

## BY-LAW NO. 1

### MEMBERSHIP

- 1.01 Membership is open only to the instructors and students of a sanctioned school or to a parent of a student(s) of a sanctioned school, who are approved for membership by the Board of Directors.
- 1.02 All members shall observe and conform to the rules and regulations of the Association as set by the Executive from time to time.
- 1.03 All members of the school to remain in good standing, must pay such fee as is determined from time to time by the Board of Directors.
- 1.04 Members in arrears will not be permitted to take tests, take part in any competitions, and if not paid, the membership shall be terminated. Refund of paid dues shall be made at the discretion of the Executive.
- 1.05 Members 18 years or older may serve on the Board of Directors. Members 14 years or older may vote for the election of Board members.
- 1.06 The Association shall not be responsible for any damages or injury or loss of property to any members of the Association, or to guests, visitors or spectators at any events or tournaments sanctioned by the Association.

## BY-LAW NO. 2

### BOARD OF DIRECTORS

- 2.01 The business of the Association shall be administered by a Board of Directors and the number of the Directors shall not be less than seven (7) but not more than eleven (11).
- 2.02 The most recent past President shall be an ex-officio member of the Board of Directors of the Association.
- 2.03 All members of the Board of Directors shall hold office for a term of two years.
- 2.04 The position of Director shall be vacated:
- (a) If, by notice in writing to the Board, a Director resigns as a Director; or,
  - (b) If, at any special meeting of the Association, such Director is voted out of office by a simple majority of the members entitled to vote.
  - (c) By resolution of the Board of Directors, if a Director does not attend at least one official Board of Director meeting during the period between the Annual General Meetings.

2.05 Any vacancy on the Board of Directors may be filled by the Board until the first general meeting of the membership following the occurrence of the vacancy.

#### BY-LAW NO. 3

##### OFFICERS

3.01 At the first meeting of the Board of Directors following the Annual General Meeting, the Board shall elect from its own number its officers.

3.02 The officers of the Association shall be a President, Vice-President, Treasurer and Secretary who shall be collectively known as the *Executive*. The positions of Treasurer and Secretary can be carried on by a single person but that person would continue to only have one vote.

3.03 The President or his/her designated representative shall act as Chairman of all executive and general meetings, and supervise the Association. When unable to do so, the Vice-President shall act for him. The President shall hold office until his successor has been duly elected at the Annual General Meeting.

3.04 The President shall be an ex-officio member of all committees with the exception of the Nominating Committee.

3.05 The Secretary shall keep the minutes of the meetings of the Board of Directors and of the Association. He shall attend to all the correspondence of the Board, prepare and receive all notices and documents, draft the minutes of all meetings, investigate applications for membership and report therein to the Board, and generally perform all the ordinary duties of a Secretary. He shall have custody of the corporate seal and shall have the power to certify all documents.

3.06 The Treasurer shall have charge and custody and be responsible for all funds of the Association which he shall deposit in the Association's name in such bank as may from time to time be designated by the Board of Directors. He shall submit a financial statement at the end of each fiscal year and whenever requested to do so by the President. With the exception of monies collected by the Fundraising Committee, all funds of the Association shall be deposited by the Treasurer; all disbursements of the funds of the Association shall be paid by cheque.

3.07 A quorum of the Executive shall be three officers.

#### BY-LAW NO. 4

##### DUTIES OF THE BOARD

4.01 The Board of Directors shall be responsible for the general management of the affairs, funds and records of the Association.

4.02 The Board shall establish committees with the name, designation and responsibilities as are deemed appropriate from time to time.

4.03 The Board of Directors is empowered from time to time to establish the structure, schedule of events, entry fee, and all other matters generally and appropriately associated with the competitions, displays and exhibitions of Taekwondo.

4.04 The Board of Directors, through its committee structure, is empowered to seek corporate sponsorship and any donations in support of the objects of the Association.

4.05 The Board of Directors shall appoint proper signing officers from its number, which officers shall be responsible for signing all cheques, notes and obligations of the Association.

4.06 It will be the duty and responsibility of the Board of Directors to ensure that any moneys raised by the Association through the competitions, displays and exhibitions of Taekwondo are used in accordance with the objectives of the Association. The Board of Directors may delegate any of these duties to the Fundraising Committee, but the Board of Directors shall remain ultimately responsible.

#### BY-LAW NO. 5

#### COMMITTEES

5.01 The Board is empowered to employ, either on a full or part-time basis, such personnel as are required from time to time for the proper operation of the Association.

5.02 All or any expenses paid to the members of the Board of Directors or to committee members shall be determined and approved by the Board of Directors.

5.03 The Board of Directors shall have the power to create and to specify the membership of the duties of such standing or special task committees as may be found necessary from time to time to carry out the work of the Board of Directors and shall have the power to dissolve such committees.

5.04 With the exception of the Parent's Committee, all members of a committee and the Chair of the committee shall be appointed by the Board of Directors.

5.05 The Chair of each committee shall appoint the Vice-Chair of that committee from the members of that committee. The Vice-Chair shall act as Chair, should the Chair be unable to act.

5.06 These committees include but are not limited to the following:

(a) Parent's Committee

- (i) The Parent's Committee is responsible for representing the interests of their children and in that respect shall hear from any students who are under the age of 14 years or their parents.
- (ii) The Parents Committee shall be comprised of the parents of any children who are members of the Association, and shall consist of three to eight members. Three members are the required quorum for any meetings of the Parents Committee.
- (iii) The members of the Parents Committee shall elect, from among themselves, a Chair who shall be responsible for the general supervision of the affairs of the Parents Committee including the holding and conduct of any meetings of the Parents Committee.

(b) Discipline Committees

- (i) There shall be two committees, each comprised of one Black Belt, one Director and one member or parent of a member of the Association.
- (ii) Both committees shall have the power to investigate, adjudicate and punish any of the following violations by a member, instructor or sanctioned school:
  - (1) Breach of the By-laws of the Association or any written agreement with the Association;
  - (2) Fighting in public;
  - (3) Disrespect of a serious nature constituting a breach of the Master Way; or
  - (4) Conduct unbecoming a member pursuant to the Code of Conduct, including but not limited to conviction of a criminal offence.
- (iii) Where a complaint has been made or there appears to have been a violation, an investigation shall be commenced by one committee, hereinafter referred to as the Investigating Committee. Any information obtained shall remain confidential during the course of the investigation and, apart from a hearing, at no time will the members of the Investigating Committee discuss or relate any information relating to an investigation of a violation to the other discipline committee.
- (iv) Having concluded its investigation, it is in the discretion of the Investigating Committee to proceed to a hearing of the violation in front of the other discipline committee. The Investigating Committee shall provide the other discipline committee with its notice to proceed with a hearing.
- (v) (a) After it receives notice, the other committee, hereinafter referred to as the Hearing Committee, shall advise both the member, instructor or school being investigated and the

Investigating Committee of the date of the hearing, at least 30 days in advance.

(b) After the Hearing Committee has received notice of a hearing from the

Investigating Committee, the Technical Director has the power to suspend an instructor's qualifications so that they are not a Qualified Instructor until he hearing.

(vi) Both sides will have an opportunity to present their case before the Hearing Committee. A representative of the Investigating Committee shall present first, followed by the party being investigated. The hearing shall be closed to the public.

(vii) The Hearing Committee shall render a decision within 30 days. If it finds there was a violation it shall render one of the following penalties:

(1) A reprimand;

(2) Probation on such terms as it deems just;

(3) In the case of a member, termination of their membership in the

Association;

(4) In the case of a Qualified Instructor, revocation of the Association's sanction of their instructor's qualifications; or

(5) In the case of a school, revocation of the school's sanction.

(vii) The committees shall alternate the investigation and hearing functions with each new matter.

(c) Competition Committee

(i) This committee shall ensure that there is an annual provincial tournament, hereinafter referred to as the Provincials, to determine provincial champions for all belts and to determine which Black Belts shall represent P.E.I. at the W.T.F. Taekwondo Association of Canada National Competition.

(ii) The committee shall ensure that any Taekwondo tournaments are sanctioned by the Association and that W.T.F. Taekwondo Rules are followed.

(d) Refereeing Committee

The referee committee shall create and implement policy to govern Provincial Refereeing.

(e) Fundraising Committee

(i) The Fundraising Committee shall deal with the fundraising of all monies by the Association, including the seeking of corporate sponsorship and any donations in support of the Association.

(ii) The Treasurer shall be a member of the Fundraising Committee.

## BY-LAW NO. 6

### MEETINGS

#### Annual

6.01 The annual meeting of the Association shall be held in Province of Prince Edward, in each and every year. Special meetings of the Association may be held at the call of the Chairman, or at the request of three quarters (3/4) of the Directors of the Association or by three quarters (3/4) of the membership as evidenced by a signed petition.

6.02 The presence of a majority of the Board of Directors shall be necessary to constitute a quorum at all meetings of the Association and any member in good standing of the Association shall be entitled to vote at such meetings.

#### Board Meetings

6.03 The Board of Directors of the Association shall meet at any time at the call of the President or at the request of three quarters (3/4) of the Board of Directors.

6.04 The presence of a majority of the Board of Directors shall be necessary to constitute a quorum at all meetings of the Board of Directors of the Association and any member of the Board of Directors shall be entitled to vote at such meetings.

#### Notice

6.05 Notice of all general meetings of the Association shall be given at least thirty (30) days in advance of such meeting and notice of all meetings of the Board of Directors of the Association shall be given at least one (1) week in advance of such meeting, in such manner as is deemed appropriate by the President of the Association from time to time.

#### Telephone or E-Communication Meetings

6.06 Participation - Holding or participation in meeting by telephone or other electronic communications facilities is prohibited for general or special general meetings of the members, but is permitted for Board, Executive Committee, and the other committee under these bylaws, provided that:

- a) at the call to order quorum is established and all of the members of the meeting agree to the meeting by electronic means, and that in the case of a meeting other than telephone all persons entitled to attend the meeting have equal access to the means and at least two-thirds (2/3) of such persons consent, in advance, to the method of communication;

- b) such communications facilities permit all persons participating in the meeting to communicate with each other; and
- c) quorum and votes are determined by roll call, except that votes sent electronically will be acknowledged by the chair, or the person designated by the chair to receive them. All electronic voting will be recorded and the results will be filed with the Secretary until a motion to destroy them has been passed or the minutes of the meeting have been approved.

6.07 Communication - Where a meeting by telephone or other electronic communications facilities is permitted each member participating in the meeting by such means is deemed to be present at that meeting. The failure or inability to establish or maintain telephone or other electronic communications facilities shall not, simply because of that fact, invalidate a meeting or make void any proceedings taken thereat provided that quorum is maintained.

#### BY-LAW NO. 7

##### FISCAL YEAR END

7.01 The Association's fiscal year shall be the calendar year extending from the first day of April to the last day of March.

#### BY-LAW NO. 8

##### SIGNING AUTHORITY

8.01 All contracts, documents, instruments in writing, cheques, drafts or orders for payment of money, notes, acceptances, and bills of exchange drawn, accepted, endorsed and signed by the proper signing officers of the Association shall be binding on the Association without any further authorization or formality.

8.02 The Board of Directors shall have the power from time to time by resolution to appoint any other officer or officers or Directors of the Association to sign specific contracts, documents or instruments in writing.

#### BY-LAW NO. 9

##### SPECIAL RESOLUTIONS

9.01 Special Resolutions, including amendments and additions to the constitution and by-laws of the Association, provided they are not in conflict with the foregoing purposes and objects of the Association, may be adopted at any annual or special general meeting of the Association by a two-thirds vote of the members in good standing present at such meetings.

9.02 Proposed amendments under section 9.01 must be filed with the Association Secretary, in writing, at least fourteen (14) days before the scheduled meeting date, so that it may be provided to members no later than seven (7) days before Association meetings.

9.03 Any amendment so adopted shall immediately become effective unless otherwise provided.

BY-LAW NO. 10

AUDITORS

10.01 An audit of the financial transactions of the Association shall be made each year by one qualified to do so as designated by the Membership.

BY-LAW NO. 11

CORPORATE SEAL

11.01 The Board of Directors shall order a seal of the Association that shall be kept in the custody of the Secretary.

BY-LAW NO. 12

DISSOLUTION

12.01 Upon the dissolution of the Association and after payment of all debts and liabilities, its remaining property shall be distributed or disposed of to charitable organizations which carry on their work solely in Canada and which are recognized under the Income Tax Act of Canada or any organization in existence at the time of dissolution whose objectives are substantially similar to those of the Association and which carries out or plans to carry out those objectives within the Province of Prince Edward Island.

BY-LAW NO. 13

SANCTIONING

13.01 All schools, clubs or academies (collectively referred to throughout these Bylaws as "schools") purporting to teach Taekwondo must be sanctioned by the Association. While this decision is at the discretion of the Board of Directors, a sanctioned school must have a Qualified Instructor approved by the Association.

13.02 All Taekwondo competitions must be sanctioned with the consent of two-thirds of the Board of Directors in attendance at that meeting. Any posters, brochures or flyers must contain the following written statement: "This event is sanctioned by the P.E.I. Taekwondo Association."

13.03 Members can only compete in non-sanctioned tournaments in P.E.I. with the consent of two-thirds of the Board of Directors in attendance at that meeting. Students of a non-sanctioned school, club or instructor cannot compete or otherwise participate in any tournament sanctioned by the Association, including the P.E.I. Provincial Finals, without the consent of two-thirds of the Board of Directors. This prohibition applies even if a sanctioned event is open to other styles of martial arts.

13.04 In the event that a non-sanctioned school is opened or a non-sanctioned event is held the Board of Directors may take whatever action they deem



necessary, including but not limited to advertising lack of affiliation with or sanction by the Association and the consequences of this.

13.05 The Board of Directors shall appoint one person to be the Technical Director of the Association who is deemed to be a Qualified Instructor by the Association in a school sanctioned by the Association, unless the Board of Directors, at its discretion, otherwise directs.

BY-LAW NO. 14

BLACK BELTS & MASTER INSTRUCTORS AND THE CODE OF CONDUCT

14.01 All members shall follow the Code of Conduct approved by the Board of Directors.

DATED at Charlottetown, Queens County, Province of Prince Edward Island, this 14<sup>th</sup> day of December, A.D. 2011.

WITNESS: