following year.



2.9 Banking Arrangements

The banking business of the Corporation shall be conducted at such financial institution as the Board may designate.

2.10 Selection of an Auditor

The auditor of the Corporation shall be appointed each year at the Annual General Meeting. They must have the necessary qualifications to perform an audit, be independent of the Corporation, and work with the Officers and staff of the Corporation to audit the books, accounts, and records of the Corporation in order to report to the Members at the next Annual Meeting.

2.11 Conduct of Meetings

Unless otherwise specified in the Act or these Bylaws, Member and Board meetings shall be conducted according to Roberts Rules of Order (current edition).



ARTICLE III – MEMBERSHIP

3.1 Qualification

Any individual may become a Member of the Association upon application for membership provided they uphold the rules of the Association, pay the prescribed fees by the established dates, and are approved by the Board of Directors.

3.2 Categories of Membership

There shall be (3) categories of membership, with membership rights based on individuals within each category:

3.2.1 Individual

An individual member shall be any person who completes an Association membership form and pays the individual membership fee.

3.2.2 Honorary Life Member

Honorary Life Member is a special form of membership which may be bestowed upon any person whose services to the Association is agreed to have been sufficiently deserving. Nominations for Life Membership must be submitted in writing to the Officers at least six (6) weeks prior to the Annual Meeting. A member of the Association must make the nomination.

3.2.3 Club

A club member will be any club wishing to affiliate with the Association. The club must complete the club membership application and pay the applicable fee. All individuals in the club must also be members of the Association.

3.3 Fees

Membership fees payable shall be set from time to time by resolution of the Board.

3.4 Membership Year

The membership year shall be the same as the fiscal year of the Corporation.

3.5 Condition of Membership

To maintain status as a member in good standing, all members shall:

- a. Abide by the Association's Articles, Bylaws, rules and policies
- b. Pay any and all prescribed fees, dues, or indebtedness as established by the Board.



3.6 Rights and Responsibilities of Members

The rights and responsibilities of members are:

- a. To attend and participate in discussions of the Annual Meetings;
- b. To exercise their vote in accordance with the Bylaws of the Association;
- c. To participate fully in all Association activities, share in the Association's enterprises and enjoy benefits arising from the Association's affiliation with various organizations;
- d. To receive equal protection and benefit of all policies and procedures adopted by the Association; and
- e. At all times to be treated reasonably and fairly in accordance with the principles of natural justice.

3.7 Discipline

Should a Member violate a Bylaw or policy of the Association, they may be subject to disciplinary action up to and including suspension and expulsion, as determined by the Board and in accordance with the Association's Policies.

3.8 Appeal

A Member, who has been subject to disciplinary action, shall have access to appeal as outlined in the Policy Manual of the Association.



ARTICLE IV – ANNUAL AND SPECIAL GENERAL MEETINGS

4.1 Annual and Special General Meetings

4.1.1 *Scheduling the Annual Meeting*

The Association shall hold an Annual Meeting no later than three months following the end of each fiscal year. The Board sets the place, day and time of the meeting.

4.1.2 *Agenda*

The Annual Meeting deals with the following matters:

- a. Adopting the Agenda
- b. Adopting the Minutes of the last Annual Meeting
- c. Considering the President's and other reports presented
- d. Present the Budget and Audited Financial Statements setting out the Association's income, disbursements, assets and liabilities, and the Auditor's report
- e. Appointing the Auditors
- f. Ratifying the Board's actions for the year
- g. Electing the Directors of the Board
- h. Considering matters specified in the Notice of Meeting
- i. Other specific motions that the Board has given notice of before the meeting is called.

4.1.3 *Special Meetings*

A Special Meeting may be called by the Board to address an urgent matter that cannot otherwise wait until the Annual Meeting. Only the matter(s) set out in the notice for the Special Meeting are considered at the Special Meeting.

4.2 Notice

Notice of the Annual Meeting, and any resolutions to be dealt with thereto, shall be given to the Members by means determined by the Board no less than thirty (30) days before the time fixed for the holding of the Annual Meeting. A meeting shall not be invalid due to accidental omission of notice to a Member.

4.3 Quorum

The quorum for transaction of business at an Annual or Special Meeting shall be constituted based on the number of Members attending and qualified to vote.



4.4 Voting Rights and Procedures

- 4.4.1 Voting rights are accorded to individuals in good standing, at least 18 years of age, and attending the Annual or Special Meeting of the Association. Each qualifying individual shall be entitled to one (1) vote on each motion arising. Honorary Lifetime Members shall receive one (1) vote.
- 4.4.2 At the Annual or a Special Meeting of the Association, every motion shall be decided by a majority of the votes of Members present and entitled to vote, except motions amending Bylaws, which shall be decided by a two-thirds (2/3) majority of Members present and entitled to vote. Every motion shall be decided by a show of hands.
- 4.4.3 The Chair declares a resolution carried or lost. This statement is final, and does not need to include the number of votes for and against the resolution.

4.5 Proxies

There shall be no voting by proxy at the Annual or a Special Meeting.

4.6 Nomination and Election

- 4.6.1 An individual member in good standing, 18 years of age or older, who has the power under law to contract, and who meets the qualifications as set forth in the *Act*, may be nominated for election as a Director.
- 4.6.2 The term of office of each Director shall be two (2) years. Terms of office will be staggered as much as possible to allow no more than 50% of Directors are elected annually.
- 4.6.3 Election will be conducted via secret ballot. A minimum of two individuals appointed will observe the count.
- 4.6.4 A Director shall be eligible for re-election after their term has ended.
- 4.6.5 The Board may fill any vacancy by appointment until the next Annual Meeting at which time an election to complete the original term of office shall take place.
- 4.6.6 Persons under employment contracts with the Association are not eligible to hold a position as a Director.



ARTICLE V – BOARD AND OFFICERS

5.1 Board Composition

The Board of the Corporation shall be composed of the following voting members:

- a. Minimum of One (3), and up to Twelve (12) elected Directors at Large

And the following ex-officio (non-voting) member:

- b. Executive Director
- c. Provincial Head Coach

5.2 Term of Office

The normal term of office for a Director is two (2) years, unless shorten to conform with staggering as per Article 4.6.2.

5.3 Meetings of the Board

5.3.1 Members of the Board shall meet as often as considered necessary. Notice of such meetings shall be provided a minimum of seven (7) days in advance.

5.3.2 The Directors may meet by teleconference or by other electronic medium as agreed by the Board.

5.3.3 A quorum for meetings of the Board shall consist of more than 50% of the elected Board of Directors.

5.4 Decisions of the Board

The Board of Directors may approve a resolution or motion, or render a decision by way of in person at meetings, or written approval forwarded electronically. All voting Members of the Board shall have one (1) vote except the Chair who will vote only in the case of a tie. Voting in person shall be by a show of hands unless a majority of Directors present request a secret ballot. Resolutions shall be passed upon a majority of the votes being in favour of the resolution.

5.5 Officers

The Officers of the Corporation shall be the President, Vice-President Administration and Finance, Vice-President Marketing, and Vice-President Technical, and such other Officers as the Board may determine from time to time. The voting members of the Board, at a meeting immediately following the Annual Meeting, shall appoint the Officers of the Board.



5.6 Duties of Officers

5.6.1 *President*

As the Chief Executive Officer of the Corporation it shall be the President's responsibility to demonstrate leadership qualities and show capability in organizing and planning policy directions for the Board.

The President will be elected in accordance with the Bylaws at Annual Meeting. The President will serve a term of two years, and may be re-elected for additional terms without limitation.

In addition, he/she shall:

- a) Act as chairman for all Board meetings.
- b) Act as ex-officio of all committees established by the Board.
- c) Be the official representative of Corporation to:
 - i. Table Tennis Canada
 - ii. Federal and Provincial Governments
 - iii. International Table Tennis Federation
 - iv. All organizations requesting the presence of a representative from the Association

As the official representative of Association he/she must attend, or cause a Board member or the Executive Director to represent him/her at all meetings that the Association is required to be present.

He/she is responsible for coordinating the activities of the following:

- a) The Board
- b) Appointed Committees
- c) Staff – supervision and evaluations

He/she must maintain a working knowledge of proceedings at the STTA office and oversee its operations.

He/she must provide guidance to all officers, committee chairmen, and employees, and see to it that the Corporation's policies appropriate to their areas of responsibility are being carried out.

He/she must approve and sign all official documents of the Corporation.

He/she shall be responsible for recommending appropriate structures and processes within the organization for its continued well-being.

The President may delegate any duties as deemed appropriate.



5.6.2 Vice-President Administration and Finance

As the chief financial officer of the Corporation, the Vice-President Administration and Finance's primary responsibility shall be to design financial plans and programs which ensure the financial well-being of the Association.

The Staff shall work with and report to the Vice President Administration and Finance with respect to the financial matters of the Association.

The Vice-President Finance shall monitor and ensure the accuracy of the financial accounting records of the Corporation as required by the *Act*, legislation, and other bodies to whom the Association reports; and shall supervise the management and disbursement of funds of the Corporation. They shall ensure accurate updated budgets and financial statements are provided to the Board as requested and shall ensure staff assist the Auditor in preparation of the audited financial statements for the Annual Meeting.

As Vice-President Administration and Finance, he/she shall:

- a) Ensure all Annual Funding applications and follow-ups are ready for board approval within prescribed guidelines.
- b) Ensure all grant applications and follow-up are prepared within timelines
- c) Prepare a fiscal policy for the Association and present it to the Board for ratification.
- d) Approve or disapprove all actual and proposed expenditures according to the adopted fiscal policy.
- e) Act as the signing officer for all cheques and financial documents.
- f) Oversee the preparation of a monthly financial report, to be distributed to the Board.
- g) Be responsible for providing policy and preparing budgets, for the following:
 - i. All travel claims
 - ii. Registration, membership, and affiliation fees
 - iii. Administration expenses
 - iv. Office expenses
 - v. Salaries
 - vi. Promotional projects
- h) Staff – Hiring, supervision and evaluations
- i) Develop a STTA meeting schedule.
- j) Have a general knowledge of grant procedures and funding.
- k) Oversee Membership Assistance Program (MAP).
- l) Oversee lotteries and other fundraising activities.
- m) Be responsible for ensuring that accurate minutes are taken at all STTA meetings.
- n) Oversee the content and distribution of the minutes.
- o) Oversee the maintenance of member records.
- p) Ensure that written notices of meetings are distributed according to the Constitution.
- q) Assume responsibility for all matters pertaining to legislation, such as the Constitution and Bylaws.

The Vice-President shall be vested with all the powers and shall perform all the duties of the President in his/her absence or inability to act.



5.6.3 Vice-President Technical

The primary role of the Vice-President Technical shall be to administer the developmental and technical program of the Association. The technical staff shall work with and report to the Vice-President Technical on matters dealing with the Association's technical programs.

The Technical Committee shall consist of the Vice-President Technical, provincial technical coaches, Executive Director, Tournament Director, and other members of the Board.

The Vice President Technical will work with:

- a) President
- b) Officials' Chairman
- c) Executive Director
- d) Provincial Technical Coaches

As Vice President Technical, he/she shall:

- a) Chair Selection Committee for the Provincial teams.
- b) Review competitive schedule.
- c) Develop an annual clinic and training camp schedule in conjunction with the Executive Director and technical coaches.
- d) Coordinate, with the Executive Director and technical coaches, the school programs.
- e) Coordinate, with the government agency/department that is responsible for sport in Saskatchewan on the following:
 - i. National Coaching Certification Program (NCCP)
 - ii. Excellence Program
 - iii. Future Best Program
- f) Coordinate, with the Officials' Chairman, the Officials Development Program.
- g) Advise the Vice-President Administration and Finance on recipients for various awards.
- h) Act as the liaison to related associations which affect the technical programs of STTA.
- i) The Technical Committee should meet 3-4 times per year.

The Vice-President Finance shall monitor and ensure the accuracy of the financial accounting records of the Corporation as required by the *Act*, legislation, and other bodies to whom the Association reports; and shall supervise the management and disbursement of funds of the Corporation. They shall ensure accurate updated budgets and financial statements are provided to the Board as requested (minimum quarterly) and shall ensure staff assist the Auditor in preparation of the audited financial statements for the Annual Meeting.



5.6.4 Vice-President Marketing

The primary role of the Vice-President Marketing shall be to administer the development of a strategic marketing and promotion strategy program for the Association.

The Marketing and Promotions Committee shall consist of the Vice-President Marketing, Executive Director in consultation with the provincial coaches, and board of directors.

As Vice-President of Marketing, he/she shall;

- a) Ensure that Association takes advantage of award programs offered by other organizations.
- b) Coordinate publications and the Association's newsletter.
- c) Oversee Promotions and Public Relations campaigns.
- d) Work with media
- e) Promote the Association
- f) Oversee Fundraising campaigns and opportunities.
- g) Work in conjunction with the Table Tennis Canada's Public relations and marketing committee.
- h) Shall oversee or approve the specifications for and coordinate the production of instructional and visual aid materials to be used for athlete, coach and official development in conjunction with the executive director and provincial coaches for the Association's library and resources.

5.6.5 The Officers shall perform such other duties as may from time to time be established by the Board.

5.7 Powers and Duties of the Board

This body is the sole governing body of table tennis in Saskatchewan, and as such is responsible for conducting the business, discipline and management of the Association and to exercise all the powers of the Association.

The Board shall be responsible for:

- a) The establishment of policies, practices and operating guidelines for the Association.
- b) The authorization and approval for the hiring and dismissal of staff.
- c) The approval of salaries and expenses of staff.
- d) The approval of operating budgets of the Association's head office, and all committees of the Association.

5.7.1 The Board is responsible and accountable to the membership for the strategic leadership of the Association. Jointly, they are responsible to establish the overall short and long-term goals, objectives, and priorities that meet the needs of the community.

5.7.2 The Board is the legal authority for the Association. Except as provided in the Articles of Incorporation, *Act* or these Bylaws, the Board has the powers of the Corporation and may delegate any of its powers, duties and functions.

5.7.3 The Board may make policies and procedures or manage the affairs of the Corporation in accordance with the *Act* and these Bylaws.



- 5.7.4 The Board retains the authority to establish and regulate terms of reference for any Committee, and may delegate any of its powers, duties or functions to any Committee.
- 5.7.5 The Board shall ensure appropriate internal and external controls are in place to properly fulfill all financial, reporting, and legislative requirements. They shall ensure the assets and property of the Association are kept safe, properly maintained, and protected.
- 5.7.6 The Board may, from time to time, borrow funds and may pledge assets allowed in Bylaw, in order to ensure payment of loans or other Corporation debts.
- 5.7.7 The Board shall be responsible for the employment and performance review of an Executive Director to whom they may delegate certain authorities and responsibilities required to carry out the mission, vision, and goals of the Association.

5.8 Remuneration

There shall be no remuneration of any Director, Officer, or member of any Board designated Committee with the exception of a reimbursement of expenses in accordance with policies approved by the Board.

5.9 Conflict of Interest

A Director, Officer, or member of a Board designated Committee shall be bound by the Board approved policy regarding any perceived conflict of interest.

5.10 Resignation, Removal of Director or Officer

5.10.1 Resignation

A Director or Officer may resign by delivering a written notice to the Board of the Corporation. The effective date is the date of the written resignation.

5.10.2 Removal

A Director or Officer may be removed from office by resolution of the Board, providing the motion is passed by two-thirds (2/3rds) of the Directors. The Director or Officer under consideration shall have no vote in this case. The removal is effective immediately following the passing of the motion.

5.10.3 Appeal

A Director or Officer, who has been so removed, shall have access to appeal as outlined in the Policy Manual of the Association.



5.11 Indemnification

The Corporation shall indemnify and hold harmless out of the funds of the Corporation each Director and Officer, their heirs, executors and administrators from and against any and all claims, demands, actions or costs which may arise or be incurred as a result of occupying the position or performing the duties of a Director or Officer.

The Corporation shall not indemnify a Director or Officer or any other person for acts of fraud, dishonesty, or bad faith.



ARTICLE VI – AMENDING THE BYLAWS

- 6.1 These Bylaws may be cancelled, altered, or added to by Resolution at any Annual Meeting or Special Meeting of the Corporation.
- 6.2 The thirty (30) days notice of the Annual Meeting of the Corporation must include details of the proposed resolution to change the Bylaws.
- 6.3 Amendments to these Bylaws shall only be made after the motion to amend has been passed by two-thirds (2/3) majority of those present and eligible to vote at an Annual Meeting or Special Meeting of the membership.
- 6.4 The amended Bylaws take effect immediately following approval of the Resolution at the Annual Meeting or Special Meeting of the membership.



ARTICLE VII – DISSOLVING THE ASSOCIATION

7.1 Winding Up

On dissolution of the Association, the appropriate sections of *The Non-profit Corporations Act of Saskatchewan* shall apply.