



Ottawa Rideau Speedeaus d'Ottawa
<http://www.rideauspedeaus.com/>

The Constitution of the Ottawa Rideau Speedeaus d'Ottawa

Given that on December 5, 1995, the Ottawa Rideau Speedeaus d'Ottawa adopted its founding constitution, and given that at a special meeting of the Members held on May 13, 2012, as well as the 2012 Annual General Meeting on June 16, 2012 the members of the Club voted to amend the constitution to reflect the Club's current operations, the Ottawa Rideau Speedeaus d'Ottawa now adopts the following.

Article 1 – Name and Location

- 1.1 The Ottawa Rideau Speedeaus d'Ottawa is continued as an association located in Ottawa, Ontario, that is governed by the laws of Ontario and that is registered with Masters Swimming Canada and Masters Swimming Ontario.
- 1.2 The Club encourages membership and pursues its activities in the National Capital Region (in both Ontario and Quebec).

Article 2 – Definitions, Purpose, Values and Languages

2.1 **Definitions.** The following definitions apply in this Constitution.

“AGM” means an annual general meeting of the members as set out in article 4.2.

“Club” means the Ottawa Rideau Speedeaus d'Ottawa association continued by article 1.1.

“Executive Committee” means the committee continued by article 5.1.

“member” means a member of the Club, as established by article 3.1.



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2.2 Purpose. The Club's purpose is to promote participation in the sport of swimming among lesbians and gay men—including people who consider themselves to be GLBT, queer or friends and allies of the lesbian and gay community.

To that end, the Club will

1. promote swimming as a means of life-long fitness and fun;
2. encourage training for fitness, recreation and competition;
3. provide safe and structured training sessions, regular coaching and opportunities to improve swimming and stroke techniques;
4. provide opportunities for friendship and camaraderie among members; and
5. support both lesbian and gay communities through participation in swim meets, outreach and fundraising with other sports or community organizations.

2.3 Values. In conducting its business, the Club will be guided by the following values:

1. *Empowerment Through Sport and Play:* We promote sport and play to effect personal and community-level change, enhance self-esteem, develop leadership and foster independence.
2. *Inclusiveness and Diversity:* We value inclusiveness, diversity, openness, trust and communication in order to create a welcoming, non-discriminating, safe and supportive environment for all members of the team.
3. *Equality of Opportunity:* Economic status and other social conditions should not be a barrier to participate.
4. *Linguistic Inclusiveness and Diversity:* The Club welcomes the use of English, French, and other languages in all its activities so as to include members of all linguistic backgrounds.



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2.4 Languages of Operation. The Club makes every effort to operate in both English and French, including with respect to its website, and endeavours to hire coaches who can communicate in English and French. However, the official version of this Constitution is written only in English.

Article 3 – Membership

3.1 Definition. A member is any person who has paid the membership fee, including individual Masters Swimming Ontario dues, for the current year starting September 1 or for the remaining part of that year.

3.2 Membership Fee. The membership fee or fees are set at the Club's AGM or, if the AGM fails to set a membership fee for the upcoming year, by the Club's Executive Committee.

3.3 Bound by Constitution. By becoming a member, a person agrees to abide by and be bound by this Constitution and any standards of behaviour established by the Club.

3.3 Eligibility. Every member is eligible to swim at the Club's practices and participate in the Club's activities.

3.4 Non-members. The Club may invite non-members to participate in its activities, including either swimming or social activities, at the Club's discretion.

3.5 Removal of Membership. The Club may revoke the membership of any member with a two-thirds majority vote of the Executive Committee. A member whose membership has been revoked has the right of appeal at a special meeting of the membership. Membership will be reinstated if a simple majority vote of the membership at the special meeting approves reinstatement.

Article 4 – Members' Meetings

4.1 Place of meetings. Meetings of the membership are to be held in the National Capital Region at a place that is designated by the Executive Committee.

4.2 Annual General Meeting. The AGM of the members is held on the first Tuesday of June, or within thirty days of that day as may be designated by the Executive. At the AGM, members elect the officers of the Executive Committee and conduct any other Club business.



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4.3 Special Meeting. The Team Coordinator will call a special meeting of the members to consider a specified question if so directed by the Executive Committee or if the Executive Committee has received a petition for a special meeting that is signed by at least one-third of the total membership.

4.4. Notice of Meeting. The Secretary will serve notice of the AGM and any special meetings to each member at least 14 days before the day on which the meeting is to occur. The notice must state the purpose of the meeting and set out its time and place. Notice may be served in person or by email. By attending a meeting, a member waives this notice requirement.

4.5 Quorum. Members representing at least 25 per cent of the total membership constitute a quorum at an AGM or special meeting.

4.6 Adjourned Meetings. If an AGM or special meeting cannot be held due to a lack of quorum, the members who are present will adjourn the meeting to a time not less than 14 days from the day on which the meeting was to be held. In the case of an adjournment, the Secretary will serve each member with notice of the proposed meeting in person or by email.

4.7 Voting. When a consensus cannot be achieved, a majority of members voting decides any question. Each member is entitled to one vote at the AGM or a special meeting.

4.8 No Proxy Ballots. A member must be physically present at an AGM or a special meeting in order to vote.



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Article 5 – Executive Committee

5.1 Continuation and Composition. The Club's affairs are managed by an Executive Committee that is composed of at least four officers which must include the Team Coordinator, the Treasurer and the Secretary. Each of these three positions must be held by a different member.

The Committee must also include one or more other Executive Committee positions, as established by the members. Each of these other positions need not be held by a different member. By way of examples, these other positions may be:

- Membership and Recruiting Coordinator
- Coaching Coordinator
- Social Coordinator
- Outreach Coordinator
- Member at Large
- Learn to Swim Coordinator
- Webmaster
- Swimming Coordinator
- Special Events Coordinator

5.2 Election of Officers. Subject to article 5.12, Executive Committee officers are elected at the AGM.

5.3 Powers and Duties. The Executive Committee is responsible for the administration of the Club's affairs and the conduct of its business. The Executive Committee may create sub-committees and may appoint anyone to them. Decisions regarding matters of policy that involve significant expenditures or that impact significantly on the membership and long-term direction of the Club may only be taken following consultation with the membership during the AGM or a special meeting of the membership or through other means such as poolside discussion or circulation of written proposals.

5.4 Term of Office. Subject to articles 5.11 and 5.12, each Executive Committee officer serves a term of one year beginning on August 1 of the year in which they were elected and ending on July 31 of the following year. Executive Committee officers may be reelected to the same or a different position.

5.5 Remuneration. No remuneration will be paid to Executive Committee officers for their services as such.

5.6 Organizational Meeting. The first meeting of a newly elected Executive Committee will be held within 60 days of election.



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5.7 Regular Meetings. Regular meetings of the Executive Committee are held as determined by the Executive. At least six regular meetings must be held each year. The Secretary must ensure that notice of regular meetings is served on each Executive Committee officer personally, by email or by telephone, at least one week before the meeting is scheduled to occur.

5.8 Special Meetings. Special meetings of the Executive Committee are called as needed by the Team Coordinator or if requested by any three Executive Committee officers. The Secretary must ensure that notice of a special meeting is served on each Executive Committee officer personally, by email or by telephone, at least five days before the meeting is scheduled to occur.

5.9 Quorum. A majority of the Executive Committee officers—that includes either the Team Coordinator or, if the Team Coordinator is unable to attend the meeting, an officer of the Executive Committee designated by the Team Coordinator to act in his or her place—constitutes a quorum of the Executive Committee.

5.10 Voting. At every meeting of the Executive, a vote will be held when consensus cannot be reached. Each Executive Committee officer, regardless of the number of positions they hold, is entitled to one vote. A majority of the Executive Committee officers present at the meeting decides the question.

5.11 Removal of Executive Committee Officers. Any Executive Committee officer may be removed by a two-thirds majority of the Executive Committee. In addition, at a special meeting of the members at which quorum is met, an officer can be removed by a two-thirds majority of the members present at the meeting. Once an officer has been removed, they may only be re-elected to the Executive Committee by the membership.

5.12 Vacancies. Vacancies on the Executive Committee that result from any reason other than by a vote of the members at an AGM or a special meeting may be filled by a vote of the majority of the remaining Executive Committee officers, regardless of whether they constitute a quorum. Each person so elected serves out the unexpired portion of the term unless a replacement is elected by the members at a subsequent meeting. A successor may be elected at a special meeting of the members at which quorum is met.

5.13. Attendance at Meetings. Any Executive Committee officer who misses three consecutive regular meetings of the Committee is considered to have resigned from office, unless reasonable and acceptable justification has been accepted by a majority of the Committee officers present at the meeting.



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5.14 Action Without Meeting. The Executive Committee may make decisions without a meeting if every effort has been made to contact all Executive Committee officers and a majority of the officers consent. The Team Coordinator is responsible for registering decisions made without a meeting. A decision must then be recorded in the minutes of the next Executive Committee meeting.

5.15 Openness. Meetings of the Executive Committee are open to all members. The Secretary must ensure that members receive prior notice of Executive Committee meetings. The Secretary must ensure that minutes of the meetings are provided to a member on the member's request.

5.16 Written Reports. Each Executive Committee officer must prepare a concise written summary each year of their activities, which must be distributed to the membership at the AGM.

5.17 Subsidies. The Executive Committee may, at its discretion, provide subsidies to assist members' participation in the Club's activities.

Article 6 – Liability

6.1 Each and every member of the Club is jointly and severally liable for all the Club's debts that, in advance, have been presented to and approved by the membership at an AGM or a special meeting of the members.

Articles 7 – Fees and Assessments

7.1 Assessments. In addition to membership fees, the Club may levy an additional assessment on members for any purpose if at least two-thirds of the members agree to the assessment at a membership meeting.

7.2. Non-payment of Fees or Assessments. Members must pay any fees or assessments by the due date that is established by the Executive Committee.



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Article 8 – Fiscal Management

8.1 **Fiscal Year.** The Club's fiscal year is May 1 to April 30 of the following year.

8.2 **Budget.** In conjunction with the other members of the Executive Committee, the Treasurer must prepare budgets for all of the Club's activities and functions. Approval by the Executive Committee of a budget constitutes authorization to make the expenditures set out in it.

8.3 **Other Expenditures.** The Executive Committee must approve any expenditure not set out in an authorized budget.

8.4 **Books.** The Treasurer must maintain up-to-date books containing records of all of the Club's revenues and expenditures. Every member has the right to examine the Club's books.

8.5 **Audit.** The members may require that an audit be done of the Club's books by either two members of the Club or an independent third party for presentation at a special meeting of the membership.

8.6 **Cheques and contracts.** All cheques, and all contracts requiring multiple payments, made on behalf of the Club must be signed by at least two of the Treasurer, the Team Coordinator and a third member of the Executive Committee designated for that purpose by the Committee. Other contracts may be signed as directed by the Executive Committee.

Article 9 – Amendment to the Constitution

9.1 **Two-thirds Vote.** This Constitution may be amended by a vote of at least two-thirds of the members present at an AGM or special meeting of the membership.



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Article 10 – Dissolution

10.1 **Two-thirds Vote.** At least two-thirds of the members present at an AGM or special meeting may vote to dissolve the Club, as long as notice of the vote was included in the notice of the meeting.

10.2 **Financial Liabilities.** The Executive Committee prior to dissolution must satisfy all of the Club's outstanding financial liabilities that exist or that arise after the dissolution date before distributing any of the Club's assets.

10.3 **Distribution to Charity.** On the dissolution of the Club, any remaining assets will be distributed to one or more registered charities voted on at the final special meeting of the members.

Article 11 – Interpretation

11.1 **Majority Vote.** Any dispute at a meeting of the membership with regard to the interpretation of this Constitution is resolved by a majority vote.