



### **Taekwondo New Brunswick – By-Laws**

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## **Article 1 –Name**

The name of this provincial sport organization is Taekwondo New Brunswick Inc. The abbreviation of this organization shall be TKDNB Inc. The principal office of the organization shall be located where the president and/or secretary reside in the Province of New Brunswick.

## **Article 2 - Type**

The organization is a nonprofit corporation to promote and support growth and development of Taekwondo in New Brunswick.

## **Article 3 - Members**

There shall be group members and other classes of members. The various classes of members, the qualification for membership, membership procedures, rights, privileges, responsibilities of the member, the liability of the members for dues and assessments, and the termination of membership shall be set forth in the Bylaws. All members shall be bound by the Bylaws and subject to the authority of the organization with respect to the purpose for which it is organized.

## **Article 4 - Purposes**

The purpose of TKDNB is to promote, propagate, regulate and standardize Taekwondo in New Brunswick as a martial art and sport and to act as the sport governing body for WTF Taekwondo.

## **Article 5 - Membership**

- a) Membership is open only to the instructors and students of a sanctioned school, who are approved for the membership by the Board of Directors. There will be three categories:
  - 1) General Membership – All pay yearly fee
  - 2) High Performance Membership – All pay a yearly fee
  - 3) Lifetime Membership – Any member 5<sup>th</sup> Dan verified Kukkiwon and above no fees but must sign up every year.

General Membership may be upgraded to High Performance Membership at any time.

- b) Event/Daily Membership – This is for any participants from non-registered, Taekwondo Schools that wish to participate in a sanctioned Taekwondo New Brunswick event.
- c) All members shall observe and conform to the rules and regulations of TKDNB Inc.
- d) All members of the school, to remain in good standing, must pay fees as is determined by the Board of Directors.

e) Members in arrears will not be permitted to take part in competitions, sanctioned functions or benefits, and if arrears are not paid within 30 days of due date, membership shall be terminated. Refund of paid dues shall be made at the discretion of the Executive.

f) TKDNB Inc. shall not be responsible for any damages or injury or loss of property to any members of TKDNB Inc., or to guests, visitors or spectators at any event or tournaments sanctioned by TKDNB Inc.

g) Any schools or instructors violating by-laws or other applicable regulations will be disciplined by the Board as necessary. This may include the removal of TKDNB membership and privileges.

#### **ARTICLE 6 - Board of Directors:**

a) The Board of Directors shall approve the business of TKDNB Inc. and the number of Directors shall not be less than six (6) but not more than nine (9).

b) The previous past President shall be a non-voting member of the Board of Directors of TKDNB.

c) Candidates for Executive Positions of TKDNB Inc. must have held memberships on the Board of Directors in the previous term. If there are no members from the Board of Directors available, any member in good standing with TKD NB is Eligible.

d) Office Terms for Board of Directors

i) All members of the Board of Directors shall hold office for a term of two years and may be re-elected.

ii) The President and executive shall hold office for a term of 3 years.

iii) Directors not making a reasonable effort to attend meetings will be removed by the board. Directors at Large will be appointed and regional directors will be elected by schools of that region.

iv) Board members and Executive Members must remain as a member of TKDNB Inc. in good standing throughout their entire term.

e) The position of Director can be vacated:

1) By notice in writing to the Board, a Director resigns or,

2) Upon a no confidence vote of at least six (6) of the nine (9) Directors.

f) Vacant Board positions may be assigned by the Board until the first general meeting of the membership following the occurrence of the vacancy, provided the member of the Board assumes the same responsibilities required by the vacant position.

g) A quorum of the Board of Directors shall be six, 5 Directors plus the President, or Vice President if the president is unable to attend.

h) There shall be two (2) types of directors:

i) Members serving on the Board of Directors, must be at least 18 years of age.

1) **Regional** - Regional director must be an instructor or member of a school in the region in which he/she is elected to represent. One individual will represent only one region. The individual cannot represent a vote for any other region. This individual must be a resident of the region they represent.

2) **At Large** - No restriction but must reside in the Province of New Brunswick.

j) To be eligible to serve on the Board of TKDNB Inc., applicants must provide a Criminal Record Check clearance letter within 30 days of the election if they do not have one already on file with the current secretary. Board members are to obtain and provide evidence of a clear Criminal Record Check prior to holding a consecutive term.

## **ARTICLE 7 - OFFICERS**

- a) The officers of TKDNB shall be a President, Vice-President, a Secretary and a Treasurer and shall be collectively known as the Executive.
  
- b) The President shall act as Chairperson of all the executive and general meetings, and supervise TKDNB Inc. When unable to do so, the Vice-President shall act in their stead. The President shall hold office until their successor has been duly elected at the Annual Meeting.
  
- c) The President and Vice President shall be an ex-officio member of all committees.
  
- d) The Secretary shall keep the minutes of the meetings of the Board of Directors and of TKDNB. He/She shall attend to all the correspondence of the Board, prepare and receive all notices and documents, draft the minutes of all meetings, investigate applications for membership and report therein to the Board, and generally perform all the ordinary duties of a secretary. He/She shall have custody of the corporate seal and shall have the power to certify all documents.

The Treasurer shall have charge and custody and be responsible for all funds of TKDNB which he/she shall deposit in TKDNB's name in such bank as may from time to time be designated by the Board of Directors. He/she shall submit a financial statement at the end of fiscal year and whenever requested to do so by the President or the Board of Directors. All funds of TKDNB Inc. shall be deposited by the Treasurer and all disbursements of funds of TKDNB shall be paid by cheque. All duties by the Treasurer must conform to the policy and procedures manual.

- e) At the Annual General Meeting, in an election year, the general membership shall elect from its own, its officers and Board members.
  
- f) A candidate for the Executive of TKDNB Inc. must apply for the intended position at least 30 days prior to the Annual General Meeting.
  
- g) A Candidate can only apply for one position on the Executive
  
- h) Officers not fulfilling duties of job description will be removed by a non-confidence vote.

## **ARTICLE 8 - DUTIES OF THE BOARD**

- a) The business of Taekwondo New Brunswick shall be carried out by a Board of Directors comprising a maximum of 11 persons and a minimum of 6 persons, including the President, past President and nine (9) directors for the general management of the affairs, funds and records of TKDNB Inc.

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

c) The Board of Directors is empowered periodically to establish the structure, schedule of events, entry fee and all other matters generally and appropriately associated with the competitions, displays and exhibitions of TKDNCB Inc..

d) The Board of Directors, through its committee structure, is empowered to seek corporate sponsorship and any donations in support of the objects of TKDNCB Inc..

e) The Board of Directors shall appoint a proper signing officer from its number that resides in the city in which the Treasurer resides other than the Treasurer and President, which the officer shall be responsible for signing all cheques, notes and obligations of TKDNCB Inc..

f) It will be the duty and responsibility of the Board of Directors to ensure that any moneys raised through the team competitions, membership, fundraisers and team trials be deposited in the TKDNCB Inc. account. The Board of Directors may delegate any of these duties to the fundraising committee, but the Board of Directors shall remain ultimately responsible.

g) The Board of Directors shall insure that any person acting in an official capacity (team manager, team coach, team trainer, team doctor, etc.) will provide a clear Criminal Record Check TKDNCB Inc. prior to selection.

h) Remuneration and Expenses.

The Corporation 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 members and any profits or other accretions to the Corporation shall be used only in promoting its objectives. Officers, Directors and Committee Members may be paid reasonable expenses incurred in the performance of their duties in accordance with the Corporation's policies relating to expenses.

- i) With the exception of remuneration to the public accountant serving as auditor and employees, no Director, Officer, Committee Member or member shall receive any remuneration of any kind, or profit from or with respect to:
  - a) Their office, or duties or services as a director; or
  - b) Any services rendered to the Corporation unless:
    - i) It is outside the scope of duties or services as a Director or officer and provided in the person's professional capacity;
    - ii) The engagement for the services and remuneration is approved by resolution of the Board =;

- iii) The remuneration is equal to or below fair market value for such professional services and not disproportionate to the services rendered; and
- iv) The remuneration is compatible with the Corporation's status as a charity.

## **ARTICLE 9 – COMMITTEES**

All rules and regulations brought forth by committees and approved by TKDNB will be binding. Violation of these rules such as tournament sanctioning or athlete misconduct will be disciplined accordingly by the Board.

- a) The Board of Directors is empowered to employ, either on a full or part-time basis, such personnel as are periodically required for the proper operation of TKDNB Inc.
- b) All or any expenses paid to the members of the Board of Directors or to committee members shall be determined and approved by the Board of Directors and provide receipts.
- c) The Board of Directors shall have the power to establish committees from the membership and periodically work of the Board of Directors, and shall have the power to dissolve such committees.
- d) The Sport Committee shall ensure there are at least 3 provincial team training (sparring & technical) days per year in three separate regions of the province (can co-ordinate w/MA Committee Chair); keep track of and inform coaches of athlete ranking; and organize seminars and team trips when funding is available. The Committee shall present fundraiser and team proposals to the BOD for discussion and approval. This committee will also assist the referee chairperson with organizing athletes for the purpose of practicing and training referees. They shall be responsible for providing updated sparring rules and regulations.
- e) These committees include but are not limited to the following:

### **1- Judicial Committees:**

Shall be formed from the Board of Directors and a minimum of four (4) members.

### **2- Competition Committee:**



- i) This committee shall ensure there are provincial tournaments, hereinafter referred to as the Provincials, to determine provincial champions and to determine which Black Belt, Junior and Senior shall represent New- Brunswick as the WTF Taekwondo Association of Canada National Competition, also referred to as Taekwondo Canada. The competitors must hold a valid Kukkiwon/Poom Certificate registered with the Canadian Black Belt Database and/or hold a pending status.
- ii) The committee shall ensure that TKDNB Inc. sanctions any TKDNB Inc. tournaments and that WTF Taekwondo rules are followed.

### **3- Refereeing Committee:**

- i) The Refereeing Committee shall ensure that all competition shall be held according to WTF Competition rules currently in effect.
- ii) Only those who have taken at least an official Level 3 refereeing or Level “C” provincial course may act as referee. This is to take effect by 01/01/2001.
- iii) Judges will be Black Belts. Red belts may judge a match should the need arise and providing that the individual’s qualifications are acceptable to the referee.

### **4- Fund-raising Committee:**

- i) The Fund-raising Committee shall deal with the fundraising of all monies by TKDNB Inc., including the seeking of corporate sponsorship and any donations in support of TKDNB Inc.
- ii) The Treasurer shall be a member of the fundraising Committee.
- i) The related training costs will be provided to the competitors, coaches and trainers. No profit is to be made from the sales of said equipment to TKDNB Inc..
- iii) 5 Martial Art Committee: The Martial Art Chair shall ensure there at least 3 provincial team-training (poomsae) days per year (can co-ordinate w/VP SP) Organize and make available poomsae seminars to the members of TKD NB. To inform the membership of the format, and organize applications for Hanmadang Championships. Also to work with referee chair to assist in poomsae judging and training and organize an annual provincial Hanmadang Championship.

### **ARTICLE 10- MEETINGS**

## Annual General Meetings

a) The Annual General Meetings of TKDNB Inc. shall be on a rotating basis in the Province of New Brunswick, in the first quarter of each fiscal year. Special meeting of the TKDNB Inc. may be held at the call of the Chairman, or at the request of any six (6) Directors of TKDNB Inc.. Notice of all Annual General Meetings or Special meetings are to be sent to the voting membership 90 days prior to the date of such meeting.

b) A quorum shall be 30% of the Voting Membership, with the presence of at least 5 directors plus the President and/or the Vice President if the President is unavailable to attend.

c) The floor of the Annual General Meeting of TKDNB shall only be open to voting members and authorized guests.

d) The votes will be calculated from this formula:

<u>#students</u>	<u>#votes</u>
1 – 15	1
16 - 49	2
50 and above	3

1) The voting representative of a Taekwondo New Brunswick Inc. school shall be a certified Kukkiwon Black Belt with an age of 18 years and older. The representative must be elected from the school members. The Black Belt must be registered as a student at that school through Taekwondo New Brunswick Inc. throughout the previous year to the current Annual General Meeting.

2) If a Taekwondo New Brunswick Inc. school has a membership of more than 15 students, a vote by its members may elect a certified Kukkiwon Black Belt with an age of 18 years and older, to represent that school's second and third votes. That Black Belt must be registered as a student through Taekwondo New Brunswick Inc. throughout the year previous to the current Annual General Meeting.

3) If a school with more than 15 members does not have a qualified Black Belt eligible to attend the Annual General Meeting, the elected representative may carry that school's second and third votes.

e) Any school not operating during the month in which the Annual General Meeting is held shall forfeit all voting status for that school.

## 2 - Board Meetings

There will be at least 4 quarterly meetings

- b) The Board of Directors of TKDNB Inc. shall meet at any time at the call of the Chairperson, or at the request of six (6) members of the Board of Directors.
- c) The presence of five (5) of the Board of Directors shall be necessary to constitute a quorum at all meetings of the Board of Directors of TKDNB. Any member of the Board of Directors shall be entitled to vote at such meetings.
- d) Notice of all meetings of the Board of Directors of TKDNB Inc. shall be given at least 30 days in advance of such meeting, in such manner as is deemed appropriate (written notice, fax, e-mail, phone...) by the Chairperson of TKDNB Inc.
- e) The Board of Directors cannot convene without the Executive Committee.
- f) The Board may hold special votes and meetings via e-mail and/or phone throughout the year.

## ARTICLE 11- FISCAL YEAR END

TKDNB Inc. fiscal year shall be at the calendar year extending from the September 1st to August 31st.

## ARTICLE 12 - SIGNING AUTHORITY

- a) All contracts, documents, cheques, drafts or orders for payment of money, notes, acceptances, and bills of exchange drawn, accepted, endorsed and signed by the proper signing officers of TKDNB Inc. shall be binding on TKDNB Inc. without any further authorization or formality.
- b) The Board of Directors shall have the power from time to time by resolution to appoint any other officer or officers or Directors of TKDNB Inc. to sign specific contracts, documents or instruments in writings.
- c) Signing officers must include the current President, Treasurer, and one board member residing in the same city as the treasurer as elected by the Board of Directors. If no board member is elected upon by the board, then they may vote from the general membership within the same city as the Treasurer.

### **ARTICLE 13 - AMENDMENTS**

a) Any and all amendments, additions to the constitution, and by-laws of TKDNB Inc., provided they are not in conflict with the foregoing purposes and objects of TKDNB Inc., may be adopted at any annual or special general meeting of TKDNB Inc.. A majority vote of the member in good standing present at such meetings, provided that the proposed amendment is filed with the TKDNB Inc. Secretary, in writing, at least thirty (30) days before the scheduled meeting date. So that it may be circulated to the club members no later than fourteen (14) days before the schedule meeting.

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

### **ARTICLE 14 – AUDITORS**

a) TKD NB shall satisfy all financial reporting requirements laid out by our Funding partners.

b) The Treasurer shall provide a financial statement and can be requested by any Board Members.

c) Should a third-party accounting firm be required the firm is to be approved by the membership at the Annual General Meeting or Special General Meeting with a majority vote.

### **ARTICLE 15 - ORGANIZATION SEAL**

The Board of Directors shall order a seal for TKDNB which shall be kept in the custody of the Secretary.

### **ARTICLE 16 - DISSOLUTION**

Upon the dissolution of TKDNB and after payment of all debts and liabilities, its remaining property shall be distributed or disposed to charitable organizations which carry on their work solely in Canada and which are recognized under the Income tax act of Canada. Any organization in existence at the time of dissolution whose objectives are substantially similar to

those of TKDNB Inc. and which carries out or plans to carry out those objectives within the Province of New Brunswick.

### **ARTICLE 17 - SANCTIONING**

- a) All sanctioned TKDNB Inc. competitions advertised including posters, brochures or flyers, must contain the following statement: “This event is sanctioned by Taekwondo NB.
- b) Schools recognized TKDNB Inc. pursuant to Articles 18 & 19, are sanctioned by TKDNB Inc..

### **ARTICLE 18 - SANCTIONING INSTRUCTORS / SCHOOLS**

In order to be considered as a qualified instructor, each candidate must have the following:

- 1) Kukkiwon Certificate - First Dan or higher registered with the Canadian Black Belt Database.
- 2) Have paid the annual membership from TKDNB.
- 3) Sanctioned school instructors will have a minimum of level 1 / “A” theory of National Coaching
- 4) Certification Program (NCCP)
- 5) Must be at least 18 years of age
- 6) All instructors must have completed, updated Criminal Record Check on file with the Secretary, to be re- done every three (3) years. To be paid for by the applicant
- 7) The Board retains the right to refuse or revoke sanctioning on reasonable grounds i.e. instructors not following the purpose and aims of TKDNB Inc. as in article 4 of the by-laws or any one deemed a risk to work with children. The Board may suspend any member/school who:
  - i) does not abide by the Taekwondo New Brunswick Inc. by-laws or any international, national, provincial, state or local applicable; ii) whose behavior is deemed by the Board to be contrary to the best interests of Taekwondo New Brunswick Inc.; and iii) whose actions may reasonably bring Taekwondo New Brunswick Inc. into disrepute.
- 8) Have a master or be one recognized by TKD Canada
- 9) Schools must register the instructor and all students with TKDNB Inc.
- 10) Sanctioned instructors may not be changed until September 1st of each year
- 11) All schools must have updated CPR First Aid certification.

### **ARTICLE 19 - SANCTIONING OF NEW SCHOOLS:**

Schools must:

1) Formally apply in writing stating their intent to join TKDNB by way of TKDNB's official application form.

3) Provide photocopies of all certificates supporting the criteria in article 18 and submitted with the initial application to TKDNB.

Upon satisfactory completion of all aforementioned conditions, the Taekwondo New Brunswick Inc. Board of Directors will vote on the sanctioning of the school as per articles 17 and 18 of the By-Laws. If accepted, privileges (aside from voting) will be instated. New sanctioned schools will have a one (1) year probationary period from the date of being accepted by the Board of Directors before voting privileges are provided.

DATED at Fredericton, York County, Province of New-Brunswick, this day 26 of November, A.D. 2005.

WITNESS: President: Master Allie Vaughan  
Secretary Treasurer: Larry Nason

Approved at AGM in Moncton, November 2004

UPDATED September 29, 2001 AGM Saint John

UPDATED October 19, 2002 AGM Moncton

UPDATED May 4, 2003 (Special General Meeting, Fredericton, NB)

UPDATED Nov. 29, 2003 AGM Fredericton

UPDATED Nov. 21, 2004 AGM Moncton (TKDNB Harassment Policy voted on and accepted at AGM schedule A) Proposed Update for Nov. 26, 2005 AGM Saint John (including Selection Criteria and Process for TKDNB Kyorugi

Athletes (Schedule B), Competition Committee Framework Schedule C).