

TAEKWONDO NOVA SCOTIA BY-LAWS

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Index

1. Statement of Purpose, Scope and Tenets
 2. Definitions
 3. Regular Membership
 4. Numbers
 5. Entitlement
 6. Membership
 7. Membership Types
 8. Membership Qualifications & Responsibilities
 9. Membership Fees
 10. Fiscal Year
 11. Meetings
 12. Notice of meeting
 13. Meeting Rules
 14. Quorum
 15. Adjournment
 16. Votes of Regular Members
 17. Directors
 18. Responsibilities of the Board of Directors
 19. Eligibility
 20. Appointed/ Elected
 21. Term
 22. Council of Masters
 23. Election
 24. Office Vacated
 25. Remove from office
 26. Meeting Frequency
 27. Quorum Board of Directors
 28. Powers of Directors
 29. Officers
 30. Roles and Responsibilities Board of Directors
 31. Audit of Accounts
 32. Audit and Financial Report
 33. Repeal and Amendment of By law
 34. Miscellaneous
 35. Special Resolution
 36. Seal of the Association
 37. Custody & Inspection of Minutes, Books & Records
 38. Executive : Legal Documents
 39. Administrative Assistant
 40. Remuneration
 41. Indemnities to Directors and Others
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1. STATEMENT OF PURPOSE, SCOPE AND TENETS

1.1. Taekwondo Nova Scotia (TKDNS) represents those Taekwondo practitioners committed to the martial art and sport of Taekwondo and who believe in and demonstrate the Tenets of Taekwondo, fair play and Sportsmanship.

1.2. TKDNS governs the practice of Kukkiwon Taekwondo in the province of Nova Scotia and operates as Taekwondo Nova Scotia.

1.3. TKDNS recognizes and offers affiliation to Taekwondo Canada as the sole governing body of WT Taekwondo in Canada – hereafter referred to as the NSO.

1.4. The traditional tenets of Taekwondo will define and guide the business, governance and membership of TKDNS.

1.4.1. **Courtesy**

Taekwondo practitioners and all those associated with TKDNS will be polite to one another and demonstrate respect for one another regardless of rank.

1.4.2. **Integrity**

TKDNS will base decisions on simple principles of right and wrong. If such a decision proves the wrong one the organization and the Board will respond according to conscience and accept responsibility.

1.4.3. **Perseverance**

TKDNS governance will demonstrate patience and use that ability when working to overcome difficulty and challenge.

1.4.4. **Self-Control**

Decisions and actions will demonstrate self-control and the truest principles of sportsmanship and fairness.

1.4.5. **Indomitable Spirit**

A true student of Taekwondo will never give up, not even when faced with insurmountable odds. The most difficult goals can be achieved with indomitable spirit.

2. DEFINITIONS

In these by-laws the meaning of the following terms, unless there be something in the subject or context inconsistent with them, will be:

2.1. Directors of this Organization shall be referred to as the Board of Directors. The Executive Committee of the Board of Directors will consist of a President, Vice President, Secretary, Treasurer and the Immediate Past President. The Board of Directors will include the Executive Committee and no more than eight additional Directors for a total of Thirteen (13).

2.2. Where possible, neutral language will be used but where He is employed it shall include the masculine as well as the feminine.

2.3. Registrar means the Registrar of Joint Stock Companies appointed under the Nova Scotia Companies Act.

2.4. Rules shall refer to Robert's Rules of Order.

2.5. School and Club can be used synonymously and mean the location where students are personally taught by the same instructor or instructors on a continual basis and are entitled to affiliation with TKDNS.

2.6. Association or Taekwondo Nova Scotia means TAEKWONDO NOVA SCOTIA.

2.6.1. The acronym TKDNS will mean Taekwondo Nova Scotia.

2.7. Special Resolution means a resolution passed by not less than three-fourths (3/4) of such members entitled to vote as are present in person at a special general meeting of which notice specifying the intention to propose the resolution as a special resolution has been given.

2.8. A Regular Member of the association is anyone with the rank of 1st (First) Dan Black Belt, aged 16 and older, in good standing with an Affiliated school and TKDNS.

2.8.1. Regular Members are entitled to attend the AGM and to cast a vote to elect members for the Board of Directors and vote on all other matters as described in Section 7.1 of this document.

2.8.2. Regular Members are entitled to sit on and Chair Committees of the Board as defined in section 7.1 of this document.

2.9. Head Instructor is the Instructor registered with TKDNS as the individual primarily responsible for the curriculum and teaching of Taekwondo at an affiliated School. This Individual must meet the TKDNS standard for being an Instructor, conduct or directly supervise all training at the registered school and be listed with the association as the Head Instructor.

2.10. The COUNCIL refers to the Council of Masters of TKDNS affiliated schools. The Board of Directors and the Executive will consult with, and seek the advice of, the Council on all policies and procedures regarding TKDNS relations with the affiliated clubs and the martial art. The Council may submit non-binding recommendations on TKDNS policy, procedures and activities. Membership in the Council is open to Regular Members in good standing with the rank of KUKKIKON 4th Dan and above.

3. REGULAR MEMBERSHIP

3.1. The subscribers to the Memorandum of Association and such others as shall be admitted to membership in accordance with these BY-LAWS, and none others, shall be members of the association, and their names shall be entered in the registry of members accordingly.

3.2. Members of the Board of Directors of the association can accept applications for membership.

4. NUMBERS

4.1. For the purposes of registration, the number of the association's members is unlimited

5. ENTITLEMENT: Attendance & Voting

5.1. Every Regular Member of the association in good standing shall be entitled to attend any meeting of the association.

5.2. Regular Members aged 18 and over only are entitled to vote at all general and annual meetings of the association.

5.3. Proxy voting will not be allowed under any circumstances.

5.4. Each Regular Member shall have 1 (one) vote only.

6. MEMBERSHIP

6.1. Membership in the association shall not be transferable.

6.2. Competing Sports Organizations. No member or Registered Participant of TKDNS shall belong to a Canadian taekwondo organization that is in competition with, or in opposition to, TKDNS or Taekwondo Canada.

6.3. Members of all types shall adhere to the standards, rules and regulations defined in the TKDNS Code of Conduct, SOP 3.0. Failure to adhere to these standards, rules and regulations can and will result in disciplinary actions up to and including permanent expulsion from TKDNS.

7. MEMBERSHIP TYPES

7.1. **Regular Member** ~ A Regular Member of the association is anyone with the rank of Kukkiwon 1st Dan Black Belt or higher, aged 16 and older, in good standing with TKDNS.

7.1.1. Regular Members aged 18 and older are entitled to attend the AGM and to cast a vote for the Board of Directors and any and all business of the association.

7.1.1.1. Are entitled to run for, and sit as, a Director of the Board of Directors and Chair Committees of the Board.

7.1.2. Regular Members between the ages of 16 and 18 are entitled to attend the AGM and have the following voting rights and privileges:

7.1.2.1. May only vote on the acceptance of plans and budgets, not for the slate of Officers.

7.1.2.2. May only sit as members of a committee, not as a Chair.

7.1.2.3. May not nominate for, or sit as, a Director of the Board of Directors.

7.2. Taekwondo Member

7.2.1. Taekwondo Members of the association are Taekwondo practitioners in good standing with TKDNS and their affiliate school and do not qualify as a Regular Member (e.g. colour belt students).

7.2.2. Taekwondo Members are entitled to attend the AGM and participate in the committee structure of the Board of Directors.

7.2.2.1. Where a Taekwondo Member is over the age of 18 and has skills and experience deemed beneficial to the aims and goals of TKDNS they may fill the role of Chair of either a standing committee or ad hoc committee of the Board.

7.2.2.2. Selection and appointment of a Taekwondo Member to this role is at the discretion of the Board. and will be decided by majority vote at the AGM or any regular meeting of the Board

7.2.2.3. A Taekwondo member filling this role will have a vote at any committee or business meeting of TKDNS.

7.2.3. Taekwondo Members are not entitled to a vote at the AGM.

7.3. Family Member

7.3.1. Taekwondo in Nova Scotia relies on the ongoing support and participation of families across the province and the countless ways they contribute to the growth and promotion of Taekwondo in Nova Scotia. A Family Member of the association is any adult with an immediate family member who practices Taekwondo and is in good standing with the association and their affiliate school.

7.3.2. Family Members may attend the AGM and participate in the Committee structure of the Board of Directors.

7.3.2.1. Where a Family Member has skills and experience deemed beneficial to the aims and goals of TKDNS they may fill the role of Chair of either a standing committee or ad hoc committee of the Board.

7.3.2.2. Selection and appointment of a Family Member to this role is at the discretion of the Board and will be decided by majority vote at the AGM or any regular meeting of the Board

7.3.2.3. A Family member filling this role will have a vote at any committee or business meeting of TKDNS.

7.3.3. Family Members are not entitled to a vote at the AGM.

7.4. Associate and Corporate Members

7.4.1. Associate and Corporate Members shall be those persons, firms, corporations, distributors, associations or manufacturers who are not eligible for active membership but are interested by vocation in the association and its memorandum of association.

7.4.2. An Associate member will not have a vote within the association.

7.5. Inactive Members

7.5.1. Inactive Members of the association are any members who have let their Membership lapse or have been suspended or revoked by the Board of Directors.

7.5.2. Inactive members will have no voting privileges within TKDNS until such time as their membership status is reinstated.

7.6. Honourary Members

7.6.1. Honourary Members of the association are those persons approved by the Regular Members who have shown exemplary service or contributed significantly to the principles on which the association stands.

7.6.2. An Honourary Member shall not have voting privileges attached this particular Membership Type.

7.7. Affiliate School Member

7.7.1. Affiliate School Member of the association is any active Taekwondo school in the Province of Nova Scotia teaching a curriculum based on the tenets of Taekwondo. Schools seeking membership in the association must be approved by the Board of Directors and meet all requirements as stated in this document and TKDNS Membership Policy.

7.7.2. Affiliate School Members will not have a vote within the association.

7.7.3. Affiliate School members agree to abide by the Policies and By-laws of TKDNS.

8. MEMBERSHIP QUALIFICATIONS & RESPONSIBILITIES

8.1. Regular Member

8.1.1. As stated in Section 7 any person the age of 16 or older and holding a Kukkiwon 1st Dan or higher is eligible to become a member of the association.

8.1.2. All Regular Members must be a current and valid member of an Affiliate School in good standing with TKDNS.

8.1.3. No person shall be eligible for any class of membership, except where noted below, if he or she does not meet all the standards and qualifications as outlined below and in the Membership Policy.

8.1.4. Must be a practicing Taekwondo martial artist in the province of Nova Scotia (Regular & Taekwondo Members).

8.1.5. Must be a member in good standing of an Affiliate School also in good standing with TKDNS. (Regular, Taekwondo & Family Members)

8.1.6. Must not be a member of any organization with competing or conflicting aims, goals or tenets to those of TKDNS.

8.1.7. Cannot be or have been a participant, active or passive, in any activities deemed by the Board to be divisive, exclusionary or harmful to the practice of Taekwondo in Nova Scotia or across Canada.

8.1.8. Cannot be a member of, or active in, any other Taekwondo governing body, unless elected by the Regular Members of TKDNS expressly to represent Nova Scotia in the manner determined by this document.

8.2. Responsibilities of Regular Members

8.2.1. To represent the best interests of Taekwondo in Nova Scotia at the Annual General Meeting

8.2.2. To review the Slate of Officers of the Board of Directors and elect or appoint the Board of Directors.

8.2.3. To vote for the acceptance or alteration of the Annual Plan(s) and Budget(s) as presented by the Committee Chairs of the Board of Directors.

8.2.4. To nominate individuals for appropriate positions on the Board of Directors and/or Committees.

8.2.5. Participate in and vote on, all other business requiring the approval of the Regular Members of TKDNS

9. MEMBERSHIP FEES

9.1. The Board of Directors will control the fee rates for all Membership categories.

9.2. The Membership Fee structure will be reviewed by the Membership Committee no less than 30 days prior to the Annual General Meeting of each year and presented to that meeting for Members' approval.

9.3. All membership fees shall be paid on a pro-rated (semi-annual) basis to the association.

9.4. Regular Members who have not paid membership fees by the due date will have their membership rights and privileges suspended until fees are paid in full.

9.5. A ninety - (90) day grace period may be granted by the Board of Directors. Continued failure to pay such dues as are owed will result in "Forfeiture of Membership".

10. FISCAL YEAR

The fiscal year of the association shall be the period from April 1st in any year to March 31st of the following year.

11. MEETINGS

11.1. Meeting types shall be defined as:

11.1.1. **Annual General Meeting** - held once each year for Regular Members to:

11.1.1.1. Acclaim or elect the Board of Directors,

11.1.1.2. Review and approve the annual plans and budgets prepared by committees for the Board of Directors,

11.1.1.3. Review Membership Fees as recommended by the Membership Committee,

11.1.1.4. Review, change and adoption of By-laws of the association and,

11.1.1.5. All other business requiring the approval of the Regular Members of the association.

11.1.2. **Business Meetings** - Held periodically by the Board of Directors to conduct the business of the association according to the approved plans.

11.1.3. **Extraordinary or Special Member's Meeting** - Held to conduct such business requiring the approval of the Regular Members of association that cannot wait until the next Annual General Meeting.

11.1.4. **Committee Meeting** - Held as often as necessary to accomplish the work of each Committee. Dates to be set and records of each meeting to be kept by the Committee Chair.

11.2. The Board of Directors will have no fewer than three (3) Business Meetings per fiscal year.

11.3. The Annual General Meeting of the association shall be held within ninety (90) days of the end of the fiscal year of the association.

11.4. A Business Meeting of the Board of Directors shall be held no more than 30 days following the Annual General Meeting. The Business Meeting can be held immediately following the conclusion of the Annual General Meeting.

11.5. An Extraordinary General Meeting of the association may be called upon 30 days-notice to all Regular Members, by the President, a quorum of Directors at any time or if requisitioned by at least twenty five percent (25%) of the Regular Members of the association.

11.5.1. Notice of meeting must include:

11.5.1.1. Date, time and location of the meeting

11.5.1.2. The Special Resolution to be voted on by Members with supporting documents defining the purpose of the Resolution.

12. NOTICE of MEETING

12.1. Notice of Meetings shall be as follows:

12.1.1. **Annual General Meeting** - 30 days including Agenda, Distribution List, Slate of Officers, Committee Reports, Financial Statements, changes to By-laws.

12.1.2. **Extraordinary General Meeting** - 30 days including Agenda, Distribution List, Special Resolution and supporting documents.

12.1.3. **Business Meeting** - 14 days with Agenda and Distribution List

12.1.3.1. Notice of Meeting for a Business meeting can be shortened with the majority of Directors agreeing to waive notice.

12.1.3.2. Such a vote will be recorded in the minutes of the meeting.

12.1.4. **Committee Meeting** - 7 days with Distribution List

12.1.4.1. Notice of Committee meeting can be shortened with the majority of Committee members agreeing to waive notice.

12.1.4.2. Such a vote will be recorded in the minutes of the meeting.

12.2. Notice shall be given in writing by sending it through the post in a prepaid letter addressed to each member or faxed at his last known address or by e-mail. Any notice shall be deemed to have been given at the time when the letter containing the same would be delivered in the ordinary course of post and in providing such service it shall be sufficient to prove that the envelope containing the notice was properly addressed and placed in the post office. The non-receipt of any notice by any Regular Member or Director shall not invalidate the proceedings at any General or Extraordinary Meeting.

13. MEETING RULES

Meetings will be held and conducted in accordance with the latest edition of Robert's Rules of Order.

14. QUORUM - Annual General Meeting / Extraordinary Meetings

No business shall be transacted at any Annual or Extraordinary Meeting of the association unless a quorum of ½ (50%) of Directors and either 10% of the active Regular Members or a count of 15 Regular Members, whichever is less, are present at the commencement of such business. Meetings may be conducted in-person, virtually, or in hybrid format. Members attending by any authorized means shall be considered present for quorum purposes, provided they can hear and participate in the proceedings and cast votes.

14.1. Virtual participation in meetings shall be permitted provided that the Board of Directors establishes procedures including registration requirements, technical standards for audio/video connectivity, and secure voting protocols to ensure all participants can fully engage in the meeting.

15. ADJOURNMENT

If, within one-half hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of the Regular Members, shall be dissolved. In any other case it shall be adjourned to such time and place as a majority of the Regular Members then present shall direct and if at such adjourned meeting a quorum of Directors is not present it shall be adjourned.

16. VOTES OF REGULAR MEMBERS

16.1. Every Regular Member in good standing shall have one vote and no more.

16.2. Votes will be conducted in accordance with Robert's Rules of Order.

16.3. The President of the association shall not have a vote excepting to cast a tie-breaking vote.

16.4. Proxy voting shall not be allowed.

16.5. Motions and resolutions will pass with a 50% plus one margin of Regular Members entitled to vote.

16.6. Special resolutions will pass with not less than three fourths margin of Regular Members entitled to vote.

17. DIRECTORS

17.1. The Board of Directors is acclaimed or elected by the Regular Members at the Annual General Meeting.

17.2. The Board of Directors will be made up of the following positions.

17.2.1. President

17.2.2. Vice-president

17.2.3. Secretary

17.2.3.1. Meeting minutes can be taken either by a volunteer or paid staff person.

17.2.4. Treasurer

17.2.5. Past President (non-voting)

17.2.6. Membership Chair

17.2.7. Communication, Marketing & Sponsorship Chair

17.2.8. Poomsae / Martial Arts Chair

17.2.9. Sport Development and High Performance Chair

17.2.10. Tournament & Event Chair

17.2.11. Referee Chair

17.3. As many as two (2) Directors at Large may be appointed or elected by the Regular Members as needed to accomplish the goals of the association.

17.4. Anyone elected or appointed to the position of Director of TKDNS must consent to being a Director of TKDNS. Persons who have been elected or appointed as Directors and are present at the meeting when the election or appointment took place, are deemed to have consented to serve as Directors, unless they refuse. However, if they are not present at that meeting, they must either (a) consent to their election, in writing, before that meeting or within 10 days after that meeting or (b) act as a Director after the election or appointment.

18. RESPONSIBILITIES OF THE BOARD OF DIRECTORS

18.1. To carry out the plan as approved by the Regular Members at the Annual General Meeting for each committee.

18.2. To conduct the general management of TKDNS.

18.3. To report to the Regular Members on a Quarterly basis the status of all financial and operational activities.

18.4. Each committee is to be given equal weight of importance within the organization.

19. ELIGIBILITY

19.1. In addition to Section(s) 7.2.2 & 7.3.2, and with the considerations of Section 19.6.1, of this document, in order to be eligible for the role of Committee Chair the individual must be a Regular Member in good standing, eligible to fill the role of Director and be a member in good standing of any TKDNS Affiliate School.

19.2. To be eligible for the positions of President or Vice President the individual must be a Regular Member in good standing and have Chaired at least one Committee of the Board for at least one full term.

19.3. President and Vice President must complete at least one full term (see below for term limits) as a Committee Chair of the Board of Directors prior to being nominated for either position.

19.4. An individual recruited to serve on a committee of the Board may come from any walk of life, background or community within Nova Scotia. TKDNS will be well served the more diverse the range of people recruited to the organization.

19.5. All positions on the Board must be considered working positions and individuals recruited to such positions must be aware of the workload required for each committee.

19.6. From time to time, at the discretion of the Board, specific requirements, experience, qualifications or other standards may be required of a Member seeking to fill a position on the Board.

19.6.1. In order to meet these requirements, the Board may seek out, recruit and appoint individuals from outside the Membership to fill specific roles on the Board.

20. APPOINTED/ELECTED

20.1. Regular Members, in good standing, shall elect the Board of Directors at the Annual General Meeting of the association.

20.2. A Director may be appointed to the Board of Directors, by a majority vote of the Board, from time to time to fill vacancies in the Board of Directors.

21. TERM

21.1. A term of office will be two (2) years

21.2. No member of the Board of Directors may serve for more than 3 consecutive terms.

21.2.1. An exception of two (2) additional terms will be made to allow anyone elected to the position of President or Vice-President to fulfill their term of office.

21.2.2. Anyone elected to the position of President or Vice-President will be permitted to fill that role for no more than two (2) consecutive terms.

21.3. Anyone having served as President for a maximum of two (2) consecutive terms may reoffer for a position on the Board of Directors only after having been off the board for one (1) full term.

21.4. A Director's term ends when the Director:

21.4.1. Dies

21.4.2. Resigns

21.4.3. Is removed from office

21.4.4. Is declared incapable by a court

21.4.5. Becomes a bankrupt or

21.4.6. Has their term of office expire.

22. COUNCIL OF MASTERS

22.1. A Council of Masters (CM) comprised of any Regular Member in good standing holding the rank of KUKKIKON 4th Dan and above, will be established. The CM will function as an advisory body to the TKDNS Board of Directors and Executive Committee. The Board and the Executive shall consult with the CM on all matters pertaining to the timing and organization of Taekwondo tournaments, high performance training and workshops and on TKDNS policies.

22.2. The purpose of the consultation is to ensure, to the highest extent possible, that:

22.2.1. All policies and procedures adhere to the Tenets and Principles of Taekwondo and;

22.2.2. Are reflected in the TKDNS operations and;

22.2.3. To minimize the conflicts between TKDNS operations and those of affiliate schools.

22.3. The CM may make non-binding recommendations to the Board of Directors of TKDNS.

22.4. Members of the CM may, at the same time, sit as members of the Executive, the Board of Directors or a Committee. Such members of the CM may attend meetings and add their voice to debate, but in order to maintain the neutrality of the CM must recuse themselves from adding their name to recommendations made to the Board of Directors from the CM.

23. ELECTION

Every year at the Annual General Meeting, those Directors who have served their two-year term shall retire from office but shall hold office until dissolution of the meeting at which their successors are elected and retiring Directors shall be eligible for re-election.

24. OFFICE VACATED

In the event that a Director resigns their office or for any other reason that their office as Director shall be vacated, the vacancy thereby created may be filled by appointment for the unexpired portion of the term by the Board of Directors from among the eligible individuals as described in Article 18 of this document.

25. REMOVE FROM OFFICE

25.1. The association may, by Special Resolution, remove any Director before the expiration of the period of office and appoint another in their stead. The person so appointed shall hold office during such time only as the director in whose place they are appointed would have held office.

25.2. Any Director that is not present for two consecutive Business Meetings of the Board of Directors may be removed from the position of Director by a majority vote of the Directors.

26. MEETING FREQUENCY

Business Meetings of the Board of Directors shall be held as often as the business of the association may require. No fewer than three (3) Business Meetings shall be held in each fiscal year.

27. QUORUM BOARD OF DIRECTORS

No business shall be transacted at any meeting of the Board of Directors unless at least one-third (1/3) in number of the Directors is present at the commencement of such business.

28. POWERS of DIRECTORS

The management of the activities of the association shall be vested in the Directors according to plans as approved by the Regular Members. In addition to the powers and authorities of these by-laws or otherwise expressly conferred upon them, Directors may exercise all such powers, including the power to create committees and appoint or recruit individuals to such committees as necessary, and do all such acts and things as may be exercised or done by the association and are not hereby or by Statute expressly directed or required to be exercised or done by the association in a General Meeting.

29. OFFICERS

29.1. The Officers and Executive Committee of the association shall be the President, Vice-President, Secretary and Treasurer.

29.2. No Regular Member of the association may become eligible to serve as an Officer of the association without having first serving one full term as a committee chair on the immediate past Board of Directors.

29.3. Meeting minutes and general administrative duties may be carried out by an Administrative Officer as appointed by the Board of Directors.

29.3.1. The role of Administrative Officer may be a volunteer or paid position.

30. ROLES AND RESPONSIBILITIES BOARD OF DIRECTORS

30.1. **PRESIDENT**

Reports to: General Membership of TKDNS (AGM) Regular Members (Monthly or as required)

30.1.1. General supervision of all board activities and to ensure all committees are meeting stated goals and mandates.

30.1.2. Serve as Chair for all business and special meetings of the Board of Directors and at the Annual General Meeting of the association.

30.1.3. Act as ex officio member of all committees of the Board.

30.1.4. In concert with all Committees and the Board ensure this document and all policies continue to support the goals of TKDNS and ensure effective governance.

30.1.5. To represent TKDNS in all media and public relations and act as overall liaison to Sport Nova Scotia, Sport Canada and be the province's representative to any and all affiliated national and/or international bodies.

30.1.6. The President may not vote on issues before the Board of Directors except in the case of a tie.

30.1.7. To present the overall plan and budget to the Regular Members at the Annual General Meeting.

30.1.8. To represent TKDNS within Taekwondo Canada and to ensure continued compliance with all TC policies and procedures.

30.1.9. Maintain the highest standards of ethics in all activities related to TKDNS.

30.1.10. **VOTE**

The President, when acting as Chair shall have no vote except in the case of an equality of votes. In the case of equality of votes he/she shall have a casting vote.

30.1.11. **ADJOURN MEETING**

The President may, with the consent of the meeting, adjourn any meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place unless notice of such new business is given to the Directors.

30.1.12. **RESOLUTION CARRIED**

At any General or Extraordinary Meeting, unless a poll is demanded by at least three (3) Regular Members, a declaration by the President that a resolution has been carried and an entry to that effect in the book of the proceedings of the association shall be sufficient evidence of the fact without proof of the number or proportion of the Regular Members recorded in favor of or against such resolution.

30.1.13. **POLL DEEMED**

If a poll is deemed in manner aforesaid the same shall be taken in such manner as the President may prescribe and the result of such poll shall be deemed to be the resolution of the association in General Meeting.

30.2. **VICE-PRESIDENT**

Reports to: President Regular Members (at the request of the President)

30.2.1. The Vice-President, at the request of the Board of Directors, shall fulfill the role of President in the case of absence, illness or incapacity of the President.

30.2.2. Any and all other duties, tasks or responsibilities as requested by the President or the Board.

30.2.3. Seek out and secure general and long-term funding sources from government and in particular Sport Nova Scotia.

30.2.4. Act as liaison with external martial arts organizations such as, but not limited to, other families of Taekwondo, for the purpose of finding common ground of cooperation in the promotion, joint participation and growth of all martial arts.

30.2.4.1. In the event that TKDNS is given responsibility for the sanctioning of other martial arts events the Vice President will serve in that capacity on behalf of the Board.

30.2.5. Receive, review and present new membership applications to the Board for approval.

30.2.6. The Vice President may also serve as a Committee Chair.

30.2.7. Maintain the highest standards of ethics in all activities related to Taekwondo Nova Scotia.

30.3. **ROLES AND RESPONSIBILITIES: Treasurer**

Reports to: President, Board of Directors Regular Members (at the request of the President)

30.3.1. Maintain and reconcile all financial records

30.3.2. Prepare and distribute quarterly Profit & Loss and Balance Sheet statements to the Board of Directors and Annual Statements for dissemination at the Annual General Meeting.

30.3.3. Ensure third party review of annual statements for presentation at the Annual General Meeting.

30.3.4. To liaise with all Committee Chairs and Board of Directors to prepare an annual budget in time for presentation and approval by the Membership at the Annual General Meeting.

30.3.5. Collect such membership dues and fees as are deemed necessary.

30.3.6. Ensure all administrative and legal requirements from government are met in a timely manner.

30.3.7. Maintain the highest standards of ethics in all activities related to Taekwondo Nova Scotia.

30.4. **ROLES AND RESPONSIBILITIES: Secretary**

Reports to: President, Board of Directors Regular Members (at the request of the President)

30.4.1. Maintain and reconcile all documentary records

30.4.2. To liaise with all Committee Chairs and Board of Directors to prepare any required documents (by-law changes etc.) in time for presentation and approval by the Membership at the Annual General Meeting.

30.4.3. Ensure all administrative and legal requirements from government are met in a timely manner.

30.4.4. Maintain the highest standards of ethics in all activities related to Taekwondo Nova Scotia.

30.4.5. Oversee the collection and dissemination of all meeting minutes, record keeping, meeting notices and other administrative requirements of the Board of Directors.

30.5. ROLES AND RESPONSIBILITIES: Committee Chairs

General Duties of Committee Chairs

30.5.1. Identify and recruit volunteers from within and outside the Taekwondo community.

30.5.2. Set and chair committee meetings as needed to accomplish the goals and objectives of their committee.

30.5.3. Attend meetings of the Board of Directors and report committee progress towards stated goals.

30.5.4. Prepare and disseminate meeting minutes of Committee meetings to the President and Secretary Treasurer for distribution to the Board.

30.5.5. Liaise with President on the status of committee activities and volunteer recruitment.

30.5.6. Prepare and present annual plans and budget to the Regular Members at the AGM.

30.5.7. Maintain the highest standards of ethics in all activities related to Taekwondo Nova Scotia.

30.6. Communications, Marketing & Sponsorship Chair

Reports to: President

This committee is responsible for the marketing and promotion of Taekwondo throughout Nova Scotia and is charged with the primary role of increasing participation and retention of Taekwondo students across the province.

30.6.1. Web site and social media design and maintenance

30.6.2. Media relations

30.6.3. Integrate and manage communications opportunities such as newsletters and social media

30.6.4. Assist tournament hosts in promotion of their events.

30.6.5. Search out and organize participation in public forums and events where Taekwondo can be showcased and promoted.

30.6.6. Develop a sponsorship program, attract, retain and communicate with sponsors.

30.7. Membership Chair

Reports to: President

This committee gives a voice to the individuals who practice Taekwondo in the province as well as communicates the association news and activities to the membership.

30.7.1. Accept and maintain records of Membership applications of all types (See Section 7)

30.7.2. Act as liaison and contact point for students and Instructors of Affiliate clubs / schools.

30.7.3. Promote and assist in implementation of the Long Term Athlete Development (LTAD) "Taekwondo for Life" Program.

30.7.4. Lead and moderate dispute and complaint resolution process.

30.7.5. Responsible to strike ad hoc Sanctions & Appeal sub-committee as needed.

30.7.6. Oversee compliance with membership requirements for Regular Members and Affiliate Clubs

30.8. Poomsae / Martial Arts Chair

Reports to: President

This committee is responsible for the promotion, training and standardization of the traditional practices of Taekwondo throughout the province including but not limited to: Poomsae and Self Defense as well as the Traditions and Customs of Taekwondo.

30.8.1. To promote and develop all aspects of the martial art of Taekwondo

30.8.2. Liaise with external resources and coordinate the training of Poomsae Coaches and Judges.

30.8.3. Organize and/or assist in the coordination of a Martial Art oriented tournament in accordance with the TKDNS Tournament Policy SOP 2.0.

30.8.4. Coordinate with the Communications Chair to supply Nova Scotia demo teams for opportunities to showcase Taekwondo.

30.9. **Sport Development and High Performance Chair**

Reports to: President

This committee is responsible for development, funding and overseeing the training of the highest level competitive athletes in the province as well as the Coaches and Officials wishing to advance their skills at a Regional, National and International level.

30.9.1. Coordinate with the Provincial / Regional Head Referee(s) on all training opportunities for referees and officials.

30.9.2. In cooperation and coordination with the Vice President, seek out and secure funding sources for the development of Athletes, Coaches, Officials and for any Provincially run events such as those listed above.

30.9.3. Organize and coordinate high performance training camps or seminars.

30.9.4. Coordinate with other provincial Taekwondo associations and Associations to arrange opportunities for joint training and competitive development.

30.10. **Tournament and Events Chair**

Reports to: President

This committee provides support to tournament hosts across Nova Scotia with the goal of maintaining the very highest quality of event.

30.10.1. Review requests for, and recommend provincial sanctioning of, tournaments and events held within the province of Nova Scotia in compliance with the TKDNS Tournament Policy SOP 2.0.

30.10.1.1. In order to comply with the TKDNS Conflict of Interest Policy SOP 5.0, this role is best filled by an individual with no vested interests in holding a tournament.

30.10.2. Maintain a rolling 12-month calendar of events across the province and the region.

30.10.3. Coordinate with tournament hosts to provide provincial resources (referees, officials, scoring systems, etc.) needed to enhance the tournament experience.

30.10.4. Organize and carry out all TKDNS sponsored events such as, but not limited to, Night of Fights, Black Belt Development Tournament, Provincial Games.

30.10.5. Must coordinate and ensure compliance of Provincially sanctioned tournaments according to the TKDNS Tournament Policy SOP 2.0.

30.10.6. Maintain and publish athlete points ratings for all Nova Scotia Senior and Junior A athletes.

30.11. **Referee Chair**

Reports to: President

TKDNS requires trained and qualified Referees and Officials are available in order to build and maintain the highest standards of professionalism and compliance to World Taekwondo / Taekwondo Canada standards.

30.11.1. To build and maintain a database of officials interested in supporting Taekwondo Nova Scotia at tournaments, camps and other events.

30.11.2. Work with Tournament and Event Hosts to recruit and coordinate Referees and other Officials as required by the Host.

30.11.3. Establish and maintain a data base of Referees and Officials detailing level of certification and training for each.

30.11.4. Be available to attend all TKDNS sanctioned tournaments and events to supervise and manage Referees and officials.

30.11.5. Ensure all duties and responsibilities for Referees and Officials are performed to an acceptable standard at all tournaments and events.

30.11.6. Ensure the obligations of Tournament and Event Hosts are met with regard to treatment and compensation of assigned Referees and Officials.

30.12. **Past President**

Reports to: President, Board of Directors

30.12.1. Ex officio member of the Board and as such does not carry a vote.

30.12.2. To serve as advisor and counsel to the sitting President

30.12.3. Act as Nomination Chair (if able and willing to fill such role)

30.12.4. Maintain the highest standards of ethics in all activities related to Taekwondo Nova Scotia

31. AUDIT OF ACCOUNTS

31.1. The Treasurer shall appoint a committee annually comprising of at least three (3) Regular Members in good standing, from which they shall elect a Chair, hereafter referred to as the Auditor, as an audit committee. Such committee shall provide an Audited Financial report at the Annual General Meeting. Should the committee deem it necessary, a recommendation shall be made to the board of directors that a professional accountant be called upon to carry out the audit at the expense of the association.

32. AUDIT & FINANCE REPORT

32.1. The association shall make an annual written report to the Regular Members as to the financial position of the association and the report shall contain a balance sheet and operating account.

32.2. The Auditor shall make a written report to Members regarding the balance sheet and operating account.

32.3. In every such report he/she shall state whether in his/her opinion the balance sheet is a full and fair balance sheet containing the particulars required by the association and properly drawn up so as to exhibit a true and correct view of the association's affairs and such report shall be read at the Annual General Meeting.

32.4. An audited copy of the balance sheet showing the general particulars of its assets and liabilities and a statement of its income and expenses in the preceding year shall be filed with the Registrar within fourteen (14) days after the Annual General Meeting in each year as required by law.

33. REPEAL AND AMENDMENT OF BY-LAWS

The association has the power to repeal or amend any of these by-laws by special resolution passed in the manner prescribed by law.

34. MISCELLANEOUS

The association shall file with the Registrar, with its Annual Statement, a list of its Directors with their addresses; occupations and dates of appointment or election and within fourteen days of any change of Directors, notify the Registrar of the change.

35. SPECIAL RESOLUTION

The association shall file with the Registrar a copy, in duplicate, of every special resolution within fourteen days after the resolution is passed.

36. SEAL of the ASSOCIATION

The seal of the association shall be in the custody of the Secretary/Treasurer and may be affixed to any document upon resolution of the Board of Directors.

37. CUSTODY & INSPECTION of MINUTES, BOOKS & RECORDS

37.1. Preparation of minutes, custody of the books and records and custody of the minutes of all meetings of the association and of the Board of Directors shall be the responsibility of the Secretary/Treasurer.

37.2. The books and records of the association for the current year may be inspected by any Regular Member at the Annual General Meeting or Extraordinary Meeting of the association.

38. EXECUTIVE: Legal Documents

38.1. Contracts, deeds, bills of exchange and other instruments and documents may be executed on behalf of the association by the President or the Vice-President and the Secretary otherwise as prescribed by resolution of the Board of Directors in accordance with approved plans and budgets.

38.2. The Association may only borrow money as approved by a special resolution of the members.

39. ADMINISTRATIVE ASSISTANT

39.1. The Board of Directors may hire or appoint an individual, who may or may not be a Regular Member of the association to act in the capacity of Administrative Officer. Such person will be responsible for the day-to-day activity of the association and the duties of meeting Secretary.

40. REMUNERATION

40.1. TKDNS exists only for the purposes set out in the objectives and will be carried on without the purpose of gain for its Officers, Directors, employees, or registrants and any profits or other accretions to the Association shall be used only in promoting its objectives.

40.2. With the exception of remuneration to the Auditor and employees, no Director, Officer, committee member or registrant shall receive any remuneration from or with respect to their office in the Association.

40.3. Officers, Directors and registrants may be paid reasonable expenses incurred in the performance of their duties in accordance with TKDNS's rules, regulations, policies and procedures relating to expenses.

41. INDEMNITIES TO DIRECTORS AND OTHERS

41.1. **Indemnity** - Every Director of TKDNS and his or her heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the Association, from and against:

41.1.1. all costs, charges and expenses which such Director, sustains or incurs in or about any action, suit or proceedings which is brought, commenced or prosecuted against him or her, or in respect of any act, deed, error, omission, matter, or thing whatsoever, made, done, not done, or permitted by him or her, in or about the execution of the duties of his or her office or in respect of any such liability, except such costs, charges or expenses as are occasioned by his or her own gross negligence; and

41.1.2. all other costs, charges and expenses which he or she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his or her own wilful neglect or default.

41.2. **Loss of Indemnity** - Notwithstanding anything herein to the contrary, TKDNS shall not indemnify or hold harmless any Officer, Director, member or employee for any costs, expenses, charges, loss, damage, or misfortune of any kind whatsoever, if such is incurred in the actual or purported execution of their duties offices for or on or behalf of the Association that are caused directly or indirectly by:

41.2.1. fraud, dishonesty or bad faith of any such person; or

41.2.2. wilful neglect or default of any such person.

41.3. **Insurance** - The Association shall, at all times, maintain in force such Directors and Officers liability, and other appropriate insurance, as may be approved by the Board to cover any potential liability of the Association, or its Board, Officers, employees, or others for whom it may be vicariously liable.

Memorandum of Association

The name of the Association is

Taekwondo Nova Scotia

On a volunteer and non-profit basis the objective/s of the association is/are:

- To improve public awareness of TaeKwonDo as a sport and as a way of life.
- To unify schools throughout the province under the heading of Taekwondo Nova Scotia.
- To acquire funding for the realization of the objectives of the association.
- To hold real and personal property acquired by the association for the purposes of the association

To acquire by way of grant, gift, purchase, bequest, devise or otherwise, real and personal property and to use and apply such property to the realization of the objects of the Association;

To buy, own, hold, lease, mortgage, sell and convey such real and personal property as may be necessary or desirable in the carrying out of the objects of the Association.

Provided that:

- The association shall not carry on any trade, industry, or business;
- All funds shall be used solely for the purposes of the Association and the promotion of its objects;

Upon dissolution of the association and after payment of all debts and liabilities, its remaining property shall be distributed or disposed of to:

- Qualified donees described in subsection 149.1(1) of the Income Tax Act ("charitable purposes").
- Non-profit organization in Canada having objects similar to those of the association.

The activities of the Association are to be carried on in Nova Scotia.