

2024 GENERAL OPERATING BYLAW

A Bylaw relating generally to the transaction of the affairs of the

Burlington Gymnastics Club Inc.

Hereinafter Referred to as “**BGC**”

1.0 GENERAL

1.1 Definitions

For this Bylaw and all other Bylaws and resolutions of the Corporation, unless the context otherwise requires:

1. “Act” means the Not-for-Profit Corporations Act, 2010 (Ontario) and, where the context requires, includes the regulations made under it, as amended or re-enacted from time to time.
2. “AMM” means the Annual Meeting of the Members.
3. “Articles” means the articles of incorporation and articles of amendment of the Corporation.
4. “Attending a meeting” means in person or by telephone or electronic means.
5. “BGC” means the Burlington Gymnastics Club Inc.
6. “Board” means the Board of Directors of the Corporation.
7. “Bylaws” means all Bylaws of the Corporation as amended from time to time.
8. “Chair” means the chair of the Board.
9. “Competitive” program means the BGC’s Artistic and Rhythmic Competitive Programs.
10. “Conflict of interest” means a situation in which a person is in a position to derive personal benefit from actions or decisions made in their official capacity as Director or member of the Corporation.
11. “Corporation” means this incorporated Burlington Gymnastics Club Inc..
12. “Director” means an individual occupying the position of director of the corporation by whatever name they are called.
13. “Extraordinary Resolution” means a resolution passed by not less than eighty (80) percent of the votes cast on that resolution.
14. “GCG” means Gymnastics Canada Gymnastique, a corporate designation of the Canadian Gymnastics Federation.
15. “G.O.” means Gymnastics Ontario, a corporate designation of the Ontario Gymnastics Federation.

16. "MD" means Managing Director.
17. "Member" means a member of the Corporation.
18. "Officer" means an officer of the Corporation.
19. "Ordinary Resolution" means a resolution passed by a majority of the votes cast on that resolution or consented to by all voting Members entitled to vote on that resolution.
20. "Participant" means individuals engaging in any BGC program including recreational and competitive programs and staff.
21. "Programs" refers to BGC Competitive Artistic, Competitive Rhythmic or Recreation Program.
22. "Special Resolution" means a resolution passed by not less than two-thirds of the votes cast on that resolution.
23. "Voting Member" means an Active Member that has reached the age of majority, is enrolled in annual program(s) and deemed in good standing; current Directors; any person admitted by the Board of Directors as an Honorary Member.
24. "Written Ballet" means paper or electronic format that respects the confidentiality of every vote.

1.1 Interpretation

Other than as specified in 1.1 all terms in this Bylaw that are defined in the Act shall have the meanings given to such terms in the Act. Words importing the singular include the plural and vice versa.

1.2 Severability and Precedence

The invalidity or unenforceability of any provision of this Bylaw shall not affect the validity or enforceability of the remaining provisions of this Bylaw. If any of the provisions contained in the Bylaws are inconsistent with those contained in the articles or the Act, the provisions contained in the articles or Act, as the case may prevail.

1.3 Seal

The seal of the Corporation, if any, shall be in the form determined by the Board.

1.4 Execution of Documents

Deeds, transfers, assignments, contracts, obligation, and other instruments in writing requiring execution by the Corporation may be signed by any two of its Officers or Directors. In addition, the Board may, from time to time, direct the manner in which and the person by whom a particular document or type of document shall be executed. Any person authorized to sign any document may affix the corporate seal, if any, to the document. Any Director or Officer may certify a copy of any instrument, resolution, Bylaw or other document of the Corporation to be a true copy thereof.

1.5 Ruling on Bylaws

Any question concerning the interpretation of the Bylaws shall be decided by the Board of Directors.

2.0 BOARD OF DIRECTORS

2.1 Election and Terms

The Directors shall be elected by the Voting Members at the AMM. The term of office of the Directors shall be from the date of the meeting at which they are elected or appointed until the AMM of the expiration of their term, or until their successors are elected or appointed.

- a) Election is done by secret ballot.
- b) The nominees with the highest number of votes and an Ordinary Resolution will fill the available positions.
- c) No election or appointment of a director is valid without consent given in person at the meeting or in writing within ten (10) days thereafter. Any individual who does not provide consent within the time limit is not a Director and is deemed not to have been elected or appointed to hold office as a Director. The requirement to consent does not apply to a Director who is re-elected or reappointed when there has been no break in their term of office.

The Managing Director is appointed by the Board of Directors to manage the day-to-day operations for such terms as is determined in the Managing Director's employment contract.

2.2 Vacancies

The office of a Director shall be vacated immediately when:

- a) The Director resigns from office by giving notice thereof in writing to the Corporation. Such resignation becomes effective in accordance with its terms and upon notification to the Board of Directors; or
- b) The Director dies or becomes bankrupt; or
- c) The Director is found to be incapable by a court or incapable of managing property under Ontario law;
- d) The Director fails to consent in writing to hold office as a Director within ten (10) days of their initial election or appointment; or
- e) The Voting Members remove a director, by vote passed by Ordinary Resolution at a Special Meeting of the members.

2.3 Filling Vacancies

Vacancies on the Board of Directors will be filled as follows, and the Director appointed or elected to fill the vacancy holds office for the remainder of the unexpired term of the Director's predecessor:

- a) A quorum of Directors may fill a vacancy among the Directors; or
- b) If the vacancy occurs as a result of the Members removing a Director, the Members may fill the vacancy by an Ordinary Resolution; or

- c) If there is not a quorum of Directors, the remaining Directors in office shall forthwith call a special meeting of the Voting Members to fill the vacancies and, if they fail to call such a meeting or if there are no Directors in office, the meeting may be called by any Member.

The Board of Directors may choose not to fill the vacancy, in which case such vacancy shall be filled by election at the next AMM.

2.4 Composition

The Board of Directors shall consist of ten (10) directors.

2.5 Qualifications

To be eligible to serve as a director, an individual must:

- a) Be eighteen (18) years of age or older.
- b) Not be an Employee of the Burlington Gymnastics Club.
- c) Not have been found under the *Substitute Decisions Act*, 1992 or under the *Mental Health Act* to be incapable of managing property;
- d) Have not been declared incapable by a court in Canada or in another country;
- e) Not have the status of bankrupt;
- f) Not be an employee or contractor receiving \$500 or more in compensation from the Association; and
- g) Not be in a position of influence with another gymnastics organization, as determined by the Board of Directors, including, but not limited to, a volunteer, coach, or as a Director.

2.6 Term of Office

- a) Elected Directors will be elected in rotation for a three (3) year term which can be renewed once. Each Director shall hold office until the adjournment of the AMM at the completion of their term of office.
- b) If a Director has held office for six (6) years (two, three-year terms), they are not eligible for re-election as a Director until one complete term (3 years) from the date of their termination as a Director.
- c) The Secretary shall maintain a document outlining the date of each Director's appointment and expiration of their term of office.

2.7 Nomination

A Chair of the sub-committee called the Nominations Committee shall be appointed by The Board of Directors. The Nominations Committee shall determine the board vacancies for which candidates are eligible and shall inform the Voting Members of such vacancies seventy (70) days prior to the AMM or any special meeting called to fill such vacancies. With such notice to the members, the Nominations Committee shall invite nominations for the declared vacancies. Nominations shall be open until thirty (30) days prior to the Annual General Meeting. The Nominations Committee shall evaluate all nominees and present their endorsements to the Members.

However, neither the Nominations Committee nor the Board of Directors can prohibit an eligible nominee from running for election.

2.8 Committees

Committees may be established by the Board as follows:

1. The Board may appoint from their members a Committee Lead, a Managing Director or committee members, and may delegate to the Committee Lead, Managing Director or committee members any of the powers of the Board of Directors except those powers set out in the Act that are not permitted to be delegated; and
2. Subject to the limitations on delegation set out in the Act, the Board may establish any committee it determines necessary for the execution of the Board's responsibilities. The Board shall determine the composition and terms of reference for any such committee. The Board may dissolve any committee by resolution at any time.
3. Permanent Committees are:
 - 3.1 Governance Committee
 - 3.2 Finance Committee
 - 3.3 People Management Committee
 - 3.4 Strategic Planning Committee

The chair and members of the permanent committees are elected by the Board of Directors.

2.9 Quorum

A majority of Directors shall constitute a quorum for a Board meeting but never less than the minimum number of Directors required in the Articles. If a quorum is not present, the meeting shall be rescheduled.

2.10 Remuneration

The Directors will receive no remuneration for acting as such but may be reimbursed for legitimate out of pocket expenses incurred on behalf of the Corporation.

Directors may be paid remuneration and reimbursed for expenses incurred in connection with services they provide to the Corporation 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) Compliant with the conflict-of-interest provisions of the Act.

3.0 BOARD OF DIRECTORS MEETINGS

3.1 Meetings

Meetings of the Directors may be called by the Chair, or any two Directors at any time and any place on notice as required by this Bylaw by giving not less than five days' notice to each Director, stating the time and place of the meeting.

The Board of Directors will meet a minimum of four (4) times a year.

3.2 Regular Meetings

The Board may fix the place and time of regular Board meetings and send a copy of the resolution fixing the place and time of such meetings to each Director, and no other notice shall be required for any such meetings.

3.3 Notice

Notice of a meeting of the Board will be given to all Directors at least twenty-one (21) days prior to the scheduled meeting.

3.4 Chair

The Chair shall preside at Board meetings. In the absence of the Chair, the Directors present shall choose one of their number to act as the Chair.

3.5 Voting

- a) Each Director is entitled to one vote.
- b) Questions arising at any meeting of the Board of Directors shall be decided by an Ordinary Resolution. In the case of a tie, the question is lost.
- c) No proxy votes are allowed at meetings of the Board.

3.6 Quorum

Already in 2.9

3.7 Determination of Votes

- a) Votes shall be taken by assent or dissent (show of hands, orally, electronically) unless a demand is made by any Director that the vote be taken by ballot.
- b) A declaration by the Chair that a resolution has been carried or defeated and an entry to that effect in the minutes shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes recorded in favour or against any such resolution.
- c) Any Director may request that their vote be recorded in the minutes.

3.8 Minutes

Minutes are taken at all meetings of the Board.

3.9 Adjournments

Any meetings of the Corporation or the Board of Directors may be adjourned to any time and place; such business may be transacted at such adjourned meetings as might have been transacted at the original meeting from which the adjournment took place. No notice shall be required for any such adjournment.

4.0 FINANCIAL

4.1 Banking

The Board shall by Ordinary Resolution from time to time designate the financial institution in which the money, bonds or other securities of the Corporation shall be placed for safekeeping.

4.2 Financial Year

The financial year of the Corporation ends on June 30th in each year or on such other dates as the Board may from time to time determine by Ordinary Resolution.

4.3 Auditors

At each Annual Meeting the Members may appoint an auditor to audit or conduct a review engagement of the books, accounts and records of the Corporation in accordance with the Act. The auditor will hold office until the next Annual Meeting. The auditor will not be an employee, Officer, or Director of the Corporation and must be permitted to conduct an audit or review engagement of the Corporation under the *Public Accounting Act*, 2004, as amended. When the Corporation's revenue for the previous fiscal year was less than the amount prescribed in the Act, the Members may decline, by Extraordinary Resolution, to appoint an auditor. Alternatively, when the Corporation's revenue for the previous fiscal year was greater than the amount prescribed in the Act, the Members may, by Extraordinary Resolution, choose to conduct a review engagement or compilation in lieu of an audit.

4.4 Annual Financial Statements

The Directors will approve financial statements (evidenced by signature of one or more Directors) of the Corporation of the last fiscal year of the Corporation but not more than six (6) months before the Annual Meeting and present the approved financial statements before the Members at every Annual Meeting. A copy of the Annual Financial Statements will be provided to any Member requesting a copy of the Financial Statements not less than twenty-one (21) days before the Annual Meeting. The Financial Statements will include:

- a) The financial statements;
- b) The auditor's report or review engagement (if any); and
- c) Any further information respecting the financial position of the Corporation.

4.5 Books and Records

The necessary books and records of the Corporation required by these By-laws or by applicable law will be necessarily and properly kept. The books and records include, but are not limited to:

- a) The Corporation's articles and By-laws;
- b) The minutes of meetings of the Members and of any committee of Members;
- c) The resolutions of the Members and of any committee of Members;
- d) The minutes of meetings of the Directors or any committee of Directors;
- e) The resolutions of the Directors and of any committee of Directors;
- f) A register of Directors;
- g) A register of Officers;
- h) A register of Members; and
- i) Account records adequate to enable the Directors to ascertain the financial position of the Corporation on a quarterly basis.

4.6 Minutes of meetings of the Board and Board Resolutions

Minutes of meetings of the Board and Board Resolutions are confidential and may only be open for inspection by Members in good standing by request to the Board.

5.0 OFFICERS

5.1 Officers

At its first meeting following the AMM of the Corporation, the Board of Directors shall appoint from among the Directors, a Chair, Vice-Chair, Secretary and Treasurer, and such other officers as the Directors may determine. No person may hold more than one (1) office at any time.

5.2 Office Held at Board's Discretion

Any officer shall cease to hold office upon Ordinary Resolution of the Board. Unless so removed, an Officer shall hold office until the earlier of:

- a) The officer's successor being appointed;
- b) The officer's resignation; or
- c) The Officer's death.

5.3 Duties

Officers shall be responsible for the duties assigned to them and they may delegate to others the performance of any or all such duties.

5.4 Duties of the Chair

The Chair shall perform the duties required in sections 3.4. The Chair shall see that all orders and resolutions of the Board of Directors are carried into effect. The Chair, when present, shall preside over all general meetings of the Corporation and meetings of the Board of Directors and perform other such duties as may from time to time be required by the Board of Directors.

5.5 Duties of the Vice-Chair

The Vice-Chair shall succeed the Chair if the Chair is unable for any reason to fulfill the duties of the Office of Chair. The Vice-Chair will be responsible for any other duties that may be assigned from time to time by the Board of Directors.

5.6 Duties of the Secretary

The secretary shall keep a roll of the names and addresses of the Members. Ensure the proper recording and maintenance of minutes of all meetings of the Corporation, the Board, and Board Committees. Attend to correspondence on behalf of the Board. Ensure that all minutes, documents, registers, and the seal of the Corporation are maintained as required by law. Ensure that all reports are prepared and filed as required by law or requested by the Board.

5.7 Duties of the Treasurer

The Treasurer shall keep or cause to be kept proper accounting records as required by the *Act* and shall keep full and accurate accounts of all receipts and disbursements of the Corporation in proper books of account. They shall deposit or cause to be deposited all monies or other valuable effects in the name and to the credit of the Corporation in such financial institution(s) as may be designated by the Board of Directors. They shall, under the direction of the Board of Directors, supervise the safekeeping of securities and the disbursement of the funds of the Corporation and shall render to the Board of Directors, whenever required, an account of all their transactions as Treasurer and of the financial position of the Corporation. They shall perform such other duties as may from time to time be determined by the Board of Directors.

5.8 Duties of Additional Officers

The duties of all other Officers of the Corporation shall be such as the terms of their engagement or the Board of Directors requires of them. (Reference 5.1)

6.0 PROTECTION OF DIRECTORS AND OFFICERS

No Director, Officer or committee member of the Corporation is liable for the acts, neglects, or defaults of any other Director, Officer, committee member or employee of the Corporation or for joining in any receipt or for any loss, damage, or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by resolution of the Board or for or on behalf of the Corporation or for the insufficiency or deficiency of any security in or upon which any of the money of or belonging to the corporation shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or Corporation with whom or which any moneys, securities or effects shall be lodged or deposited or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of their respective office or trust provided that they have:

- a) Complied with the Act and the Corporations articles and Bylaws; and

- b) Exercised their powers and discharged their duties in accordance with the Act

Insurance for Directors and Officers

The Corporation shall purchase and maintain such insurance for the benefit of its directors and offices as the Board of Directors may from time to time determine.

When there is no insurance in place the Corporation or Board will communicate this clearly and openly to all Board members.

7.0 MEMBERS

7.1 Participants

Participants are individuals engaging in any program including recreational and competitive programs and staff. All participants must register as members of Gymnastics Ontario (GO) and/or Gymnastics Canada (GCG), if the corporation is a member. Participants shall not vote unless qualified as a voting member.

7.2 Voting Members

Voting Members are:

- a) Active Members in good standing as defined by the Membership Agreement who have reached the age of majority and who are enrolled in annual program(s) and the parents/legal guardians of an Active Member in good standing who have not reached the age of majority and who are enrolled in annual program(s). Annual program(s) are defined by the Board of Directors and communicated before any AMM Only one (1) vote shall be exercised per Active Member.
- b) Current Directors of the corporation.
- c) Any person admitted by the Board of Directors solely for the purpose of becoming a voting Honorary Member. Such admission to voting membership shall require an Ordinary Resolution of the Board and can be terminated by Ordinary Resolution of the board.

7.3 Voting Rights

For the purposes of voting at the AMM or special meetings of the membership, voting members who are also voting Directors shall vote in the capacity of a Voting Member only.

Each Voting Member present or by proxy, who is confirmed in good standing by the Secretary based on their current Voting Member status shall be entitled to one (1) vote.

7.4 Proxy Votes

A Voting Member, entitled to vote at a meeting of members may appoint a person, who is a member, as their nominee to attend and act for them at the meeting to the extent and with whatever power the instrument appointing them states.

Such instrument appointing a proxy shall be in writing and the appointment shall be valid only for the specific meeting named.

A particular person shall be entitled to be a proxy for only one voting member at any meeting. A proxy must be signed by the Voting Member, be in a form that complies with the Act and the Corporation and be submitted to the Corporation at least forty-eight (48) hours prior to the meeting of the Members.

7.5 Annual Meeting of the Members and Special Meetings of Voting Members

a) Location

The Annual Meeting of Members (AMM) or other meetings of the Voting Members shall be held in the City of Burlington (within the province of Ontario) and on such day and time as the Board of Directors shall determine.

b) Date

The Annual General Meeting will be held within fifteen (15) months of the last Annual General Meeting and within six (6) months of the Corporation's fiscal year end.

c) Notice

- i) Written notice of the date of the Annual General Meeting shall be given to all Voting Members and to the auditor or person appointed to conduct a review engagement, not less than 10 and not more than 50 days of any annual or special members meeting.
- ii) Notice will contain information about nominations for board vacancies, and proposals for Bylaw amendments.
- iii) Notice of any meeting where special business will be transacted, must contain sufficient information to permit the Members to form a reasoned judgement on the decision to be taken and state the text of any special resolution to be submitted to the meeting.
- iv) Any Voting Member shall be provided, not less than five business days or other number of days that may be further prescribed in regulations before the annual meeting, with a copy of the approved financial statements, auditor's or review engagement report and other financial information required by the Bylaws or articles.

d) Quorum

At any AMM or special meeting of voting members, a quorum of present Board members and ten (10) other Voting Members must be in attendance. If a quorum is

present for the opening of the meeting, the Members present may proceed with the business of the meeting, even if a quorum is not present throughout the meeting.

If a quorum is not present within twenty (20) minutes of the time for which the meeting was called, the meeting, if convened upon requisition of a Voting Member, shall be dissolved.

If a quorum is not present within twenty (20) minutes of the time for which the meeting was called for an annual or special meeting of Voting Members scheduled by the Board of Directors, the presiding officer shall adjourn the meeting to not less than seven (7) and not more than fourteen (14) days thereafter and the adjourned meeting shall be binding on the Corporation assuming at least eight (8) Voting Members are present. Notice of any adjourned meeting is not necessary.

e) Agenda

At every AMM, the Agenda may be as follows:

- i) Approve the agenda.
- ii) Approve the minutes of the previous AMM.
- iii) Receive the Annual Financial Statements of the Corporation and the Auditor's Report.
- iv) Approve amendments to the Bylaws, if any.
- v) Appoint or authorize the Board of Directors to appoint auditors for the following year.
- vi) Elect the Board of Directors (see ARTICLE III 3.5);
- vii) Receive an overview of the fulfillment of the Corporation's Mission Statement and Objectives.
- viii) Such other or special business as may be set out in the notice of meeting.

No other item of business shall be included on the agenda for the AMM unless a Voting Member has given notice to the Corporation of any matter they wish to raise at the meeting in accordance with the Act, so that such item of new business can be included in the notice of annual meeting.

f) Scrutineers

At each meeting where votes may be taken, the Board may appoint one or more scrutineers who will be responsible for ensuring the votes are properly cast and counted.

g) Voting

Every question shall be decided by an Ordinary Resolution on the question unless otherwise stated in the Bylaws.

- i) Votes shall be taken by a show of hands among all Voting Members present and the chair of the meeting, if a Voting Member, shall have a vote.
- ii) An abstention shall not be considered a vote casted.

iii) Before or after a show of hands has been taken on any question, the Chair of the meeting may require, or any Voting Member may demand, a written ballot. A written ballot so required or demanded shall be taken in such a manner as the Chair of the meeting shall direct.

iv) In the case of a tie, the Chair of the meeting shall require a written ballot and shall not cast a second vote. If there is a tie vote upon a written ballot, the motion is lost.

Whenever a vote by show of hands is taken upon a question, unless a secret ballot is required or demanded (or in the case of elections, which require a secret ballot), a declaration by the Chair that the vote upon the question has been carried or carried by a particular majority or not carried, and an entry to that effect in the minutes of the meeting shall be prima facie evidence of the fact without proof of the number or proportion of the votes recorded in favour or against the question. The result of the vote so taken and declared shall be the decision of the Corporation on the question.

h) Minutes

Minutes are taken at all meetings of the voting members.

i) Error or Omission in Notice

No error or omission in giving notice for any meeting, whether annual or general of the Members of the Corporation shall invalidate such meeting or make void any proceedings taken therein. For sending notice to any Member, Director or Officer for any meeting or otherwise, the address of any Member, Director or Officer shall be the last address recorded on the books of the Corporation.

j) Special Meeting

The Board of Directors or the Chair shall have the power to call at any time a special meeting of the Voting Members. A Special Meeting of the Members may also be called at any time by Ordinary Resolution of the Board or upon the written requisition of ten percent (10%) or more of the voting Members for any purpose connected with the affairs of the Corporation that does not fall within the exceptions listed in the Act or is otherwise inconsistent with the Act, within twenty-one (21) days from the date of the deposit of the requisition. Neither public notice nor advertisement of a Voting Member special meeting shall be required but notice of the time and place of every such meeting shall be given to each Voting Member by sending the notice by mail or electronically, not less than ten (10) days prior to the time fixed for the meeting. Only the business identified in the call for a special meeting will be transacted if a quorum is present.

8 ARTICLE VIII CONFIDENTIALITY

Every Director, as well as every Officer, Committee Member, Employee and Identified Volunteer shall respect the confidentiality of matters brought before the

Board or before any Committee, or any matter dealt with in the course of employment or involvement of such Persons in the activities of the Club.

9 AMENDMENTS OF BYLAWS

9.1 Subject to **Section 9.2** (when applicable), these By-laws may only be amended, revised, repealed or added to by:

- a) Ordinary Resolution of the Board. The new, amended, or revised By-law is effective until the next meeting of the Members and, except for those amendments that are considered fundamental changes, the voting Members may confirm, reject or amend the By-laws by Ordinary Resolution. A new, amended, or revised By-law that is not ratified by the Members ceases to have effect and no new By-law of the same or like substance has any effect until ratified at a meeting of the Members; or
- b) A Member entitled to vote who may make a proposal to make, amend, or repeal a By-law in accordance with the Act which requires at least sixty (60) days' notice. The new, amended, or repealed By-law will be submitted to the Members at the next meeting of Members and, except for those amendments that are considered fundamental changes, the voting Members may confirm, reject or amend the By-laws by Ordinary Resolution.

9.2 A Special Resolution of all Members is required to make the following fundamental changes to the By-laws or articles of the Corporation. Fundamental Changes are defined as follows:

- a) Change the Corporation's name;
- b) Add, change or remove any restriction on the activities that the Corporation may carry on;
- c) Create a new category of Members;
- d) Change a condition required for being a Member;
- e) Change the designation of any category of Members or add, change or remove any rights and conditions of any such category;
- f) Divide any category of Members into two or more categories and fix the rights and conditions of each category;
- g) Add, change or remove a provision respecting the transfer of a membership;
- h) Increase or decrease the number of, or the minimum or maximum number of, Directors;
- i) Change the purposes of the Corporation;
- j) Change to whom the property remaining on liquidation after the discharge of any liabilities of the Corporation is to be distributed;
- k) Change the manner of giving notice to Members entitled to vote at a meeting of Members;
- l) Change the method of voting by Members not in attendance at a meeting of the Members; or
- m) Add, change or remove any other provision that is permitted by the Act

10 DISSOLUTIONS

Upon dissolution of the Corporation after the discharge of all debts and liabilities, any remaining assets, or part thereof, shall be donated equally to any existing sport organization(s) for disadvantaged athletes in the City of Burlington or the Region of Halton.

11.0 RATIFICATION OF THESE BYLAWS

11.1 These By-laws were ratified by the Members of the Corporation at a meeting of Members duly called and held on April 30, 2024.

11.2 Repeal of Prior By-laws – In ratifying these By-laws, the Members of the Corporation repeal all prior By-laws of the Corporation provided that such repeal does not impair the validity of any action done pursuant to the repealed By-laws.