

# **Maritime Taekwondo Union and Society**

## **By-laws**

**Adopted June 13, 2015**

**Revised July 2015**

**Revised June 2018**

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## 1. STATEMENT OF PURPOSE, SCOPE AND TENETS

- 1.1. The Maritime Taekwondo Union & Society (MTU) 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. The MTU governs the practice of Kukkiwon Taekwondo in the province of Nova Scotia and operates as the Maritime Taekwondo Union & Society.
- 1.3. The MTU 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 the MTU.

### 1.4.1. Courtesy

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

### 1.4.2. Integrity

The MTU 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

MTU 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 seven additional Directors for a total of Twelve (12).
- 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 Roberts Rules or Order for Meetings.

- 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 MTU.
- 2.6. **Union or Maritime Taekwondo Union** means **THE MARITIME TAEKWONDO UNION and SOCIETY**.
  - 2.6.1. The acronym MTU will mean Maritime Taekwondo Union and Society.
- 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 Union is anyone with the rank of 1<sup>st</sup> (First) Dan Black Belt, aged 16 and older, in good standing with an Affiliated school and the MTU.
  - 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 the MTU as the individual primarily responsible for the curriculum and teaching of Taekwondo at an affiliated School. This Individual must meet the MTU standard for being an Instructor, conduct or directly supervise all training at the registered school and be listed with the Union as the Head Instructor.
- 2.10. The **COUNCIL** refers to the Council of Masters of MTU 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 MTU relations with the affiliated clubs and the martial art. The Council may submit non-binding recommendations on MTU policy, procedures and activities. Membership in the Council is open to Regular Members in good standing with the rank of KUKKIKON 4<sup>th</sup> 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 Union, and their names shall be entered in the registry of members accordingly.
- 3.2. Members of the Board of Directors of the Union can accept applications for membership.

### **4. NUMBERS**

- 4.1. For the purposes of registration, the numbers of the Union is unlimited

### **5. ENTITLEMENT: Attendance & Voting**

- 5.1. Every Regular Member of the Union in good standing shall be entitled to attend any meeting of the Union.
- 5.2. Regular Members aged 18 and over only are entitled to vote at all general and annual meetings of the Union.
- 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 Union shall not be transferable.
- 6.2. Competing Sports Organizations. No member or Registered Participant of the MTU shall belong to a Canadian taekwondo organization that is in competition with, or in opposition to, MTU or Taekwondo Canada.
- 6.3. Members of all types shall adhere to the standards, rules and regulations defined in the MTU 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 the MTU.

## 7. MEMBERSHIP TYPES:

- 7.1. **Regular Member** ~ A Regular Member of the Union is anyone with the rank of Kukkiwon 1<sup>st</sup> Dan Black Belt or higher, aged 16 and older, in good standing with the MTU.
  - 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 Union.
    - 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 Union are Taekwondo practitioners in good standing with the MTU 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 the MTU 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 the MTU.
- 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 Union is any adult with an immediate family member who practices Taekwondo and is in good standing with the Union 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 the MTU 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 the MTU.
- 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, Unions or manufacturers who are not eligible for active membership but are interested by vocation in the Union and its memorandum of Union.
- 7.4.2. An Associate member will not have a vote within the Union.

#### **7.5. Inactive Members**

- 7.5.1. Inactive Members of the Union 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 the MTU until such time as their membership status is reinstated.

#### **7.6. Honourary Members**

- 7.6.1. Honourary Members of the Union are those persons approved by the Regular Members who have shown exemplary service or contributed significantly to the principles on which the Union stands.
- 7.6.2. An Honorary Member shall not have voting privileges attached this particular Membership Type.

#### **7.7. Affiliate School Member**

- 7.7.1. Affiliate School Member of the Union 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 Union must be approved by the Board of Directors and meet all requirements as stated in this document and MTU Membership Policy.
- 7.7.2. Affiliate School Members will not have a vote within the Union.
- 7.7.3. Affiliate School members agree to abide by the Policies and By-laws of the MTU.

### **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 1<sup>st</sup> Dan or higher is eligible to become a member of the Union.
- 8.1.2. All Regular Members must be a current and valid member of an Affiliate School in good standing with the MTU.
- 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 the MTU. (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 the MTU.
- 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 the MTU 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 the MTU

## **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 Union.
- 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 Union shall be at the calendar year extending 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 Union and,
- 11.1.1.5. All other business requiring the approval of the Regular Members of the Union.

11.1.2. *Business Meetings* - Held periodically by the Board of Directors to conduct the business of the Union 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 Union 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 Union shall be held within ninety (90) days of the end of the fiscal year of the Union.

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 Union 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 Union.

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 Roberts Rules of Order for Meetings.

## **14. QUORUM - Annual General Meeting / Extraordinary Meetings**

No business shall be transacted at any Annual or Extraordinary Meeting of the Union unless a quorum of ½ (50%) of Directors and either 10% of the active Regular Members or a count of 15 Regular Members are physically present at the commencement of such business.

## **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 Roberts Rules for Meeting.

16.3. The President of the Union 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 (formerly Member Services Chair)
- 17.2.7. Communication, Marketing & Sponsorship Chair
- 17.2.8. Poomsae / Martial Arts Chair
- 17.2.9. Sport Development (High Performance) Chair
- 17.2.10. Tournament & Event Chair
- 17.2.11. Referee Chair (formerly Volunteer 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 Union.

17.4. Anyone elected or appointed to the position of Director of the MTU must consent to being a Director of the MTU. 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 the MTU.
- 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 MTU 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. The MTU 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 Union.
- 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 4<sup>th</sup> Dan and above, will be established. The CM will function as an advisory body to the MTU 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 MTU 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 MTU operations and;
  - 22.2.3. To minimize the conflicts between MTU operations and those of affiliate schools.
- 22.3. The CM may make non-binding recommendations to the Board of Directors of the MTU.
- 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 Union 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 Union 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 Union 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 Union and are not hereby or by Statute expressly directed or required to be exercised or done by the Union in a General Meeting.

## **29. OFFICERS**

- 29.1. The Officers and Executive Committee of the Union shall be the President, Vice-President, Secretary and Treasurer.
- 29.2. No Regular Member of the Union may become eligible to serve as an Officer of the Union 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 MTU (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 Union.
- 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 the MTU and ensure effective governance.
- 30.1.5. To represent the MTU 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 the MTU 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 the MTU.

#### **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 Union 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 Union 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 the MTU 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 the Maritime Taekwondo Union.

### **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 the Maritime Taekwondo Union.

### **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 the Maritime Taekwondo Union.
- 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 the Maritime Taekwondo Union.

### **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 (May act as Athlete representative)**

#### **Reports to: President**

**This committee gives a voice to the individuals who practice Taekwondo in the province as well as communicates the Union 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 MTU 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 (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 Unions and Associations to arrange opportunities for joint training and competitive development.

**30.10. Tournament and Event 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 MTU Tournament Policy SOP 2.0.
  - 30.10.1.1. In order to comply with the MTU 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 MTU 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 MTU 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 (replaces Volunteer Chair)**  
**Reports to: President**

**The MTU 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 the Maritime Taekwondo Union 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 MTU 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 the Maritime Taekwondo Union

### **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 Union.

### **32. AUDIT & FINANCE REPORT**

32.1. The Union shall make an annual written report to the Regular Members as to the financial position of the Union 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 Union and properly drawn up so as to exhibit a true and correct view of the Union'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 Union has the power to repeal or amend any of these by-laws by either a special resolution passed in the manner prescribed by law or by a vote of the Regular Members at the Annual General Meeting.

### **34. MISCELLANEOUS**

The Union 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 Union 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 UNION**

The seal of the Union 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 Union and of the Board of Directors shall be the responsibility of the Secretary/Treasurer.

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

### **38. EXECUTIVE: Legal Documents**

38.1. Contracts, deeds, bills of exchange and other instruments and documents may be executed on behalf of the Union 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 Society 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 Union to act in the capacity of Administrative Officer. Such person will be responsible for the day-to-day activity of the Union and the duties of meeting Secretary.

#### **40. REMUNERATION**

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

#### **41. INDEMNITIES TO DIRECTORS AND OTHERS**

- 41.1. Indemnity - Every Director of the MTU 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 Society, 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, the MTU 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 Society 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 Society 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 Society, or its Board, Officers, employees, or others for whom it may be vicariously liable.



## **Memorandum of Association**

The name of the Society is

### **Maritime Taekwondo Union and Society**

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

- a. To improve public awareness of TaeKwonDo as a sport and as a way of life.
- b. To unify schools throughout the province under the heading of Maritime TaeKwonDo Union.
- c. To acquire funding for the realization of the objectives of the Union.
- d. To hold real and personal property acquired by the Union for the purposes of the Union

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 Society;

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 Society.

Provided that:

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

Upon dissolution of the society 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 society.

The activities of the Society are to be carried on in The Registered office of the Society is located at:

226 Waverly Rd., Dartmouth

Nova Scotia B2X 2C4