

Bylaws of the Leaside Sports Hall of Fame

Name of the Organization

The name of the Organization shall be the Leaside Sports Hall of Fame (LSHOF)

Vision Statement

To foster a community where participation in recreational and competitive sport is valued, and where the achievements of athletes and the contributions of volunteers are recognised and honoured.

Mission Statement

To celebrate and promote excellence in sport at the recreational, competitive and elite levels in and from the Leaside community

These accomplishments may take the form of personal achievement as an athlete or as a builder of a sports organization by means of induction into the LSHOF.

Recognition of the personal achievements of selected individuals will occur at a community event organized by the LSHOF Board annually.

Board Membership

The LSHOF will comprise of a Board of representatives of active local Leaside sports organizations, a representative of the East York Foundation (EYF), and other interested members of the community. (See Appendix "A" for Founders)

The LSHOF is affiliated with the East York Foundation which is incorporated under an act of Provincial Parliament known as The East York Foundation Act.

The EYF is authorized to receive monies, donations and issue charitable donation tax receipts under the Income Tax Act of Canada ("ITA") for the purposes of the LSHOF operations and to pay expenses incurred in the operation of the LSHOF.

Responsibilities of the LSHOF and the East York Foundation:

- a) The LSHOF Board of Directors manages the affairs and conducts the business of the LSHOF.
- b) The LSHOF Board of Directors will appoint from within the Board the following Officers; a Chair, Vice Chair, Secretary, and Treasurer.

- c) The LSHOF Board of Directors will oversee the transparent selection and induction of members to the LSHOF
- d) The LSHOF Board of Directors oversees expenses, contracts and other arrangements under its authority and authorizes the LSHOF Chair and Treasurer to approve expenditures to be made by the EYF with respect to the operations of LSHOF.
- e) The LSHOF board initiates and oversees the necessary associated community fundraising required.
- f) The EYF will receive donations and other funds and bank same in a timely manner and hold same in a designated fund for the LSHOF. The EYF will pay expenses related to LSHOF on direction from the LSHOF Chair and Treasurer together. The EYF will issue tax receipts as permitted by the Income Tax Act.
- g) The EYF will account for, through audits or otherwise, incur bank charges, provide management reports, incur software and third party charges or any other expenditures necessary for the efficient management of the LSHOF. The EYF will be responsible for and settle these expenditures as a matter of conducting its normal business affairs.
- h) It is agreed that in exchange for the work and charges described above, the EYF will receive 2% of all funds directed to it and accrue and receive any interest earned on deposits held and receive any Government of Canada and Ontario rebates on eligible expenses made on behalf of LSHOF – this amount is variable and is dependent upon revenue processed, interest earned and rebates (if any) received.

At all times the parties will work in a collegial and cooperative manner to ensure the successful ongoing operations of LSHOF. In the event of a dispute the parties shall first attempt to resolve the matter between the respective Board of Directors failing which each party shall appoint an individual who holds public office in Canada, to mediate the dispute on their behalf and the resolution of these appointed parties shall be binding on both the EYF and the LSHOF.

DIRECTORS AND THEIR DUTIES

Appointment of Directors.

1. The Governance and Management of the LSHOF shall be vested in a Board of no more than eleven (11) Directors and not less than seven (7).

Of the total number of directors, four shall be appointed from active Leaside sports organizations and interested people from the community.

These Directors shall be called the Leaside Sports Hall of Fame Board of Directors, all of whom will serve without compensation (except for reimbursement of expenses resulting from LSHOF business).

2. Directors Terms of Appointment.

Board members will serve for up to 3 years after their initial appointment renewable once for a total of six years. Terms shall initially be staggered as one, two and three year terms based on alphabetical ordering of the members last name, or nearest beginning the sequence at one year.

3. Conflict of Interest Policy.

All Directors must sign the Directors' Conflict of Interest Policy (see attached).

4. Nominating Committee.

i) The nominating committee shall be composed of the following persons:

- 1. The chair of the Board.**
- 2. The vice chair of the Board.**
- 3. One member of the Board, appointed by the Board.**

The nominating committee's purpose is to make recommendations to the Board of person(s) to be appointed to the Board or Offices when vacancies in the Board or Offices occur.

ii) Meetings

The nominating committee shall meet whenever it is necessary to fill a vacancy in the Board or an Office upon the call of the Chair of the Board.

iii) Rules

The nominating committee may make rules governing its procedure, including the appointment of a chair, as it deems advisable.

iv) Quorum

Two members of the nominating committee present in person constitute a quorum to conduct any meeting of the committee, and a majority vote of all the members of the committee is required for the recommendation of person(s) to be appointed to the Board or fill an Office.

5. The Board of Directors shall have power to make rules and regulations and do all other things which they may deem necessary in addition to, or as part of, all other powers delegated to them, in the proper governance and management of the LSHOF that may include expenditures, letting of contracts and acquisition of assets etc.

6. The Chair shall be the Chief Executive Officer (CEO) of the LSHOF and shall, if present, preside over all meeting of the Board of Directors; shall see that all orders and resolutions are carried into effect; shall have general superintendence and direction of all matters approved by the Board of Directors and ensure that duties appointed to members of the Board of Directors are performed in an acceptable manner.

7. The Vice Chair in order shall perform the duties of the Chair in the latter's absence.

8. The Secretary shall attend all meetings of the Board and will act as clerk thereof and record all votes and the minutes of all proceedings of the LSHOF. The Secretary shall be responsible for all correspondence of the Club unless otherwise specified and shall provide notice of all meetings to the Board of Directors within seven (7) days of a meeting being called by the Chair.

9. The Treasurer shall keep full and correct accounts of the receipts and expenditures of the LSHOF and shall transfer all monies and other valuable effects to the EYF in the name and to the credit of the LSHOF. The Treasurer shall render to the Chair or the Board of Directors an account of all transactions whenever

they may require it. The Treasurer shall prepare a full financial report for presentation at the end of the LSHOF financial cycle and shall participate in the setting of the operating budget for each financial year.

10. Committees of the Board. From time to time the Board of Directors may create sub committees for the purpose of efficient management of the LSHOF that may include;

- Public Relations and Communications
- Fund Raising
- Events and others as the need may arise

11. By a majority vote of the Board of Directors, the Board may for any reason, delegate the powers of any officer to any other officer for a given length of time, or may enlarge or restrict the duties and powers of any Director or agent of the LSHOF.

12. The LSHOF will indemnify all Directors in the event they are found personally liable for any act or omission to act, done while serving in the capacity of a Director and appropriate Directors and Officers liability insurance shall be acquired if available.

DIRECTORS' MEETINGS:

1. The Directors' meetings may be held at any convenient time and place as the Directors may determine.

2. Notice of meetings shall be given to **all** Directors at least seven (7) days in advance of the meeting.

3. Quorum: A majority of elected members shall constitute a quorum

4. Voting:

a) A majority vote of those elected members present shall be sufficient to decide any question brought forward, except in the case of amendments to the governing By-Laws which will require a 2/3 majority of all voting Board members.

b) In the case of a tie, the Chair shall have a casting vote.

6. The order of business shall be as published by the Secretary or as the Board of Directors shall from time to time determine.

7. Special meetings may be called as determined by the Chair from time to time to deal with extraordinary business or by two members of the Board of Directors.

Where a special meeting is called a notice should be given expressing the subject of the proposed meeting. At special meetings no matters shall be discussed other than those specified in the notice of meeting.

8. Once annually, in either January or February, any member may make a motion to propose amendments to the governance and by-law structure and present to the Board of Directors. No vote shall be taken at the time the amendments are proposed and presented, rather members shall be given the opportunity to reflect upon and review the proposal. The vote will be called at the March meeting and such amendments must be supported by a 2/3 majority of all voting members.

Conflict of Interest Policy

All members of the Board of Directors' are required to sign the Board's Conflict of Interest Policy Statement.

Leaside Sports Hall of Fame Directors' Conflict of Interest Policy Statement:

The Leaside Sports Hall of Fame Board of Directors as a body, and the members as individuals, wish at all times to avoid attitudes and actions that might give rise to the public questioning of the integrity of any Board decision. Decisions are to be made solely to promote the best interests of the LSHOF rather than to serve a personal interest. The Directors take care to separate the interests of the LSHOF from the needs of a particular individual or group.

A conflict of interest arises in any situation in which a Director or his or her immediate family or circle of friends is involved in an activity which could adversely affect the Director's judgment with respect to the business of the LSHOF or otherwise diminish its interests.

A Director who finds him/herself in a position of conflict of interest on any matter shall declare so immediately and refrain from influencing, discussing or voting on the issue in question.

I have read and agree to abide by the Conflict of Interest Policy.

Name _____ Date _____

Appendix “A”

FOUNDING ORGANIZATIONS & INDIVIDUALS

1. Leaside Curling Club
2. Toronto Leaside Girls Hockey Association
3. Leaside Lawn Bowling
4. Leaside Tennis Club
5. Leaside Skating Club
6. Leaside Hockey Association
7. Leaside East Toronto Soccer Club
8. Leaside Baseball Association
9. Leaside Gardens / East York Foundation
10. Toronto City Councillor Ward 26 – John Parker
11. Allan Williams, Chair LSHOF