

**HERITAGE GREENS LAWN BOWLING CLUB  
INCORPORATED**

**KITCHENER, ONTARIO**

**CONSTITUTION**

**REVISED OCTOBER 5, 2008**

## **HERITAGE GREENS LAWN BOWLING CLUB INCORPORATED**

### **KITCHENER, ONTARIO**

#### **HISTORICAL NOTATION**

Heritage Greens Lawn Bowling Club Incorporated is a change in name and location effective January 1, 1997 from Rockway Lawn Bowling Club Incorporated. This resulted from a written notice in May 1992 from the City of Kitchener, requiring that the property located at 625 Rockway Drive, owned by the city and operated as a lawn bowling facility by the Rockway Lawn Bowling Club, be used for a purpose other than lawn bowling, notwithstanding that the property had been used by this club since 1937.

On the 25<sup>th</sup> of March 1996 Kitchener City Council voted to construct two new greens at 600 Heritage Drive Kitchener to replace the Rockway facility. This came about only after almost four years of discussions between city officials and the technical committee of Rockway, consisting of Ian Watt, Bill Boettger and Michael Sanderson along with the financial commitment by the membership of a \$20,000 lump sum payment plus \$50,000 over ten years.

The first Heritage Greens club activity, a well supported club jitney, took place on Saturday, 24<sup>th</sup> of May 1997.

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## **ARTICLE I - ORGANIZATION**

### 1.1 Incorporation

The Club is a non-profit organization incorporated under the Ontario Corporations Act, without share capital, Part III.

### 1.2 Name

The name shall be Heritage Greens Lawn Bowling Club Incorporated hereinafter referred to as the "The Club."

### 1.3 Mailing Address

600 Heritage Drive, Box 1118, Kitchener, Ontario, N2B 3T9

### 1.4 Fiscal Year

The fiscal year shall commence on the first day of January and end on the last day of December.

## **ARTICLE II - PURPOSE**

### 2.1 Lawn Bowling

To provide programs that promote recreation, fellowship, enjoyment and competitive sportsmanship through the sport of lawn bowling.

### 2.2 Community Commitment

To be involved in the community by making the lawn bowling greens and club house facilities available to acceptable groups.

## **ARTICLE III - AFFILIATION**

### 3.1 Affiliation

The Club shall be affiliated with the Ontario Lawn Bowls Association and Bowls Canada Boulingrin.

## **ARTICLE IV - MEMBERSHIP**

### 4.1 Dues

The amount of the annual membership dues will be set each year at the Annual General Meeting.

### 4.2 Members in Good Standing

Members in good standing are persons who have paid their annual dues in full.

### 4.3 Members' Rights and Obligations

Members, other than as stated in the by-laws, have the right to vote on any issue at any general membership meeting. Members are bound by the rules and regulations as set out in the by-laws.

## **ARTICLE V - CLUB OFFICERS**

### 5.1 Board of Directors

A Board of Directors, hereafter referred to as "The Board", shall manage the affairs of the Club. The Board shall consist of the following officers: Past- President, President, Vice-President, Secretary, Treasurer and a minimum of seven Directors. The duties of the Club Officers and Directors shall be set out in the by-laws.

### 5.2 Term of Office

All members of the Board shall be elected at the Annual General Meeting for a one year term either by a majority of the members present or by acclamation. In the event that a vacancy occurs on the Board, the remainder of the Board may, at their discretion, appoint another member of the Board or a Club member to fill the position until the succeeding election.

### 5.3 Eligibility to Hold Office

Only a member in good standing, other than as set out in the membership by-laws under rights and restrictions, may be elected as an officer on the Board.

### 5.4 Nominating Committee

The Board shall appoint a member of the Club as chairperson of the nominating committee at least forty-five days prior to the Annual General Meeting. The chairperson may be either the Past- President or any member who is not standing for election. The chairperson shall appoint two members to the committee who are not nominees for election to the Board.

### 5.5 Records

All records of the Club, including financial records, tournament books, minute books and computer files are the property of the Club and shall be handed over by the outgoing officer or chairperson to their successor.

### 5.6 Auditor

An auditor shall be appointed each year at the Annual General Meeting. The auditor may be a member of the Club but cannot be a member of the Board.

## **ARTICLE VI - BOARD MEETINGS**

### 6.1 Quorum

Fifty- five percent (55 %) of the members of the Board shall constitute a quorum.

### 6.2 Frequency of meetings

There shall be at least nine regular Board meetings during each year called by the President. In addition, regular or special meetings of the Board may be held at the call of the President, Vice-President or any three members of the Board by giving at least two days notice.

## **ARTICLE VII - BOARD AUTHORITY**

### 7.1 Responsibilities

The Board shall manage all property and business affairs of the Club, recommend the membership fees for approval at the Annual General Meeting and have power to :

- contract out and fix compensation for all duties required to maintain the facilities of the Club including, but not limited to, the greenskeeper. A contract may be cancelled where deemed advisable.
- make rules and regulations for the management and operation of the Club
- pass, repeal or amend any by-laws that will be for the benefit of the Club in conformity with the Constitution and License Agreement with the City of Kitchener.
- refuse or rescind membership for just cause.

## **ARTICLE VIII - TRUSTEE FUNDS**

### 8.1 Trustee Account

If the Club deems it advisable, funds or other assets may be transferred to a Trustee Account for management under a Trustee Agreement. All funds must be invested in low risk conservative investments to be available according to the Trustee Agreement.

## **ARTICLE IX - SIGNING OFFICERS**

### 9.1 Signing Authority

The President, Secretary and Treasurer will have signing authority. Two of the three signatures will be required to sign all cheques, deeds, documents, contracts or any other financial or legal instrument requiring execution by the Club.

## **ARTICLE X - COMMITTEES**

### 10.1 Appointments

The Board may appoint any committee deemed necessary. A non-member of the Club could be appointed as a member to any committee.

## **ARTICLE XI - GENERAL MEETINGS**

### 11.1 Annual General Meeting

The Annual General Meeting of the membership will be held in October of each year on a date set by the Board. The meeting shall receive reports by the Board and committees, elect officers and directors as required, elect or appoint such others as are necessary for the proper conduct of the Club's affairs and deal with any other business that may properly come before the meeting.

11.2 Spring General Meeting

A General Meeting of the membership will be held in May of each year on a date set by the Board. The purpose of this meeting is to inform the members of the coming season's program, receive membership applications, report on the Ontario Lawn Bowls Association meeting, receive the audited financial statements for the preceding year and present the operating budget.

11.3 Notice of General Meetings

Notice of the date, time and place for all General Meetings shall be given at least ten days in advance to each member by mail, e-mail or phone and by posting on the Club bulletin board.

11.4 Special General Meetings

Special General Meetings of the members may be called by:

- the President
- resolution of the Board
- written request to the Board signed by at least fifteen members of the Club

Any request or resolution shall specify the nature of the business to be brought forward and no other business than that stated in the notice of meeting shall be transacted. The date, time and place shall be decided by the Board.

11.5 Quorum

At all General Meetings of the Club, the presence of twenty –five percent (25%) of the active members in good standing shall constitute a quorum.

**ARTICLE XII - EXTRAORDINARY EXPENSES**

12.1 Maximum amount

Other than in an emergency, each and every proposed addition, renovation or major repair to Club property or equipment expenses which individually and/or collectively amount to \$8000 or more in the fiscal year, shall require the approval of a majority of the members present at a General Meeting, before the property or equipment is acquired or before the work is undertaken.

**ARTICLE XIII - AMENDMENT to CONSTITUTION**

13.1 Notice of Motion

The Constitution may be amended or altered upon approval of two-thirds of the members present at any General Meeting, providing however, that a notice of motion shall be given to the Secretary in writing at least forty-five days prior to any General Meeting. The notice shall be given to each member by mail, e-mail or phone and by posting on the Club bulletin board at least thirty days prior to the General Meeting.