

**Uxbridge Tennis Club (UTC)**  
**By-laws**

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## **Section 1 - General**

### **1.01 Definitions**

In this by-law and all other by-laws of the Tennis Club, unless the context otherwise requires:

1. "Act" means the *Not-for-Profit Corporations Act*, 2010 (Ontario) and, where the context requires, includes the regulations made under it, as amended or re-enacted from time to time;
2. "Board" means the board of directors and executive members of the Tennis Club;
3. "By-laws" means this by-law (including the schedules to this by-law) and all other by-laws of the Tennis Club as amended and which are, from time to time, in force and effect;
4. "Chair" means the chair of the Board;
5. "Tennis Club" means the Uxbridge Tennis Club (UTC), the organization that has passed these by-laws under the *Act* or that is deemed to have passed these by-laws under the *Act*;
6. "Director" means an individual occupying the position of director or executive member of the Tennis Club by whatever name he or she is called;
7. "Member" means a member of the Tennis Club;
8. "Members" means the collective membership of the Tennis Club; and
9. "Officer" means an officer of the Tennis Club.

### **1.02 Interpretation**

Other than as specified in Section 1.01, all terms contained in this By-law that are defined in the *Act* shall have the meanings given to such terms in the *Act*. Words importing the singular include the plural and vice versa, and words importing one gender include all genders.

### **1.03 Purpose**

This By-law replaces any previous By-law. The purpose of this By-law is to provide guidelines for the operation and conduct of the Uxbridge Tennis Club.

A copy of the By-law of the Tennis Club shall always be available on the Tennis Club's website ([uxbridgetennisclub.com](http://uxbridgetennisclub.com)) for the inspection of members.

The organization shall be known as the Uxbridge Tennis Club (UTC) hereinafter referred to as the "Tennis Club" and shall carry on as a not-for-profit community tennis club.

The location of the Tennis Club shall be at one of the tennis facilities owned and operated by the Township of Uxbridge, namely the "Arena Courts" 291 Brock St. W, Uxbridge ON, or the tennis facility located at "Fields of Uxbridge" 335 Main St. N., Uxbridge ON

#### **1.04 Objective**

To encourage and promote the sport of tennis at all age levels regardless of ability. To respect and observe the regulations of the Township of Uxbridge in relation to tennis. To develop rules and regulations for the Tennis Club which support the enjoyment of the sport of tennis by all members. Liaise and co-operate with other tennis organizations as required for the enhancement of the Tennis Club's objectives. Develop and implement a feasible and affordable Capital Expenditure Program for the improvement of existing programs and the inclusion of new programs in response to the needs of the membership.

#### **1.05 Affiliations**

The Tennis Club shall have the following affiliations:

The Tennis Club shall be a member of the Ontario Tennis Association (OTA).

The Tennis Club shall be affiliated to Tennis Canada through the OTA.

#### **1.06 Severability and Precedence**

The invalidity or unenforceability of any provision of this By-law shall not affect the validity or enforceability of the remaining provisions of this By-law. If any of the provisions contained in the By-laws are inconsistent with those contained in the articles or the *Act*, the provisions contained in the articles or the *Act*, as the case may be, shall prevail.

#### **1.07 Seal**

The seal of the Tennis Club, if any, shall be in the form determined by the Board.

#### **1.08 Execution of Documents**

Deeds, transfers, assignments, contracts, obligations and other instruments in writing requiring execution by the Tennis Club may be signed by any two of its Officers or Directors. In addition, the Board may from time to time direct the manner in which and the person by whom a particular document or type of document shall be executed. Any person authorized to sign any document may affix the corporate seal, if any, to the document. Any Director or Officer may certify a copy of any instrument, resolution, By-law or other document of the Tennis Club to be a true copy thereof.

### **Section 2 – Directors**

The property and business of the Tennis Club shall be managed by a Board of Directors.

The Board of Directors shall endeavor to carry out its duties in a manner consistent with the purpose of the organization and in keeping with the best interests of the Tennis Club. A Director shall be a minimum age of eighteen (18) years.

## 2.01 Election and Term

1. The elected term for the Board of Directors shall be three (3) years. The election shall be conducted at the Annual General Meeting.
2. Prior to the Annual General Meeting the President shall email a list of the Board positions up for election in the coming year.
3. Board members currently holding those positions may choose to stand for re- election provided they have not reached their maximum term on the Board as outlined in Article 2.01.8.
4. Tennis Club members may also indicate their willingness to serve in a particular position by emailing the club or any executive member.
5. At the Annual General Meeting members will first approve positions where only one candidate has indicated a willingness to serve in a particular position.
6. Members will vote on positions contested by two (2) or more candidates. Voting shall be by secret ballot. Scrutineers will comprise two (2) directors, neither of whom is nominated in the voting being undertaken.
7. Nominations from the floor will be considered for positions not filled.
8. Following election for two (2) consecutive three (3) year terms of office, six (6) years total, no Director may stand for election to the Board.
9. A Director who has served the maximum terms of office as set out in the previous paragraph, shall not be eligible to stand for election to the Board of Directors for the next year, but may stand for election the following year, or at any future time.
10. Terms of office may be extended by Resolution of the Board of Directors in the event there are insufficient candidates available to fill the position by election.
11. The Board of Directors of the Tennis Club shall consist of any or all the following:

President (Required)	Past President
Treasurer (Required)	Vice President
Secretary (Required)	Membership Director
Facilities Director	Junior Development Director
Social Media Director	Director(s)-at-Large

## 2.02 Vacancies

The office of a Director shall be vacated immediately:

1. if the Director resigns office by written notice to the Tennis Club, which resignation shall be effective at the time it is received by the Tennis Club or at the time specified in the notice, whichever is later;
2. if the Director dies or becomes bankrupt;

3. if the Director is found to be incapable by a court or incapable of managing property under Ontario law; or
4. if, at a meeting of the Members, the Members by ordinary resolution removes the Director before the expiration of the Director's term of office.

### **2.03 Filling Vacancies**

A vacancy on the Board shall be filled as follows, and the Director appointed or elected to fill the vacancy holds office for the remainder of the unexpired term of the Director's predecessor:

1. if the vacancy occurs as a result of the Members removing a Director, the Members may fill the vacancy by an ordinary resolution;
2. if there is not a quorum of Directors or there has been a failure to elect the number or minimum number of Directors set out in the articles, the Directors in office shall, without delay, call a special meeting of Members to fill the vacancy and, if they fail to call such a meeting or if there are no Directors in office, the meeting may be called by any Member; and
3. a quorum of Directors may fill a vacancy among the Directors.

### **2.04 Committees**

Committees may be established by the Board as follows:

1. The Board may appoint from their number a managing Director or a committee of Directors and may delegate to the managing Director or committee any of the powers of the Directors except those powers set out in the *Act* that are not permitted to be delegated; and
2. Subject to the limitations on delegation set out in the *Act*, the Board may establish any committee it determines necessary for the execution of the Board's responsibilities. The Board shall determine the composition and terms of reference for any such committee. The Board may dissolve any committee by resolution at any time.

### **2.05 Remuneration of Directors**

The Directors shall serve as such without remuneration and no Director shall directly or indirectly receive any profit from occupying the position of Director; subject to the following:

1. Directors may be reimbursed for reasonable expenses they incur in the performance of their Directors' duties;

2. Directors may be paid remuneration and reimbursed for expenses incurred in connection with services they provide to the Tennis Club in their capacity other than as Directors, provided that the amount of any such remuneration or reimbursement is:
  - i. considered reasonable by the Board;
  - ii. approved by the Board for payment by resolution passed before such payment is made; and
  - iii. in compliance with the conflict of interest provisions of the *Act*; and

### **Section 3 - Board Meetings**

#### **3.01 Calling of Meetings**

Meetings of the Directors may be called by the Chair, president or any two Directors at any time and any place on notice as required by this By-law.

#### **3.02 Regular Meetings**

The Board may fix the place, if applicable, and time of regular Board meetings and send a copy of the resolution fixing the place, if applicable, and time of such meetings to each Director, and no other notice shall be required for any such meetings.

#### **3.03 Notice**

Notice of the time and place, if applicable, for the holding of a meeting of the Board shall be given in the manner provided in Section 10 of this By-law to every Director of the Tennis Club not less than seven days before the date that the meeting is to be held. Notice of a meeting is not necessary if all of the Directors are present, and none objects to the holding of the meeting, or if those absent have waived notice or have otherwise signified their consent to the holding of such meeting. If a quorum of Directors is present, each newly elected or appointed Board may, without notice, hold its first meeting immediately following the annual meeting of the Tennis Club.

A notice of a meeting of Directors need not specify a place of the meeting if the meeting is to be held entirely by one or more telephonic or electronic means. If the Directors may attend a meeting by telephonic or electronic means, the notice of the meeting must include instructions for attending and participating in the meeting by the telephonic or electronic means that will be made available for the meeting, including, if applicable, instructions for voting by such means at the meeting.

### **3.04 Chair**

The Chair shall preside at Board meetings. In the absence of the Chair, the Directors present shall choose one of their number to act as the Chair.

### **3.05 Voting**

Each Director has one vote. Questions arising at any Board meeting shall be decided by a majority of votes. In case of an equality of votes, the Chair shall not have a second or casting vote.

### **3.06 Participation by Telephonic or Electronic Means**

Subject to the provisions of the articles, if any, a meeting of Directors may be held entirely by one or more telephonic or electronic means or by any combination of in-person attendance and by one or more telephonic or electronic means, provided that all persons attending the meeting are able to communicate with each other simultaneously and instantaneously. A person who, through telephonic or electronic means, attends a meeting of Directors is deemed for the purposes of the Act to be present at the meeting.

## **Section 4 - Financial**

### **4.01 Banking**

The Board shall by resolution from time to time designate the bank in which the money, bonds or other securities of the Tennis Club shall be placed for safekeeping.

### **4.02 Financial Year**

The financial year of the Tennis Club ends on December 31 in each year or on such other date as the Board may from time to time by resolution determine.

## **Section 5 - Officers**

### **5.01 Officers**

The Board shall appoint from among the Directors a Chair and may appoint any other person to be president, treasurer and secretary at its first meeting following the annual meeting of the Tennis Club. The office of treasurer and secretary may be held by the same person and may be known as the secretary-treasurer. The office of Chair and president may also be held by the same person. The Board may appoint such other Officers and agents as it deems necessary, and who shall have such authority and shall perform such duties as the Board may prescribe from time to time.

### **5.02 Office Held at Board's Discretion**

Any Officer shall cease to hold office upon resolution of the Board. Unless so removed, an Officer shall hold office until the earlier of:

1. the Officer's successor being appointed,
2. the Officer's resignation, or
3. such Officer's death.

### **5.03 Duties**

Officers shall be responsible for the duties assigned to them and they may delegate to others the performance of any or all of such duties.

### **5.04 Duties of the Chair**

The Chair shall perform the duties described in sections 3.04 and 9.05 and such other duties as may be required by law or as the Board may determine from time to time.

### **5.05 Duties of the President**

The president shall perform the duties described in Schedule A and such other duties as may be required by law or as the Board may determine from time to time.

### **5.06 Duties of the Treasurer**

The treasurer shall perform the duties described in Schedule B and such other duties as may be required by law or as the Board may determine from time to time.

### **5.07 Duties of the Secretary**

The secretary shall perform the duties described in Schedule C and such other duties as may be required by law or as the Board may determine from time to time.

## **Section 6 - Protection of Directors and Others**

### **6.01 Protection of Directors and Officers**

No Director, Officer or committee member of the Tennis Club is liable for the acts, neglects or defaults of any other Director, Officer, committee member or employee of the Corporation or for joining in any receipt or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by resolution of the Board or for or on behalf of the Corporation or for the insufficiency or deficiency of any security in or upon which any of the money of or belonging to the Corporation shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or Corporation with whom or which any moneys, securities or effects shall be lodged or deposited or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of his or her respective office or trust provided that they have:

1. complied with the *Act* and the Corporation's articles and By-laws; and
2. exercised their powers and discharged their duties in accordance with the *Act*



## **Section 7 - Conflict of Interest**

### **7.01 Conflict of Interest**

A Director who is a party to a material contract or transaction or proposed material contract or transaction with the Tennis Club or is a director or officer of, or has a material interest in, any person who is a party to a material contract or transaction or proposed material contract or transaction with the Tennis Club shall make the disclosure required by the Act. Except as provided by the Act, no such Director shall attend any part of a meeting of Directors during which the contract or transaction is discussed or vote on any resolution to approve any such contract or transaction.

## **Section 8 - Members**

### **8.01 Members**

Membership in the Tennis Club shall consist of the Board of Directors and individuals that have been accepted into the Tennis Club and are in good standing. A member in good standing is one who has paid any membership dues or other fees owing to the Tennis Club, for and who is not the subject of a disciplinary investigation or sanction by the Tennis Club.

### **8.02 Membership**

1. All members must agree to abide by the By-laws, Rules and Regulations, and Code of Conduct of the Tennis Club.
2. The membership year will be from May to October, and include participation at the subsequent AGM.
3. There shall be three (3) categories of membership: Adult, Family (two adults living in the same household), and Juniors (up to 17 years of age).
4. Memberships are non-transferable.
5. The Tennis Club reserves the right to restrict the maximum number of members eligible to join the Tennis Club.
6. At its discretion, the Board of Directors may offer additional membership types from year-to-year.
7. A membership automatically terminates if the Member resigns or such membership is otherwise terminated in accordance with the *Act*.

### **8.03 Disciplinary Act or Termination of Membership for Cause**

1. Any allegations of improper conduct and behavior by Tennis Club members shall be investigated by the Board of Directors or by an ad hoc Committee, composed of at least two adult members.
2. Membership may be suspended or cancelled by the Board of Directors for conduct considered prejudicial or harmful to the Tennis Club and/or its members.
3. The member in question shall be advised by email or registered post of such recommendation in care of the member's email or residence as indicated on the books

of the Tennis Club.

4. The member shall also be advised of the date, time and place of the meeting of the Board of Directors which will consider this recommendation and shall be told that she or he has the opportunity to attend the meeting in order to show cause as to why the recommendation should not be implemented.
5. Where the member is a Junior Member, notice shall be sent to the member's parent(s) or guardian(s), where possible, with an invitation to attend the said meeting.
6. Suspension or Cancellation of membership shall occur upon resolution of the Board of Directors at a duly constituted meeting. Disciplinary decisions will require a majority vote by a quorum of the attending Directors.

#### **8.04 Fees**

1. The Board of Directors shall set membership fees before the start of each playing season.
2. There will be separate fees for each category of membership:
3. Adults, Family (2 adults living in the same household), Juniors (Up to 17 years of age)
4. Failure of members to pay their fees by a date set by the Board of Directors will result in the loss of playing privileges.
5. Special levies for particular projects may only be applied after having been put to a vote of the Tennis Club membership.

#### **8.05 Rules and Regulations**

1. The rules and regulations of the Tennis Club governing such items as access to premises, court booking, allocation of courts for leagues, tournaments, special events, dress code and the closing of courts for maintenance purposes shall be as determined by the Board of Directors.
2. Tennis Club rules and regulations shall be published and made available to all members as soon as practicable in the playing season and must be observed by all members and guests.

## **Section 9 - Members' Meetings**

### **9.01 Annual Meeting**

The annual meeting shall be held on a day and at a place within Uxbridge, Ontario fixed by the Board. Any Member, upon request, shall be provided, not less than five business days or other number of days that may be further prescribed in regulations before the annual meeting, with a copy of the approved financial statements, auditor's report or review engagement report, if applicable and other financial information required by the By-laws or articles.

The business transacted at the annual meeting shall include:

1. receipt of the agenda;
2. receipt of the minutes of the previous annual and subsequent special meetings;
3. consideration of the financial statements;
4. report of the auditor or person who has been appointed to conduct a review engagement, if applicable;
5. reappointment or new appointment of the auditor or a person to conduct a review engagement for the coming year, if applicable;
6. election of Directors; and
7. such other or special business as may be set out in the notice of meeting.

No other item of business shall be included on the agenda for annual meeting unless a Member has given notice to the Tennis Club of any matter that the Member proposes to raise at the meeting in accordance with the *Act*, so that such item of new business can be included in the notice of annual meeting.

Subject to the provisions of the articles, if any, a meeting of the Members may be held entirely by one or more telephonic or electronic means or by any combination of in-person attendance and by one or more telephonic or electronic means, and it must enable all persons entitled to attend the meeting to reasonably participate. A person who, through telephonic or electronic means, votes at or attends a meeting of the Members is deemed for the purposes of this Act to be present at the meeting.

### **9.02 Special Meetings**

The Directors may call a special meeting of the Members. The Board shall call a special meeting on written requisition of the Members who hold at least 10 per cent of votes that may be cast at the meeting sought to be held within 21 days after receiving the requisition unless the *Act* provides otherwise.

### **9.03 Notice**

Subject to the *Act*, not less than 10 and not more than 50 days written notice of any annual or special Members' meeting shall be given in the manner specified in the *Act* to each Member, each Director and to the auditor or person appointed to conduct a review engagement. Notice of any meeting where special business will be transacted must contain sufficient information to permit the Members to form a reasoned judgment on the decision to be taken, and state the text of any special resolution to be submitted to the meeting.

A notice of a meeting of the Members is not required to specify a place of the meeting if the meeting is to be held entirely by one or more telephonic or electronic means. If a person may attend a meeting of the Members by telephonic or electronic means, the notice of the meeting must include instructions for attending and participating in the meeting by the telephonic or electronic means that will be made available for the meeting, including, if applicable, instructions for voting by such means at the meeting.

### **9.04 Quorum**

A quorum for the transaction of business at a Members' meeting is 1/3 of the Members entitled to vote in attendance at the meeting. If a quorum is present at the opening of a meeting of the Members, the Members present may proceed with the business of the meeting, even if a quorum is not present throughout the meeting.

### **9.05 Chair of the Meeting**

The Chair shall be the chair of the Members' meeting; in the Chair's absence, the Members present at any Members' meeting shall choose another Director as chair and if no Director is present or if all of the Directors present decline to act as chair, the Members present shall choose one of their number to chair the meeting.

### **9.06 Voting of Members**

Business arising at any Members' meeting shall be decided by a majority of votes unless otherwise required by the *Act* or the By-law provided that:

1. each Member in good standing, shall be entitled to one vote at any meeting;
2. votes shall be taken by a show of hands among all Members present and the chair of the meeting, if a Member, shall have a vote;
3. an abstention shall not be considered a vote cast;
4. before or after a show of hands has been taken on any question, the chair of the meeting may require, or any Member may demand, a written ballot. A written ballot so required or demanded shall be taken in such manner as the chair of the meeting shall direct;

5. if there is a tie vote, the chair of the meeting shall require a written ballot, and shall not have a second or casting vote. If there is a tie vote upon written ballot, the motion is lost; and
6. whenever a vote by show of hands is taken on a question, unless a written ballot is required or demanded, a declaration by the chair of the meeting that a resolution has been carried or lost and an entry to that effect in the minutes shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

### **9.07 Proxy and Advanced Voting**

The Board shall have discretion to allow vote by Proxy or Advanced Voting on specific business from time to time. Direction on the required process will be communicated to members in advance of a meeting.

### **9.08 Adjournments**

The Chair may, with the majority consent of any Members' meeting, adjourn the same from time to time and if a meeting of the Members is adjourned by one or more adjournments for an aggregate of less than 30 days, it is not necessary, that any person be notified of the meeting that continues the adjourned meeting, other than by announcement of all of the following at the time of an adjournment:

1. The time of the continued meeting.
2. If applicable, the place of the continued meeting.
3. If applicable, instructions for attending and participating in the continued meeting by the telephonic or electronic means that will be made available for the meeting, including, if applicable, instructions for voting by such means at the meeting.

Any business may be brought before or dealt with at any adjourned meeting which might have been brought before or dealt with at the original meeting in accordance with the notice calling the same.

### **9.09 Persons Entitled to be Present**

The only persons entitled to attend a Members' meeting are the Members in good standing, the Directors, the auditor or the person who has been appointed to conduct a review engagement of the Tennis Club, if any, and others who are entitled or required under any provision of the *Act* or the articles or the By-laws of the Tennis Club to be present at the meeting. Any other person may be admitted only if invited by the Chair of the meeting or with the majority consent of the Members present at the meeting.

## **Section 10 - Notices**

### **10.01 Service**

Any notice required to be sent to any Member or Director or to the auditor or person who has been appointed to conduct a review engagement of the Tennis Club shall be delivered personally, or sent by email or other electronic means to any such Member at the Member's latest email address as shown in the records of the Tennis Club; and to such Director at his or her latest email address as shown in the records of the Tennis Club or in the most recent notice or return filed under the *Corporations Information Act*, whichever is the more current; and to the auditor or the person who has been appointed to conduct a review engagement at its business address; provided always that notice may be waived or the time for giving the notice may be abridged at any time with the consent in writing of the person entitled thereto.

### **10.02 Error or Omission in Giving Notice**

The accidental omission to give any notice to any Member, Director, Officer, member of a committee of the Board or auditor or person conducting a review engagement, if any, or the non-receipt of any notice by any such person where the Tennis Club has provided notice in accordance with the By-laws or any error in any notice not affecting its substance shall not invalidate any action taken at any meeting to which the notice pertained or otherwise founded on such notice.

## **Section 11 - Adoption and Amendment of By-laws**

### **11.01 Amendments to By-laws**

The Board may from time to time in accordance with the *Act* amend or repeal and replace this By-law.

## **UXBRIDGE TENNIS CLUB BY-LAWS**

**ENACTED BY THE Board of Directors this 24<sup>th</sup> day of March 2025.**

President – Denis Peyregatt

Treasurer – Sandy Turney

Secretary – Melanie Thornber

Vice President – Cathy Jackson

Facilities Director – Hanno Rein

Social Media Director – Daniel Jackson

**Confirmed** by a majority of members the 13<sup>th</sup> day of April 2025.

## **Schedule A**

### **Position Description of the President**

#### **Role Statement**

If appointed, the president shall be the chief executive officer of the Tennis Club and shall be responsible for implementing the strategic plans and policies of the Tennis Club. The president shall, subject to the authority of the Board, have general supervision of the affairs of the Tennis Club. The president shall be entitled to receive notice or and to attend and speak at all meetings of the Board and of meetings of Members as a non-member thereof without the right to vote, save and except when the Board is discussing the position, salary or benefits of the president.

#### **Responsibilities**

##### **Agendas**

Establish agendas aligned with annual Board goals and preside over Board meetings if also holding the office of Chair. Ensure meetings are effective and efficient for the performance of governance work. Ensure that a schedule of Board meetings is prepared annually.

##### **Direction**

Serve as the Board's central point of communication with committee members, if any, of the Tennis Club; provide guidance to committee members, if any, regarding the Board's expectations and concerns. In collaboration with committee members, develop standards for Board decision-support packages that include formats for reporting to the Board and level of detail to be provided to ensure that committee strategies, planning and performance information are appropriately presented to the Board.

##### **Performance Appraisal**

Lead the Board in monitoring and evaluating the performance of committee members, if any, through an annual process.

##### **Work Plan**

Ensure that a Board work plan is developed and implemented that includes annual goals for the Board and embraces continuous improvement.

##### **Representation**

Serve as the Board's primary contact with the Township of Uxbridge, members and the public.

##### **Reporting**

Report regularly to the Board on issues relevant to its governance responsibilities.

##### **Board Conduct**

Set a high standard for Board conduct and enforce policies and By-laws concerning Directors' conduct.

**Mentorship**

Serve as a mentor to other Directors. Ensure that all Directors contribute fully. Address issues associated with underperformance of individual Directors.

**Succession Planning**

Ensure succession planning occurs for committee members, if any, and Board.



## **Schedule B**

### **Position Description of the Treasurer**

#### **Role Statement**

If appointed, the treasurer works collaboratively with the president and senior management, if any, to support the Board in achieving its fiduciary responsibilities.

#### **Responsibilities**

##### **Custody of Funds**

The treasurer shall have the custody of the funds and securities of the Tennis Club and shall keep full and accurate accounts of all assets, liabilities, receipts and disbursements of the Tennis Club in the books belonging to the Tennis Club and shall deposit all monies, securities and other valuable effects in the name and to the credit of the Tennis Club in such chartered bank or trust company, or, in the case of securities, in such registered dealer in securities as may be designated by the Board from time to time. The treasurer shall disburse the funds of the Tennis Club as may be directed by proper authority taking proper vouchers for such disbursements, and shall render to the Chair and directors at the regular meeting of the Board, or whenever they may require it, an accounting of all the transactions and a statement of the financial position, of the Tennis Club. The treasurer shall also perform such other duties as may from time to time be directed by the Board.

##### **Board Conduct**

Maintain a high standard for Board conduct and uphold policies and By-laws regarding Directors' conduct, with particular emphasis on fiduciary responsibilities.

##### **Mentorship**

Serve as a mentor to other Directors.

##### **Financial Statement**

Present to the Members at the annual meeting as part of the annual report, the financial statement of the Tennis Club approved by the Board together with the report of the auditor or of the person who has conducted the review engagement, as the case may be.

## **Schedule C**

### **Position Description of the Secretary**

#### **Role Statement**

If appointed, the secretary works collaboratively with the president to support the Board in fulfilling its fiduciary responsibilities.

#### **Responsibilities**

##### **Board Conduct**

Support the president in maintaining a high standard for Board conduct and uphold policies and the By-laws regarding Directors' conduct, with particular emphasis on fiduciary responsibilities.

##### **Document Management**

Keep a roll of the names and email addresses of the Members. Ensure the proper recording and maintenance of minutes of all meetings of the Tennis Club, the Board and Board committees. Attend to correspondence on behalf of the Board. Have custody of all minute books, documents, registers and the seal of the Tennis Club and ensure that they are maintained as required by law. Ensure that all reports are prepared and filed as required by law or requested by the Board.

##### **Meetings**

Give such notice as required by the By-Laws of all meetings of the Tennis Club, the Board and Board committees. Attend all meetings of the Tennis Club, the Board and Board committees.