

# BYLAWS OF THE FILIPINO CANADIAN PICKLEBALL CLUB (FCPC)

## ARTICLE I: GENERAL

### Section 1: Definition

Definitions In this by-law, unless the context otherwise requires:

“Act” means, if in force and applicable to the FCPC, the Corporations Act (Ontario) as may be amended from time to time, and, if in force and applicable to the FCPC, the Not-for-Profit Corporations Act, 2010 (Ontario) as may be amended from time to time.

“Board” means the board of directors of the FCPC.

“Business day” means any day that is not a Saturday or Sunday or an observed statutory holiday in Ontario, and “day” on its own means any calendar day.

“By-law” means this by-law and all other by-laws of the FCPC, from time to time in force and effect.

“Director or Officer” means an individual occupying the position of director of the FCPC by whatever name he or she is called.

“Member” means any person admitted to membership in the FCPC in accordance with Article II of this by-law; and

“FCPC” means the corporation without share capital incorporated by letters patent dated, November 2024, and named the Filipino Canadian Pickleball Club.

### Section 2: Name and Purpose

1. Name: The organization shall be Filipino Canadian Pickleball Club (FCPC), hereinafter may be referred to as “FCPC” or “the Club”.
2. Purpose: FCPC is a not-for-profit organization established to:
  - a. Promote the sport of pickleball within the Filipino Canadian community and beyond.
  - b. Foster a welcoming, inclusive, and community-driven environment for players of all skill levels.
  - c. Organize recreational and competitive play, including leagues and tournaments.
  - d. Provide training, coaching, and mentorship for skill development.
  - e. Strengthen community ties through sports and social activities.
  - f. Promote health and well being of members.

### Section 3: Interpretation

All terms defined in the Act and used in this by-law shall have the meanings given to them in the Act, unless otherwise defined in Article 1 section 1 above. Words importing

the singular include the plural and vice versa; words importing one gender include all genders.

#### Section 4: Seal

The seal of the FCPC shall be used in all official FCPC events and communications directed to its membership. All FCPC events will be communicated to membership via FCPC's official website and social media accounts. Unauthorized use of the club seal is strictly prohibited, and any materials distributed without it shall not be considered representative of the club's official stance, initiatives, or endorsements.

#### Section 5: Execution of Contracts

Deeds, transfers, assignments, contracts, obligations, certificates, cheques and other instruments may be signed on behalf of the FCPC by any two of the following directors: Chairperson, Director of Operations, Director of Finance, or Director of Communications.

In addition, the board may from time to time direct the way, and the person or persons by whom, any instrument or class of instruments may or shall be signed. Any authorized signing person may affix the corporate seal to any instrument requiring the same. Any board member may certify a copy of any instrument, resolution, by-law, or other document of the FCPC to be a true copy thereof.

#### Section 6: Policies

The board may establish policies consistent with the by-laws and the Act relating to the management and operation of the FCPC.

### **ARTICLE II: MEMBERSHIP**

#### Section 1: Members

1. Members of the FCPC shall consist of all individuals who have registered as a member and have paid all applicable dues.
2. Membership eligibility is open to all individuals who support the Club's mission, regardless of nationality, background, or skill level.

#### Section 2: Membership Categories

1. Regular Members – Individuals who have paid their annual dues.
2. Junior Members – Players under 18 years old, requiring parental consent.
3. Honorary Members – Individuals recognized for exceptional contributions to the Club, as determined by the Board.

4. Family Membership - includes two or more members of the family living in the same household.

### Section 3: Rights and Responsibilities

1. Members shall have the right to participate in all FCPC activities, vote on FCPC matters, and seek leadership positions.
2. Members must adhere to the FCPC's bylaws, code of conduct, and policies.

### Section 4: Voluntary Termination of Membership

Membership in FCPC is non-transferable, however, a member may resign their membership by providing advance written notice to the board. Termination of membership shall not relieve the member from their obligation to pay any fees or dues owing to FCPC. Refunds may be issued as determined by the resolution of the board.

### Section 5: Suspension or Termination of Membership

If it is alleged that a member has breached any provision of FCPC by-law or FCPC written policy, the board may provide notice to the member that their membership will be reviewed; a possible suspension or termination of their membership may be the result of the review.

A notice of review will be provided to the member that includes the date of review, the allegation (s) and supporting documents in reasonable detail.

The member receiving the notice may give the board a written submission opposing the allegation(s), evidence, and any justification to halt the implementation of suspension or termination, at least five days before the date of the review.

The board shall consider the written submission of the member (if any) before making a final decision regarding the member's suspension or termination of membership.

The board must promptly give notice of its decision to the member, with its reasons set out thereof in reasonable detail. The decision of the board is final and binding and cannot be appealed by the member.

### Section 6: Membership Dues

Membership dues shall be set by the board, and shall be communicated to the members by the Director of Communication about membership dues, and any changes thereto.

Membership starts from the date a member pays the membership dues and will be renewed at the beginning of the next calendar year.

Membership dues should be paid on or before December 31 of each year or risk the termination of membership.

## **ARTICLE III: GOVERNANCE STRUCTURE**

### Section 1: Board of Directors

FCPC shall be governed by a 7-member Board of Directors

Chairperson

Director of Operations

Director of Communication

Director of Finance

Director of Events

Director of Tournaments

Director of Marketing/Social Media

### Section 2: Duties of the Board

The board will be responsible for the oversight, strategic planning, and policymaking.

The Board may delegate duties to selected members for the day-to-day operations to support the board in its operations. The board may create different committees for various events, tournaments, and other operations within FCPC.

The Board shall:

1. Ensure the Club operates according to its mission and bylaws.
2. Approve financial decisions and major expenditures.
3. Oversee the performance of committees.
4. Serve as the final decision-making authority for disciplinary matters.

Board members shall serve a two-year term, with elections held annually to stagger membership for continuity.

### Section 3: Duties of the Board of Directors

Chairperson

The role of the Chairperson is to provide leadership, oversee the FCPC's operations, and ensure the smooth functioning of all activities.

Responsibilities:

1. Leadership and Direction: The Chairperson provides overall guidance and leadership for the club, setting goals, vision, and direction. They will help create and maintain the FCPC's culture and ensure it aligns with members' needs and expectations.

2. **Board Oversight:** The Chairperson will lead FCPC's board of directors, ensuring that decisions made by the board are aligned with the FCPC's goals and in the best interest of the members.
3. **Liaison:** The Chairperson serves as the primary liaison between FCPC and external organizations, such as local governing bodies, sponsors, or other sports organizations. The Chairperson may represent the FCPC in meetings or events.
4. **Membership Engagement:** The Chairperson will play a role in maintaining and growing membership, encouraging new members to join, and ensuring current members are satisfied with the FCPC's offerings.
5. **Communication:** As a key communicator, the Chairperson may be responsible for keeping communication with outside organizations, events.
6. **Financial Oversight:** The Chairperson will work closely with the treasurer to ensure the financial health of FCPC. This could include budgeting, fundraising, and ensuring the club's financial goals are met.
7. **Conflict Resolution:** In any community-based organization, conflicts may arise. The Chairperson will play a role in resolving disputes and maintaining a positive and inclusive environment for all members.
8. **Strategic Planning:** The Chairperson may guide long-term strategic planning for FCPC, setting priorities for growth, facilities, and new initiatives.

#### Director of Operations

The role of Director of Operations focuses on the day-to-day management and execution of FCPC's activities, ensuring everything runs smoothly and efficiently. The role supports the Chairperson and works closely with committees.

#### Responsibilities:

1. **Operational Management:** Overseeing the day-to-day operations of FCPC, such as scheduling courts, organizing events, and ensuring facilities are well-maintained. Ensuring that FCPC's activities run according to plan, and addressing any operational challenges that may arise.
2. **Event Coordination:** Planning and executing FCPC events such as tournaments, leagues, clinics, social activities, or fundraisers. This includes coordinating Director of Tournaments, Events, Marketing, volunteers, vendors, and logistics. Ensuring events are organized on time, within budget, and that they provide a positive experience for members.
3. **Facility Management:** Ensuring FCPC's facilities (e.g., courts, equipment, storage) are in good working condition. Overseeing the scheduling and usage of the pickleball courts, ensuring proper maintenance, and addressing any issues with the facilities.
4. **Program Development:** Developing and managing pickleball programs for different skill levels, including training, clinics, and instructional classes.

Identifying opportunities for new programs to increase member engagement and club participation.

5. **Membership Support:** Supporting membership growth by ensuring members are satisfied with the FCPC's services, events, and operations. Helping with member registration processes and addressing member concerns related to operations.
6. **Collaboration with Other Elected Members of the Board:** Working closely with the Chairperson and Director of Finance to align operational strategies with FCPC's overall goals. Collaborating with the Directors of Communications, Marketing, Events, Tournaments to ensure operational aspects of events are communicated clearly to members.
7. **Problem Solving:** Addressing any operational challenges or issues that arise, such as scheduling conflicts, equipment failures, or logistical concerns. Ensuring that members' needs are met and finding solutions for any operational inefficiencies.
8. **Resource Management:** Overseeing resources such as equipment, supplies, and volunteers necessary to run daily operations. Ensuring there is adequate staff or volunteer support to carry out tasks like event set-ups, maintenance, or programs.
9. **Assisting in Strategic Planning:** Assisting the Chairperson with strategic planning, particularly in operational aspects, by recommending improvements or changes to FCPC's operational processes. Evaluating and suggesting improvements to make FCPC's operations more effective and sustainable in the long run.

#### Director of Communication

The role of Director of Communication plays a vital role in managing both internal and external communication. This role ensures that members are well-informed, FCPC maintains a positive public image, and all communication strategies align with FCPC's goals.

#### Responsibilities:

1. **Internal Communication:** Managing the flow of information within FCPC, including updates on events, schedules, and membership. Working closely with the Chairperson, board members, and other FCPC officers to ensure that key messages are delivered to the right audience. Ensuring timely and clear communication regarding FCPC activities, meeting minutes, and important notices.
2. **External Communication:** Representing FCPC to the outside community, including local media, potential sponsors, and partners. Promoting FCPC through various channels such as social media, newsletters, and the website. Building relationships with other local sports organizations, businesses, or community groups to promote the sport and FCPC.

3. Marketing and Public Relations: Developing strategies with the Director of Marketing to enhance the FCPC's visibility, brand, and reputation. Organizing public events, clinics, or tournaments to raise awareness of FCPC and attract new members.
4. Crisis Communication: Addressing any negative issues or controversies that may arise, ensuring FCPC's response is clear, professional, and appropriate. Keeping members informed about any changes, disruptions, or challenges FCPC may face.

#### Director of Finance

The role of Director of Finance plays a critical role in managing FCPC's financial health, ensuring that all financial matters are handled effectively, transparently, and in alignment with the FCPC's goals. This position often works closely with other board members.

#### Responsibilities:

1. Financial Planning and Budgeting: Developing and overseeing FCPC's annual budget, in collaboration with other board members. Allocating funds for various activities, events, and programs, ensuring that financial resources are being used efficiently and in line with FCPC's goals. Monitoring the financial health of FCPC, including forecasting future financial needs and adjusting the budget as necessary.
2. Financial Reporting and Monitoring: Providing regular financial reports to the board and membership, including profit and loss statements, balance sheets, and cash flow statements. Monitoring income and expenses, ensuring FCPC remains within its financial means, and helping to prevent overspending. Ensuring that the financial activities of FCPC comply with all relevant laws, regulations, and policies.
3. Financial Policies and Procedures: Establishing and maintaining financial policies and procedures to ensure transparency, accountability, and proper financial control. Ensuring that all financial transactions are documented properly and that internal controls are in place to prevent errors or fraud. Overseeing processes for invoicing, payments, and expense reimbursements.
4. Membership Dues and Revenue Management: Overseeing the collection of membership dues, ensuring that payment systems are efficient and that funds are collected in a timely manner. Managing revenue streams such as event fees, merchandise sales, tournaments, events, and other income-generating activities. Working with FCPC's leadership to determine appropriate membership fee structures, event pricing, and other revenue strategies.
5. Audit and Financial Oversight: Ensuring that FCPC's financial records are accurate and up to date for internal and external audits. Coordinating with auditors or financial advisors (if applicable) to conduct audits and ensure

compliance with tax regulations and best practices. Addressing any discrepancies or issues found during audits and making recommendations for improvements.

6. Strategic Financial Planning: Assisting with long-term strategic planning by providing financial insight, projections, and recommendations for sustainability and growth. Helping FCPC's leadership to identify opportunities for cost savings, revenue growth, or new financial strategies to support FCPC's mission.
7. Collaboration with Other Officers: Collaborating with the Chairperson, Director of Operations, and other officers to align the financial strategy with FCPC's overall objectives. Ensuring that the financial side of events, programs, and other initiatives is well-managed and that costs are controlled while maximizing income.
8. Risk Management: Identifying potential financial risks to FCPC (e.g., over-reliance on a single revenue source) and proposing strategies to mitigate them. Reviewing insurance policies and other financial protections to ensure FCPC is adequately covered for any potential liabilities.

#### Director of Events

The role of Director of Events will be organizing, planning, and overseeing all events related to the FCPC. This position requires a combination of leadership, coordination, and communication skills to ensure successful activities and engagement within the community. The role is critical in ensuring the FCPC's events align with its mission and objectives and serve to promote Filipino culture within the context of pickleball.

#### Responsibilities:

1. Event Planning and Coordination: Organizing - Coordinating and overseeing internal and external pickleball tournaments, from small club events to larger community or regional competitions. FCPC Social Events - Planning social gatherings, celebrations, and team-building events to encourage camaraderie and strengthen FCPC bonds. This could include BBQs, holiday parties, or informal meetups. Cultural Events - Hosting events that celebrate Filipino culture, possibly integrating pickleball into cultural festivals, or organizing community outreach events to attract new members and promote the sport.
2. Scheduling and Logistics: Event Calendar Management - Creating and maintaining a calendar of FCPC events throughout the year, including regular league play, special events, and off-season activities. Facility Arrangements - Booking venues for events and ensuring that courts, equipment, and other necessary logistics are in place. Volunteer Coordination - Recruiting and organizing volunteers to help with events, from registration to event setup and breakdown.



3. **Event Execution: On-the-Day Management** - Overseeing the smooth execution of events, including overseeing registration, ensuring the schedule is followed, resolving any issues that may arise, and ensuring the event runs according to plan. **Providing Support** - Ensuring participants, volunteers, and guests have the resources they need to have a positive experience. This may include managing food and beverage offerings, awards, or other event-specific needs.
4. **Post-Event Activities: Follow-Up and Feedback** - After each event, gathering feedback from participants to evaluate the event's success and identify areas for improvement. This feedback loop helps in organizing better events in the future. **Event Recaps and Acknowledgments**: Writing thank-you notes, sharing photos, or posting event highlights on the FCPC's website or social media platforms to celebrate success and keep the community engaged.

### Director of Tournaments

The role of Director of Tournaments is crucial in organizing and overseeing all competitive pickleball events within the FCPC. This position requires strong organizational, communication, and leadership skills to manage tournaments that promote both competitive play and community engagement, while fostering the growth of pickleball within the Filipino Canadian community.

#### Responsibilities:

1. **Tournament Planning and Coordination: Organizing Tournaments** - Planning and executing club-hosted pickleball tournaments, including both singles and doubles formats. This could range from casual internal events to more formal, competitive regional or national tournaments. **Scheduling** - Setting the dates for tournaments and ensuring they don't conflict with other important events within FCPC. This includes working with the event team to avoid scheduling conflicts with holidays, other FCPC's events, or local community activities. **Defining Tournament Format** - Deciding on the format and rules of each tournament, including the number of rounds, bracket system (e.g., double elimination, round robin), and divisions based on skill levels (e.g., beginner, intermediate, advanced).
2. **Registration and Participant Management: Registration Management** - Overseeing the registration process, including setting up online registration forms, tracking participants, and ensuring that the event runs smoothly by having accurate player information. **Managing Player Divisions** - Categorizing participants into appropriate skill levels and age categories, ensuring fair competition across different divisions (e.g., men, women, mixed doubles). **Communication with Participants** - Sending out confirmations, reminders, and updates to players regarding tournament schedules, rules, and any changes. Ensuring that participants are informed and prepared ahead of time.

3. **Tournament Logistics: Venue Setup** - Ensuring that the necessary pickleball courts are reserved and set up for the tournament. This includes ensuring proper equipment is available (nets, paddles, balls, etc.) and that the venue is prepared for tournament conditions. **Scheduling Matches** - Creating the tournament schedule, assigning times for matches, and coordinating court availability to ensure that games run smoothly and on time. **Referees and Officials** - Recruiting and managing referees or officials for the tournament. This may include training or briefing them on the tournament rules and ensuring they understand their responsibilities during the event.
4. **Event Day Management: On-Site Tournament Management** - Overseeing the execution of the tournament on the day of the event, ensuring that matches start on time, courts are properly assigned, and any issues are resolved quickly. **Handling Issues** - Managing any issues that may arise during the tournament, such as disputes, delays, or rule clarifications. **Providing Support** - Ensuring that players, volunteers, and spectators have everything they need during the event (e.g., water, food, or rest areas) and that the tournament proceeds smoothly.
5. **Post-Tournament Activities: Awarding Prizes and Recognition** - Managing the presentation of trophies, medals, or prizes to winners, and ensuring they are recognized for their achievements. **Event Recap and Communication** - Sharing event results and highlights with FCPC through newsletters, social media, or the website. This could include sharing photos, videos, or stories from the tournament. **Collecting Feedback** - Gathering feedback from participants, volunteers, and attendees to evaluate the tournament's success and areas for improvement for future events.
6. **Building Relationships with Other Clubs: Collaborating with Other Organizations** - Building partnerships with other local or national pickleball clubs, especially those within the Filipino community or broader sports organizations, to potentially collaborate on joint tournaments or events.

#### Director of Marketing/Social Media

The role of Director of Marketing/Social Media plays a crucial role in promoting FCPC, its events, and its mission through various marketing channels, particularly social media. This role is vital for building and maintaining FCPC's public image, engaging members, and attracting new players, all while fostering a strong sense of community within the Filipino Canadian and pickleball communities.

#### Responsibilities:

1. **Social Media Management: Content Creation** - Developing and posting content across various social media platforms (e.g., Facebook, Instagram) to keep the community engaged. This could include event announcements, member spotlights, tournament highlights, training tips, and fun, engaging content that

reflects the culture of FCPC. Scheduling Posts - Creating a content calendar and ensuring posts are scheduled regularly to maintain a consistent online presence. This includes keeping content fresh and relevant, and aligning posts with the FCPC's events, holidays, or Filipino cultural celebrations. Community Engagement - Actively interacting with followers on social media by responding to comments, answering questions, and creating interactive posts (polls, quizzes, etc.) to engage the audience and create a sense of belonging.

2. FCPC Promotion and Branding: Brand Identity - Ensuring that all marketing materials and social media content align with FCPC's brand, values, and Filipino Canadian heritage. This could include using appropriate logos, colors, and messaging to maintain a consistent and recognizable identity. Event Promotion - Designing promotional materials for FCPC events, such as flyers, social media posts, banners, and digital ads. Ensuring these materials are eye-catching, informative, and effectively encourage participation. Highlighting Achievements - Sharing the accomplishments of FCPC and its members (e.g., tournament wins, volunteer recognition, community involvement) to foster pride within FCPC and inspire others to join.
3. Website and Digital Presence: Website Management - Overseeing and updating the FCPC's website with current event information, news, member resources, and tournament details. Ensuring the site is user-friendly, visually appealing, and offers easy navigation for visitors and members alike. Email Campaigns - Managing email newsletters to send out important updates, event invitations, and FCPC news to the membership. Crafting compelling, professional emails that maintain member engagement.
4. Marketing Strategy and Outreach: Target Audience Identification - Identifying and understanding the target audience (e.g., Filipino Canadians, local pickleball enthusiasts, potential sponsors) and tailoring the marketing efforts to appeal to these groups. Collaboration with Sponsors - Working with FCPC sponsors, partners, and local businesses to create co-branded content or campaigns. This could include promoting sponsor products, offering discounts to members, or featuring sponsors in event-related posts. Advertising and Promotions - Running paid advertising campaigns on social media or Google Ads to promote club events, attract new members, or raise awareness about the FCPC in the broader community.
5. Event and Community Engagement: Event Coverage - Live streaming or posting real-time updates during events and tournaments to keep the online community involved. Posting photos, videos, and match results can generate excitement and encourage participation in future events. Member Engagement: Highlighting FCPC members' stories, achievements, and personal connections to pickleball, fostering a sense of community. This can include member interviews, success

stories, or social media shout-outs. Cultural Representation: Sharing Filipino cultural content that connects to both the Filipino heritage and pickleball, helping bridge the cultural gap and attract individuals who may feel more connected to the FCPC's mission.

6. Sponsorship and Partnership Development: Securing Sponsorships - Actively seeking sponsorship opportunities to support FCPC's events or activities, and working closely with the Director of Events and other officers to highlight the benefits of sponsorships to potential partners. Brand Ambassadors - Identifying potential brand ambassadors within the community, such as well-known local players or influencers who can promote FCPC on social media.

#### Section 4: Remuneration for Board of Directors

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

1. All 7 Board of Directors will make a resolution annually regarding waiving memberships fees as their compensation for accepting the position as board members of FCPC.
2. Directors may be reimbursed for reasonable expenses they incur in the performance of their Directors' duties
3. Directors may be paid remuneration and reimbursed for expenses incurred in connection with services they provide to FCPC in their capacity other than as Directors, provided that the amount of any such remuneration or reimbursement is:
  - a. considered reasonable by the board;
  - b. approved by the board for payment by resolution passed before such payment is made; and
  - c. in compliance with the conflict of interest provisions of the Act.

Notwithstanding the foregoing, no Director shall be entitled to any remuneration for services as a Director or in other capacity if FCPC is a charitable corporation, unless the provisions of the Act and the law applicable to charitable corporations are complied with.

#### Section 5: Election and Terms

1. Election Requirements:

Membership Status: Candidates must be an active member in good standing of FCPC. This means they should have paid membership dues (if applicable) and have participated in the FCPC's activities or events.

Age Requirement: Candidates must be at least 18 years old to be eligible to run for a leadership position.

**Good Standing:** Candidates should not have any outstanding debts to FCPC or any disciplinary actions against them. Members in good standing are those who comply with FCPC's rules and regulations.

**Nomination Process:** A formal nomination form must be submitted to the committee or A member is eligible to self-nominate themselves by submitting the nomination form.

**Experience or Involvement:** Candidates for Chairperson and Directors' position must have experience or involvement with FCPC in some capacity, such as volunteering for FCPC events or serving on committees. This ensures candidates are familiar with the FCPC's operations.

**No Conflicts of Interest:** Candidates must not have any conflicts of interest that could impact their ability to serve the FCPC impartially.

**Disqualifications:** An individual shall be ineligible to serve as a Board Director if they:

- a. Have been convicted of fraud, embezzlement, or any crime involving dishonesty.
- b. Are currently under suspension or disciplinary action by any recognized pickleball association or governing body.

## 2. Terms

Chairperson – 3 years term

Director of Operations – 2 years term

Director of Communication – 2 years term

Director of Finance – 2 years term

For the following Directors below, they will serve only for 1 year term for 2025 then it will change to 2 years term starting 2026 for the newly elected Directors of Events, Tournaments, and Marketing/Social Media.

Director of Events – 1 year term

Director of Tournaments – 1 year term

Director of Marketing/Social Media – 1 year term

## 3. Election Process

Candidate must be eligible based on the election requirements listed on Article 3 Section 3.1

Election must be held during FCPC's Annual General Assembly

Nomination Period:

- a. Call for Nominations: A formal notice will be sent out to all members, announcing that nominations are open. This could be done via email, social media, or FCPC's website.

- b. Nomination Deadline: Nomination deadline will be a month before the election date.
- c. Verification: The board or an election committee will verify nominees if they meet the eligibility requirements.

#### Election Committee:

- a. The board will appoint or ask for volunteers to sit a 3-person election committee to oversee the process. This committee could include current board members not running for re-election, or independent members of FCPC.
- b. The election committee is responsible for ensuring the fairness of the election, verifying eligibility, and counting the votes.

Campaigning Period: If there are more than one candidate for a position, the Board will allow for candidates to campaign and provide the membership the opportunity to hear their platforms. This could include:

- a. A meet-and-greet event (in-person or virtual).
- b. Posting statements or videos on the FCPC's website or social media.
- c. Sending out email messages or flyers to FCPC members.
- d. The campaigning period should be a maximum of 2 weeks or 14 days.

#### Election Day/Process

##### Method of Voting:

- a. In-person voting during FCPC Annual General Assembly (this may require a quorum of members to be present).
- b. Online voting through a secure platform (if members are geographically dispersed or prefer digital voting).

Voting Period: Online voting will be only for an hour after the in-person voting starts.

One Member, One Vote: Each member can only have one vote per position or candidate.

##### Election Process Details

Voting for Board of Directors: the winner will be determined by the majority votes from in-person and online voting.

##### Announcement of Results

- a. The announcement of successful candidates will be done once all votes are counted.
- b. The results will be announced publicly, either in person at the meeting if counting is completed before the meeting ends or it will be posted on the FCPC social media platform (Facebook, Webpage).

##### Formal Transition:

- a. Once elected, the new FCPC officers will take over the duties immediately.

- b. There will be a 2 week transition for the old Board Members to help the incoming board members.

#### Handling of Tied Votes

Tiebreaker: If a tie occurs, the election committee will allow to have:

- a. Hold a rerun vote between the tied candidates for in-person and online.
- b. If a tie still exists, the board of directors will vote between the two candidates.
- c. If a tie still exists, the candidates will play one skinny singles match to hard 11.

### Section 6: Meetings

#### 1. Annual General Meeting

The annual general meeting of members shall be held on a day and at a place within the Greater Toronto Area, scheduled by the board, within 14 months of the last annual general meeting. Any member, upon request, shall be provided, not less than 21 days before the annual general meeting, with a copy of the approved financial statements, auditor's report, or review engagement report, whichever is applicable (if either), and other financial information required by the Act, the bylaws or the letters patent.

The business transacted at the annual general meeting shall include:

- a. receipt of the agenda
- b. receipt of the minutes of the previous annual and subsequent special general meeting
- c. consideration of the financial statements
- d. report of the accountant or person who has been appointed to conduct a review engagement, if any
- e. reappointment or new appointment of the auditor or a person to conduct a review engagement for the coming year, or decision to forego such audit or review unless gross revenue exceeds the government-mandated threshold requiring an audit review.
- f. election of Chairperson for 3 year term, Directors of Operations, Communication and Finance for 2 year term; and Directors of Events, Tournaments, and Marketing /Social Media for initial 1 year term for 2025 and then starting 2026, it will be 2 year alternatingly with the other 3 directors as outlined in Article 3 Section 5.2 of this by-law.
- g. such other or special business as may be set out in the notice of the meeting.

No other item (s) of business shall be included on the agenda of an annual general meeting unless a member's proposal has been given to the Director of Communications prior to the giving of notice of the annual general meeting in

accordance with the Act, so that such item (s) of new business can be included in the notice of the annual general meeting.

2. Special general meetings

The board may call a special general meeting of the members. The board must convene a special general meeting on written requisition of not less than 10% of the members for any purpose connected with the affairs of FCPC that does not fall within the exceptions listed in the Act or is otherwise inconsistent with the Act, within 21 days from the date the requisition is provided to the board.

3. Notice

Subject to the Act, not less than 30 and not more than 50 days' written notice of any annual general or special general members' meeting shall be given in the manner specified in the Act to each member and to the auditor or person appointed to conduct a review engagement (if any). Notice of any meeting where special business will be transacted must contain sufficient information to permit the members to form a reasoned judgment on the decision to be taken. Notice of each meeting must remind the member of the right to vote by proxy.

4. Quorum

A quorum for the transaction of business at a members' meeting is at least 5% of the members entitled to vote at the meeting, whether present in person, online or by proxy. If a quorum is present at the opening of a meeting of the members, the members present may proceed with the business of the meeting, even if a quorum is not present throughout the meeting.

5. Chair of the Meeting

The chair of member meetings shall be the Chairperson; in the Chairperson's absence, the Directors present shall choose a chair and if no Director is present or if all of the Directors present decline to act as the chair, the members present shall choose one of the members present at the meeting to chair the meeting. The Director of Communications shall be the secretary at any member meetings; in the Director - Communication's absence, the Directors present shall choose a secretary and if no Director is present or if all the Directors present decline to act as the secretary, the members present shall choose one of the members present at the meeting to be the secretary for the meeting.

6. Proxy Representation

A proxy is a person to act on behalf of a member who is entitled to vote at a members' meeting. A proxy must be appointed in writing and submitted via written document, email or other secure electronic means.

A valid proxy may be:

- a. Another Member – A voting member in good standing may be designated as a proxy to vote on behalf of the absent member.



- b. Time-Limited Authorization – A proxy appointment is valid only for the specific meeting for which it was designated unless otherwise stated in the authorization.

The Board of Directors reserves the right to establish additional verification measures to ensure the authenticity and validity of proxy appointments.

## **ARTICLE IV: FINANCES**

### Section 1: Banking

1. The board shall by resolution from time to time designate the bank in which the money, bonds or other securities of FCPC shall be placed for safekeeping.
2. FCPC shall maintain a bank account in its name.
3. All financial transactions shall require at least 2 authorized signatures by the Chairperson or Directors of board shall decide the delegation of authority.

### Section 2: Financial Year

1. The financial year of FCPC ends on the last day of December each year, unless determined otherwise by resolution of the board.
2. Any expenditure above \$500 must receive Board approval.
3. The Director of Finance shall maintain the accurate financial records.
4. A financial statement will be presented in the Annual General Assembly that is approved by the board from the recommendation of the Auditor.
5. Financial records shall be kept for at least 7 years.

### Section 3: Compliance and Regulations

1. Not-for-Profit Status  
FCPC shall operate exclusively for its mission and shall not distribute profits to its members.  
Any surplus funds shall be reinvested into Club activities.
2. Government Compliance - FCPC shall comply with all applicable laws and regulations, including:  
Filing an Annual Return with Corporations Canada  
Submitting a T2 Corporate Tax Return to the Canada Revenue Agency (CRA)  
Filing a T1044 - Non-Profit Information Return - if required.

## **ARTICLE V: COMMITTEES AND REMUNERATION**

### Section 1: Committees

FCPC shall establish committees as needed to support the board of directors in the operation of activities. Some of possible committees:

1. Tournament Committee – Organizes competitive events.
2. Social & Events Committee – Plans Club gatherings and activities.
3. Membership & Recruitment Committee – Recruits and welcomes new members.
4. Training & Development Committee – Oversees coaching and skill programs.

#### Section 2: Committee Remuneration

1. All committee members shall receive compensation only if approved by the board based on specific services rendered.
2. The Board shall review and approve committee budgets annually.

### **ARTICLE VI: CODE OF CONDUCT & PROMOTIONAL GUIDELINES**

#### Section 1: Code of Conduct

The Code of Conduct for members of a Filipino Canadian Pickleball Club includes guidelines that promote fair play, respect, and community engagement.

1. Respect for Others
  - a. Sportsmanship: Always demonstrate good sportsmanship, regardless of whether you win or lose. Be gracious in victory and humble in defeat.
  - b. Respect for Players: Treat all fellow players with courtesy and respect, regardless of their skill level, background, or experience.
  - c. Respect for Officials: Always listen to and respect the decisions made by referees or officials during games.
2. Integrity
  - a. Fair Play: Always play by the rules and avoid cheating or any behavior that could undermine the integrity of the game.
  - b. Honesty: If you make a mistake or miss a point, own up to it in the spirit of fairness.
3. Inclusivity
  - a. Welcoming Environment: Foster an inclusive environment where players from all backgrounds, ages, and abilities are encouraged to participate.
  - b. Encouragement: Support fellow players, especially beginners, and help them improve their skills in a positive way. and encouraging manner.
4. Safety
  - a. Player Safety: Always ensure that you are playing in a safe manner and following safety guidelines to avoid injury to yourself or others.
  - b. Proper Equipment: Ensure that you use the appropriate equipment (e.g., proper footwear) and check the condition of the court and paddles to avoid

accidents.

5. Responsibility
  - a. Attendance and Commitment: Make a commitment to attend games or events and notify the club in advance if you are unable to make it.
  - b. Punctuality: Arrive on time for scheduled games or events to ensure proper preparation and avoid inconveniencing others.
6. Teamwork and Communication
  - a. Positive Interaction: Encourage open and honest communication with teammates, club members, and officials to maintain a harmonious and cooperative environment.
  - b. Collaboration: Work together with others in doubles games, ensuring good teamwork and helping each other improve.
7. Club Pride
  - a. Representation: Always represent the Filipino Canadian Pickleball Club with pride, both on and off the court.
  - b. Promote Club Values: Support the club's values and mission, and engage in activities that contribute to the growth and positive image of the club.
8. Discipline and Conflict Resolution
  - a. Handle Disagreements Respectfully: If conflicts arise, deal with them calmly and respectfully. Seek mediation if needed.
  - b. Follow Club Rules: Adhere to all rules set forth by the club. Disciplinary action may be taken for inappropriate behavior, ranging from warnings to suspension from events or membership.
9. Community Engagement
  - a. Support Club Events: Participate in club events, tournaments, and social gatherings to promote community spirit.
  - b. Volunteer and Give Back: Whenever possible, offer your time or skills to help with the organization or hosting of events

## Section 2: Promotional Restrictions

To ensure that promotional activities are aligned with the values and mission of FCPC, while maintaining fairness, transparency, and respect for all members. These restrictions help avoid conflicts of interest, unfair advantage, or negative publicity. Below are some potential promotional restrictions:

1. Respect for FCPC Branding
  - a. Use of Logo and Name: Members are generally restricted from using the Filipino Canadian Pickleball Club's logo, name, or other intellectual property for personal promotion or advertising without prior written approval from the club leadership.
  - b. Unauthorized Merchandise: Members should not produce or sell

merchandise (e.g., shirts, hats, paddles, etc.) featuring FCPC's name or logo unless authorized by FCPC's governing body.

## 2. Conflict of Interest

- a. **Competing Promotions:** Members should refrain from promoting other pickleball clubs, brands, or activities that could directly compete with or undermine the Filipino Canadian Pickleball Club.
- b. **Endorsements:** Members may not endorse or promote products, services, or businesses that could create a conflict of interest or commercialize their affiliation with the club unless explicitly allowed by the club's leadership.

## 3. Respect for Club Values

- a. **Promotional Material Alignment:** Any promotional content created by members (social media posts, advertisements, event flyers, etc.) must align with the values, tone, and mission of the Filipino Canadian Pickleball Club. Content that undermines the club's ethos or creates controversy should be avoided.
- b. **Positive Representation:** Members must ensure that any promotion related to the club, either directly or indirectly, reflects the club in a positive, respectful manner and upholds its reputation in the community.

## 4. Social Media Guidelines

- a. **Official Club Channels:** Members should refrain from using personal social media accounts to represent or speak on behalf of the Filipino Canadian Pickleball Club unless they are authorized or in a leadership position.
- b. **No Negative or Harmful Content:** Members should not post or share content on social media that could damage the community.
- c. **Approval for Major Promotions:** Members wishing to make a major promotional push (e.g., hosting tournaments, major sponsorships) that is associated with the club should seek approval from the club leadership before proceeding.

## 5. Fundraising Restrictions

- a. **FCPC-Approved Fundraising:** Any fundraising activities (e.g., collecting donations, selling tickets for an event) on behalf of the club must be pre-approved by the leadership. This ensures that all fundraising is conducted transparently and responsibly.
- b. **Personal Fundraising:** Members should not use the club's name or resources for personal fundraising unless explicitly permitted by the club's governing body.

## 6. Event Promotion

- a. **Event Sponsorship:** Members wishing to promote external events or tournaments should seek the approval of the club to ensure these activities do not interfere with or compete against club-sponsored events.

- b. Non-Club Events: Members should not use club resources (e.g., mailing lists, communication channels) to promote non-club-related events without prior consent from the leadership.
- 7. Misrepresentation of FCPC Affiliations
  - a. No False Representation: Members should not claim to be an official spokesperson or representative of the Filipino Canadian Pickleball Club unless they hold an official position within the club.
  - b. No Misleading Claims: Members must refrain from making false or misleading claims about FCPC's activities, successes, or sponsorships in any form of promotion or advertisement.
- 8. Sponsorship and Commercial Partnerships
  - a. FCPC's Approval for Sponsors: Members who are looking to enter into commercial sponsorships, partnerships, or brand endorsements involving FCPC's name should first get the club's approval to ensure consistency with the FCPC's values and priorities.
  - b. Prohibited Partnerships: Certain sponsorships, such as those that promote products or services contrary to FCPC's values (e.g., alcohol, tobacco, or gambling), may be prohibited.
- 9. Fair and Equal Opportunity
  - a. Equal Visibility: FCPC should ensure that promotional opportunities are available equally to all members, avoiding favoritism or undue advantage for any individual or group within the club.
  - b. Avoiding Exclusive Promotions: Members should refrain from engaging in promotions that give preferential treatment to certain individuals or groups, ensuring a welcoming and inclusive environment for all members.
  - c. On approved FCPC third party business endeavour, the third party company/business partners will provide certain percentage to FCPC to be agreed upon by the board and the third party company/business partners.
- 10. Personal Advertising
  - a. Limited Personal Advertising: Members should avoid using FCPC platforms or events for personal business or non-FCPC-related advertising unless the club offers specific channels for such promotions (e.g., a member's business spotlight at an event).
  - b. Respecting FCPC's Promotion Focus: FCPC's events, platforms, and communication channels should be used primarily for promoting pickleball-related activities and the club itself, rather than for personal gain or advertising unrelated to FCPC.

### Section 3: Disciplinary Actions

To ensure fairness and transparency, below is FCPC's Disciplinary Action process. FCPC's leadership or disciplinary committee should investigate the situation, gathering all relevant facts such as using Google Form for Feedback and Complaints before taking any action.

1. Verbal Warning

Description: A verbal warning is the first step in addressing minor infractions. It allows for a private conversation between the member and FCPC representative (e.g., FCPC Chairperson or board member) to inform the individual of the policy violation and to remind them of FCPC's expectations.

Use: This action will be used for small violations like tardiness, minor disrespect, or one-time unintentional errors.

2. Written Warning

Description: A written warning formalizes the discussion from the verbal warning. The member is provided with a written document outlining the nature of the violation, the specific policy or rule that was breached, and expectations for future conduct.

Use: This is appropriate for repeat offenses, more significant but non-harmful violations, or situations where a verbal warning was not sufficient in addressing the issue.

3. Probationary Period

Description: The member may be placed on a probationary period during which their behavior is closely monitored. During this time, they must adhere strictly to all FCPC rules and regulations. Failure to comply may result in more severe disciplinary action.

Use: This may be used for members who have repeatedly violated policies or who have committed moderate infractions (e.g., inappropriate behavior during events or repeated violations of attendance policies).

4. Temporary Suspension of Privileges

Description: For more serious or repeated violations, the member may temporarily lose certain privileges, such as participating in FCPC events, tournaments, or meetings, for a specified period. This suspension is a step before more serious consequences and serves as a deterrent.

Use: This action could be appropriate for violations such as disruptive behavior, repeated disregard for safety protocols, or violating the FCPC's values or inclusivity guidelines.

5. Suspension from FCPC Activities

Description: A suspension from all FCPC activities means the member is temporarily barred from attending and participating in any club-related events,

matches, or meetings for a specific period. This suspension could range from a few days to several weeks depending on the severity of the infraction.

Use: This action might be used for more serious violations, such as aggressive behavior, bullying, or violation of the FCPC's code of conduct during official events or tournaments.

#### 6. Temporary or Permanent Suspension of Membership

Description: In extreme cases, the member could be suspended from membership entirely for a specific period or permanently expelled from FCPC. This would mean the individual can no longer participate in any FCPC activities, access club resources, or be part of the community.

Use: This action is reserved for severe violations such as:

- Harassment or discrimination of other members

- Repeated violent behavior or threats

- Fraudulent actions (e.g., misusing club funds, falsifying membership records)

- Severe violation of the club's core values that causes damage to the reputation of the club.

#### 7. Restitution or Compensation

Description: In cases where a member's actions have caused financial or material damage to the FCPC (e.g., damage to equipment, property, or resources), the member may be required to compensate FCPC for the loss or restitution.

Use: This would apply if a member's behavior has caused financial harm, such as negligence leading to damaged equipment or other property.

#### 8. Mediation or Conflict Resolution

Description: If the violation involves interpersonal conflicts (e.g., disputes between members), FCPC may offer a mediation process to resolve the issue. A neutral mediator may help facilitate discussions between the parties to reach a resolution that is acceptable to both sides.

Use: This would be appropriate for resolving conflicts that don't involve severe policy violations but still need to be addressed to preserve FCPC's harmony and mutual respect.

#### 9. Termination of Sponsorship or Representation

Description: If a member holds a sponsored position, a leadership role, or is representing FCPC in an official capacity (e.g., as a coach, tournament organizer, or ambassador), they may be removed from this role if they violate FCPC policies. This action can be temporary or permanent, depending on the severity of the violation.

Use: This will be used when the member's actions have put FCPC's reputation at risk, such as involvement in illegal activities, public misconduct, or failure to adhere to the values of the club in a leadership role.

10. Public Apology or Acknowledgment

Description: The member may be required to issue a formal apology to FCPC, its members, or specific individuals if their actions have caused harm, discomfort, or distress. The apology could be in writing or given publicly, depending on the situation.

**ARTICLE VII: MISCELLANEOUS**

1. Indemnification - The Club shall indemnify its directors and officers from any liability incurred in the performance of their duties, except cases of fraud and misconduct.
2. Directors must disclose any conflict of interest and abstain from voting related matters.

**ARTICLE VIII: AMENDMENTS**

1. Amendments to By-Laws Unless otherwise provided by the Act, any existing by-law of FCPC may be repealed or amended by submitting a written copy to the board of directors.
2. The amended by-law passed by the board and must be confirmed by the members by a majority of votes cast at a meeting of the members called for considering the by-law.

**ARTICLE IX: DISSOLUTION**

1. In the event of dissolution, any remaining Club assets shall be donated to a non-profit organization that supports pickleball or community sports programs.