

Constitution and Bylaws of

CANADIAN NATIONAL BATON TWIRLING ASSOCIATION - OTHERWISE KNOWN AS CNBTA

**CONSTITUTION**

Article 1 The official name of the Corporation is:

 ***“Canadian National Baton Twirling Association”***

The corporation may also be commonly known as:

 ***“CNBTA”***

Article 2 **PURPOSE AND OBJECTIVES**

To provide an avenue for all members to include baton twirlers, coaches, judges, choreographers, competition directors, parents, club directors to inspire, train, perform and qualify for Miss Majorette of Ontario, Miss Majorette of Nova Scotia, Miss Majorette of Eastern Canada, Miss Majorette of Canada, Regional NBTA Championships, WFNBTA World Championships and IBTF events.

Article 3 **VISION**

To inspire all Canadians to embrace the sport of baton twirling in the CNBTA

Article 4 **OUR MISSION**

 As a leader in the world of baton twirling, our mission is to

 promote provide, administer, guide, educate and develop

 Baton Twirling to all Canadians

Article 5 **OUR CORE VALUES**

 CNBTA is athlete focused. We believe and embrace the core values of Participation & Accessibility; Physical

 Activity; Diversity, Healthy & Happiness; Fairness;

 Integrity and Respect; Life Skills; Teamwork and

 Collaboration; Excellence; Pursuing Learning; Innovation

 & Creativity; Accountability; Sense of Community;

 Having Fun at every level

Article 6 **SURRENDER OF CHARTER**

Upon the dissolution/surrender of the CNBTA and after payment of all debts and liabilities, its remaining property shall be distributed or disposed of to local sports charities registered under the NFP of Canada.

**BY LAWS**

* **CORPORATE SEAL**
* The seal of the CNBTA shall be representative of the organization if and as required by corporation laws.

**MEMBERSHIP**

* Individuals having accepted membership in the CNBTA shall be deemed to have undertaken and agreed to abide by the provisions of the constitution, by laws and rules and regulations of the organization. Members of the CNBTA are as follows:
* ATHLETE: An athlete whom is a Canadian citizen and/or a permanent resident (in accordance with Canadian federal guidelines) is eligible to compete as an individual athlete in the various categories within the organization. In group teams an athlete competes in various categories within the organization. An athlete competiting cannot be an active registered judge in any baton twirling association. An athlete may be coaching as well as competing as an athlete. The competitive age for the CNBTA is as of September 1.

*Voting Strength:* **An athlete may vote at the AGM provided they are 16years of age at time of AGM.**

* JUDGE: A qualified person whom has been certified by the CNBTA program. All Canadian judges wishing to be eligible to judge at CNBTA sanctioned events must hold a valid and current membership.

*Voting Strength:* **1 VOTE at the AGM, 1 VOTE in Judges Rep election**

* COACH: A person whom is currently coaching or choreographing CNBTA individual or group athletes. All coaches must hold a valid and current membership to receive technical and rule updates, as well all National Team Level coaches (Coaches representing the CNBTA at International events) must hold a current and valid membership.

*Voting Strength:* **1 VOTE at the AGM, 1 VOTE in the Coaches rep election**

* VOTING- ASSOCIATE AND/OR CLUB DIRECTOR: This person must be of legal voting age in Canada and be a Canadian citizen or Canadian permanent resident (in accordance with Canadian Federal guidelines)

*Voting strength:* **1 VOTE at the AGM**

* VOLUNTEER: A person who supports and contributes to the CNBTA through volunteering labour and/or expertise and holds a valid membership minimum of volunteer level.

*Voting Strength:* **NO VOTE at the AGM**

* HONOURARY: The CNBTA from time to time when appropriate may consider individuals for the honorary membership and shall appoint them as seen fit, by a majority vote at a Board meeting prior to the Canadian National Championships. Individuals receiving such membership will be announced at the National event and be given a lifetime volunteer membership.

*Voting Strength:* **NO VOTE at the AGM**

* ADVISORS: The CNBTA at times when appropriate may consider individuals for the Advisory position. This person may sit in on Board meetings and advise the current Board of Director/Executive in various areas from administrative to technical. These members are usually past technical or Board members who bring a wealth of knowledge and history to the CNBTA. Must carry a minimum volunteer membership. In some cases advisors to CNBTA may be specialists in their field and not require a CNBTA membership.

*Voting Strength:* **NO VOTE at the AGM**

* Only members in good standing of the CNBTA may participate in any of the benefits and advantages thereof. Persons not in good standing cannot exercise authority over, impose constraints upon, or require indemnification of the CNBTA or any of its members.
* **IDENTIFICATION AND ACCREDITATION OF MEMBERS**

Members in all categories shall be identified at the opening of any General Meeting by the scrutineer(s) appointed by the Officer presiding at any such meeting. The membership lists and records of the organization shall be used to verify members in each category.

* Only those members who are present, whose membership is already on file at least 60 days prior to the General Meeting shall be eligible to attend and to have a vote. (see eligibility for membership)
* Members who do not hold a valid membership more than 60 days prior to General meeting may attend the General Meeting but do not have a vote at said meeting.
* **MEMBERSHIP ELIGIBILITY**

Membership in the CNBTA is open to any person who:

* is interested in participating in the sport of baton twirling
* athlete is a Canadian citizen and/or a permanent resident (as outlined in the Federal Government terms)
* has paid the membership dues set by the Board of Directors/Executive
* has a genuine interest in promoting the objectives of the organization
* is a parent of a duly registered athlete in the organization under the age of 18years
* has had an application for membership accepted by the Executive.
* Non-athletes (coaches, judges, and all other membership types)

* **RIGHTS OF MEMBERS**

A member of the CNBTA shall have the right to:

a) Receive notice of all meeting of the membership

b) Attend and participate in all meetings of the membership

c) Sit, subject to the Board of Directors/Executive approval on any committee except the Board of Directors.

d) Vote on matters brought before committees of which they are members of

e) Periodically receive information about the CNBTA and its programs

* **RESPONSIBILITIES OF MEMBERS**

The Board of Directors/Executive from time to time may establish policies to appropriate conduct of members of the corporation. All members of the corporation shall adhere, understand, sign and abide by the CNBTA code of practise at all events where insert name is represented and/or hosting. See corporation CODE of Practise policy in the CNBTA rules manual and appendix of Bylaws.

* **ACCESSIBLITY**

In recognition that the CNBTA should seek to eliminate barriers that would unfairly impede an applicant from promoting the objectives of the organization as a member, the Board of Directors shall be empowered to waive membership dues for any member on a case by case basis by Board resolution.

* **MEMBERSHIP DUES**

The Board of Directors/Executive shall from time to time establish a fee schedule for membership. The secretary shall notify the members of the dues or fees at any time payable by them and, if any are not paid within 60 days of the date of such notice, the members in default shall thereupon automatically have their membership suspended, but such defaulting members may on payment of all unpaid dues or fees be reinstated by unanimous vote of the Board of directors.

* **APPLICATION AND RENEWAL**

Applications for membership shall be submitted in the form prescribed by the Board of Directors/Executive. The Board of Directors/Executive shall, from time to time establish policies pertaining to the procedures and fees relating to membership application.

A decision to refuse membership on the ground of ineligibility shall be communicated in writing to an applicant within 30 days of the submission of an application.

Membership dues for all members are due at the start of the fiscal year. The dues paid by new members within 60 days of the fiscal year end covers both that and the following fiscal year. Nonpayment of annual membership dues shall be grounds for termination of membership. A member whose dues have not been paid shall have a grace period of 15 business days following written notice of dues owed in which to renew membership without loss of privileges.

 **RESIGNATION OF MEMBERSHIP**

Members may withdraw from the CNBTA by delivering to the CNBTA a resignation in writing which shall be effective from acceptance thereof by the Board of Directors/Executive. In the case of resignation a member shall remain liable for payment of any assessment or other sum levied or which became payable by the member to the CNBTA prior to the acceptance by the CNBTA.

 2.21 **TERMINATION OF MEMBERSHIP**

Termination of membership. The interest of a member in the CNBTA is not transferable and lapses and ceases to exist:

* upon death;
* dissolution;
* when the members period of membership expires
* unsportsmanlike behaviour as outlined by the CNBTA Code of practise (see Rules manual and appendix) likely to discredit the organization
* fraud
* when the member ceases to be a member by resignation or otherwise in accordance with the by laws, provided always that the members of the CNBTA may by resolution passed by at least two-thirds (2/3) of the votes cast at a special meeting of which notice specifying the intention to pass such resolution has been given (provided the member shall be granted the opportunity to be heard) to terminate the member of the CNBTA

The termination of membership shall not be valid until confirmed by a majority of two-thirds (2/3) of the ballots cast by registered voting members in attendance at the Annual General Meeting or Special Meeting.

The termination of a director for the CNBTA Board of Directors and/or Executive shall not be valid until confirmed by a majority vote of two-thirds (2/3) of the ballots cast by registered voting members in attendance at a Special Meeting or In Camera Meeting.

**3 ELIGIBILITY FOR OFFICE**

3.1 Any duly registered member of the organization shall be eligible for election to any office in the CNBTA, providing his/her membership is in good standing at least 48hours before the start time appearing on the Notice of an Annual General Meeting or General Meeting in order to be eligible to vote in an election process held at that meeting.

 3.2 Honorary and Advisory members (See section 2.7 & 2.8) are not eligible for election to any office or directorship in the CNBTA

 3.3 Any duly registered member of the current Board of Directors/Executive shall be eligible for nomination for the office of President providing his/her membership is in good standing immediately prior to the General meeting.

* **ELECTION PROCESS**

At the election of the officers at a General Meeting, no nominations from the floor shall be accepted unless the position is vacant of nominees. Nominees shall be permitted five minutes to address the membership prior to a vote. Other individuals wishing to address the membership on the subject of election may do so within the guidelines of the meeting procedures in effect. A slate of officers prepared by the nominating committee shall be presented to the membership. The slate may consist of any combination of offices and only the office of Director may specify more names than there are positions and the slate shall not specify more names than the total number of positions. The membership shall ratify the slate by a simple majority vote. The election process shall be conducted and the counting of the ballots shall be performed of a member who is not an officer and whose name has not been submitted for consideration. The resulting executive and board of directors may avail themselves of the provisions to fill vacancies if vacancies exist. The elected executive shall elect from amongst themselves individuals to hold any Board of Director office that was not specified or filled by the slate presented by the nominating committee.

* Officers shall serve for 2 years or until their successors are elected, and their term of office shall begin immediately at the close of the General meeting. Those officers vacating will have 30 business days to forward any and all administrative paperwork for the position to the new officer.
* In order to provide continuity, the position of Vice President, Technical Director, Treasurer and Coaches representative shall be voted in on ODD numbered years and the positions of President, Secretary, and Judges Representative shall be voted in on EVEN numbered years. (This item was adjusted in 2020 due to the global COVID-19 pandemic).

* A call for nominations for the athlete’s representative will occur 45 days prior to the Canadian National Championships via email, Facebook and website notification. 15 days prior to the Championships the list of nominees with a short bio will be sent to all athlete members (or their coaches if emails are not provided) who are 12 years old or older, Canadian athletes will then begin their voting process. Voting of the athletes’ representative will be by athletes at the National Championships who are 12 years old or older at time of voting. Mail in ballots will be accepted from the athletes that are unable to attend the Championships. If there is only 1 nominee for this position it shall be filled by that nominee by acclamation, and shall be confirmed by a vote of confidence by the CNBTA- Board of Directors. This will occur at the National Championships. The new athlete’s representative will be announced on the final day during closing ceremonies. The new athlete’s representative will assume the position immediately at the close of the contest. The Athletes’ Representative position is a 1 year term. If no nominations are received by the deadline the position is then vacant. The position shall be declared vacant and may be filled by appointment by the Board of Directors/Executive. Eligibility to hold the Athletes Representative position is restricted to those currently active athletes who are 16 years or older at the time of term.
* **NOMINEES FOR JUDGES & COACHES REPRESENTATIVES**

Both positions must be certified CNBTA coaches and/or judge to be eligible for election of said position. Must have experience in their field in Canada and be familiar with all rules and guidelines associated directly with the CNBTA

* If no candidates exist for both of these representative positions then the Board of Directors will appoint a member to each of these positions. Elections of the Coaches and Judges Representatives shall be from votes cast by members of the peer group that they represent. Positions open for election for wish there is only one member in good standing nominees, shall be filled by that nominee by acclamation. The position shall be confirmed by a vote of confidence to the nominee at the General Meeting. Prior to meeting, each nominee will be asked to briefly address the membership in attendance and provide a brief bio for credentials explaining his/her views on the position they wish to represent.
* NATIONAL TECHNCIAL DIRECTOR

Nominees for Technical Director- any person wishing to hold this position must have technical knowledge, background and experience in the sport of baton twirling. Quite often a coach or judge at the highest level is beneficial.

* PRESIDENT POSITION

Nominees for President- the position of President should be a member who is currently serving on the Board of Director/Executive or who has at least served 1 term on a past twirling organizations Board of Director/Executive

* Acclamations: Positions open for election for which there is only one nominated member in good standing shall be filled by that nominee by acclamation. The position shall be confirmed by a vote of confidence by the membership at the General Meeting. Prior to acclamation, nominees may be asked to briefly address the membership explaining his/her views on the position they wish to represent.
* In accordance with election procedures, votes are cast, the President is a voting member during the election process and is allowed to vote. If there is a tie vote, for any position other than the Presidency, the President will break the tie. If there is a tie vote for President, the vice President will break the tie.
* All positions on the Board of directors and/or executive office will start their positions immediately following the close of the general meeting. For continuity, there will be a 30day “turnover” period, during those 30 days the previous officer holding that specific position will communicate, work with and pass on any necessary materials. Should the position be vacant at the time of the Annual General Meeting, the new Board of Directors/Executive will seek appointments.
* **VACANCIES**

The Board of Directors/Executive may fill a vacant office by appointing a member of the CNBTA. Any such appointment is effective only until the end of the fiscal year which the member was appointed. Such appointments include naming a director to the position of President, Vice President, Secretary, Treasurer, Technical Director, Judges Rep, Coaches, Pre and Athletes Rep. Any such appointment constituted a full term in office regardless of length

 4.1 **OFFICE HOLDING LIMITATIONS**

No member shall hold more than one Board or executive office at one time. The 3 officers requiring specific knowledge of the sport of baton twirling are members of the Technical Committee: Technical Director, Judges Rep, and Coaches Rep

* **RESIGNATION AND REMOVAL**

An officer may leave office by submitting a resignation in writing to the secretary for acceptance at the next regular meeting of the Board of Director/Executive. The resignation is effective when accepted by 51% of the Executive.

An officer is deemed to have resigned if found to be absent from three (3) or more meetings of the Board/Executive without having given written notice to the Secretary at least 24hours prior to the meeting. The resignation is effective if and when the Board/Executive at its discretion chooses to accept the resignation. An officer may be removed from office prior to the end of his/her term by special resolution of the membership. An officer may be removed:

* upon death:
* for unsportsmanlike conduct as deemed from CNBTA Code of Practice policy
* verbal abuse towards fellow executive members at any time
* fraud/stealing

An officer whose membership has been revoked shall be deemed to have resigned from office effective on the date of the cancellation of membership.

* **LEAVE OF ABSENCE**

The Board of Directors/Executive May grant a leave of absence of a fixed term to an officer, so long as not more than two (2) directors are on such leave at one time. The Board of Directors/ Executive may delegate all or any of the powers of any such officer to any other officer or to any director for the time being.

 4.4 **VOTING AND QUORUM**

The presence of at least 50% of the officers of the CNBTA is required for the valid transaction of business during any meeting of the Board of Director/Executive. Resolutions may be passed by a manner other than in –person meetings, as prescribed by the Board of Directors/Executive so long as any such manner requires the unqualified agreement of 100% of the officers of the corporation for the resolution to be adopted, not counting officers on leave of absence. Need to ensure that every voting officer received the text of the resolution to be voted on in an identical way and has equal opportunity to participate receive information regarding the specific vote in discussion of the resolution

* **MEETINGS**

Meetings of the Board of Directors/Executive shall be open to the public, except those portions of any meeting that are designated “in camera” by the Board/Executive. Meetings of the Executive shall be closed, however should a member wish to attend they are to contact the Secretary at least 10 days in advance.

 5.1 **ANNUAL GENERAL MEETING**

The Annual General meeting shall be held within 90 days following the fiscal year end at such date, time and place as determined by the Board of Directors/Executive for the purpose of:

* considering and approving the minutes of the previous annual general meeting and any general or special general meeting that may have been held since the last annual meeting:
* receiving and adopting financial statements for the preceding fiscal year;
* receiving and considering such other reports and statements as are required by the NFP Act;
* providing, as necessary a recommendation for auditor(s) for the coming fiscal year;
* electing officers
* transacting any other business properly brought before the meeting
* **SPECIAL GENERAL MEETING**

The President or Secretary shall call a special general meeting of members at the request of the Board of Directors/Executive or upon receiving a written request signed by one-third (1/3) of the members in good standing and stipulating the purpose of such meeting. A Special General Meeting shall be held within 30 days of the request at a date, time and place within the GTA or closest area to majority of the membership as determined by the Secretary. Discussion is limited to the initial purpose of the meeting unless a majority agrees to introduce other agenda items.

 5.3 **NOTICE AND AGENDA**

Notice for any meeting of members shall be given to each member at least 21 days before the date fixed for the annual general meeting, and at least 10 days before a special general meeting. All notices shall contain the date, time, place, agenda and proposed business of the meeting, including the text of any special resolution or bylaw to be considered. Only business on the agenda or related thereto shall be transacted at a meeting of members unless:

* a notice of motion to place an item on the agenda has been delivered to the Secretary at least 10 days prior to the Annual general meeting; or
* Subject to NFP Act, notice provision is waived by a simple majority vote of those present and entitled to vote at such meetings.

Notices delivered by mail, electronic mail, or telephone shall be deemed to satisfy the requirement for member notification.

Notice of any meeting of the Board of Director/Executive shall be communicated to every officer at least seven (7) days prior to the meeting. Notice is not required for meetings schedule by agreement of a standing arrangements (e.g.: the 1st Wednesday each month), if that agreement appears in the minutes of a previous meeting. No error or omission in giving notice of an Annual General, special General, directors, executive or any other meeting will invalidate the meeting or make void its proceedings.

* **DECISIONS IN LIEU OF MEETINGS**

If all voting members agree to and sign a resolution or special resolution, it will be as valid as one passed at a meeting. It is not necessary to give notice for a decision in lieu of a meeting. The date on the resolution is the date it is passed.

 5.5 **QUORUM**

A quorum for the transaction of business at any Annual General Meeting or Special Meeting shall be 50% of members in good standing and eligible to vote, this will include proxy votes. If the number of members in good standing at a meeting falls below the quorum, there can be no further transaction of business until a quorum is again present, except to set the date of the next meeting

* **VOTING PROCEDURES**

Resolutions at an Annual General or Special General Meeting may be passed by simple majority of the votes cast in person (including proxy votes that have been allocated to an attending member) by members in good standing, unless the issue must be decided by special resolution. Generally the President does not have a vote, but, in the event of a tie, the president casts the deciding vote. At member meetings, questions will be decided by a show of hands unless a secret poll is requested.

 5.6 **PROXY VOTES**

At the Annual General Meeting and Special General meetings, a member in good standing is entitled to a vote by proxy (mail, telephone, or electronic means) or by providing a written notice indicating who they grant their proxy vote to provided this has been submitted to the secretary prior to the start of said meetings.

5.7 **PROCEDURE**

The procedures at all meetings shall be governed by a set of rules as determined by the Board of Director/ Executive. Notwithstanding, all officers and members shall endeavour to understand, practise and refer to the “Roberts Rules of order” as a guide only in running of a General Meeting or Annual General Meeting and elections. The day to day operations of the organization shall be handled by the Executive Committee and Board of Directors in accordance with the CNBTA By-laws.

The order of business meeting shall be:

Call to order

Reading of notice of meeting

Appointment of scrutineer (as selected by Vice president)

Reading and confirming of minutes

Business arising from the minutes

Report of Nominating committee- Vice President

Report of the Directors- President, Vice President, Technical Director

Report of the Committees

Financial Report

Confirmation of Rules and Regulations

Correspondence- Secretary

Nominations from Floor

Election of the Executive and Board of Directors

Other business

Adjournment

The order of business at all meetings shall be at the discretion of the presiding President, but in the absence of direction from the President, the general form set out as above shall be followed.

5.8 **MINUTES**

The secretary or delegate shall take and keep a written record of the business conducted at a meeting of members and meeting of the Board of Director/Executive. A copy of this record shall be maintained with the secretary. All Annual General and/or Special General Meeting minutes shall be distributed accordingly within 30 business days of close of meeting. For Board of Director/Executive meetings 10 business days.

* **BOARD OF DIRECTORS**

Composition:

The officers of the CNBTA including the Executive committee shall constitute the Board of Directors

5.10  **GENERAL AND SPECIFIC POWERS**

The Board of Director/Executive acting together in their capacity as a committee shall have the authority to exercise any and all powers prescribed by the NFP and corporations act, or by any other statues or laws from time to time applicable and without limiting the generality of the foregoing, shall have the following powers in particular:

* making contracts, exercising powers and carrying out actions it is authorized by the objects to do;
* regulating admission of members, requirements of members, and termination of membership;
* governing and regulating the operations, managements, and control of the organization and all its activities;
* appointing committees as required in the Act and as will benefit the organization;
* interpreting the intent of any bylaw, policy, procedure, resolution, or report in connection with the organization and determining any dispute in that regard
* **POWERS OF INDIVIDUAL DIRECTORS**

No individual officer shall have authority to act on behalf of the organization of the Board of Director/Executive in any respect except as provided in the bylaw or by resolution of the Board. This includes but is not limited to the authority to direct employees and agents of the corporation and to enter the corporation into a contractual agreement. No individual officer shall have authority to direct or approve any funds and/or expenses unless otherwise outlined in the bylaws.

* **ACCOUNTABILITY**

Every director of the CNBTA shall exercise the powers and discharge the duties of his/her office honestly, in good faith and in the best interest of the organization and in connection therewith shall exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in similar circumstances. Every director must be a member in good standing. Every director must follow the rules and guidelines set out by the CNBTA. Every director must abide by the Code of practise.

* **DUTIES OF OFFICE**

Every director should provide a police record check upon request at any time to members, and always display sportsmanlike conduct and represent the CNBTA as a whole.

**PRESIDENT** - unless otherwise agreed by the Board of Director/Executive,

 President shall;

* Officially represent the CNBTA on all occasions. If the President is absent, is unable or refuses to act, the Board of Directors shall assign a designate,
* President as President of all meetings of the Executive and Board of Directors and prepare the agenda for all meetings. Call for agenda items for any meetings 10 days prior to said meeting.
* Preside as President at the Annual General Meeting and prepare an annual report
* Act as the head of the CNBTA at major competitions in which the National Contingent is participating
* Act as the international contact and liaison on behalf of the CNBTA with the international organizations WFNBTA, IBTF and any other international events where the CNBTA may participate or be involved in
* Perform such other duties as may from time to time be conferred on him/her as decided on by the Executive and/or Board of Directors

 *Voting Strength:* **Votes only in the event of a TIE on both Executive and Board of Directors**

**VICE PRESIDENT** - unless otherwise agree by the Board of Directors/Executive, the Vice President Shall:

* Assume the offices and duties of the President in the event that the president is temporarily or permanently unable to carry out his or her duties. In the event that the President resigns, the Vice President shall become the President until the next scheduled election of President
* Attend the meetings of the Board of Directors and Executive meetings and the Annual General Meeting
* Shall Chair the elections and nominations committee
* Shall be responsible for the overseeing of the revisions and changes to the CNBTA By-laws
* Assist the President and other officers and members in the business and operations of the CNBTA
* Oversee and be contact Executive member for merchandise and storage trailer for CNBTA

*Voting Strength:* **Shall have 1 VOTE on both Executive and Board of Directors**

**SECRETARY** - Unless otherwise agreed by the Board of Directors/Executive,

 the secretary Shall:

* Keep an accurate account in the minute-book of all meetings,
* Attend the Annual general meeting, Board of Director and Executive meetings
* Record and prepare minutes of the Annual General meeting and all Board and Executive meetings and ensure they get distributed to all members as deemed
* Record attendance at all meetings
* Count and record all votes at all meetings
* Prepare motions and amendments for voting and ensure the motion handbook is kept up to date
* Assist to maintain an up to date membership list and accurate membership information
* Receive correspondence and refer the correspondence to the President or other officers for action
* Answer any correspondence as required and directed by the President
* Maintain a file of committee assignments, duty lists and reports and minutes of each meeting

*Voting Strength:* **shall have 1 VOTE on both Executive and Board of Directors**

**TREASURER** -unless otherwise agreed by Board of Directors/Executive

 the Treasurer shall:

* subject to any provision of any resolution of the Board/Executive, have the care and custody of all the funds and securities of the CNBTA and shall deposit the same in the name of the CNBTA in such banks or with such depository or depositories as the executive or board of directors may direct
* obtain authorized signatures for all bank accounts
* shall keep or cause to be kept the requisite books of account and accounting records with accuracy
* may be required to give such bond for the faithful performance of the treasurers duties as the Executive in their uncontrolled discretion may require but no director shall be liable for failure to require any bond or for the insufficiency of any bond or for any loss by reason of the failure of the CNBTA to receive any indemnity thereby provided
* provide a financial report for each meeting
* attend the Annual general Meeting and prepare and present an annual report of the financial status
* attend meetings of the Executive and board of directors
* prepare a budget for the next fiscal year
* collect membership dues and issue receipts\
* pay outstanding invoices with direction from the board of Directors and/or executive

*Voting Strength:* **Shall have 1 VOTE at both the Executive and Board of Directors Meetings**

*\*The treasurer will have a discretionary expense up to a maximum of $350CDN before consulting the Board of Director/Executive. While at the World or other international events there will be a discretionary expense up to a maximum of $600CDN with the consolation of the President (for emergency purposes only). Any amounts above the listed must be approved by the Board of Directors and/or Executive.*

**TECHNICAL DIRECTOR** - unless otherwise agreed by the Board of

 directors/Executive the Technical Director shall:

* Chair the Technical committee(consists of Judges rep and coaches rep) establish and maintain a technical rules manual of baton twirling in accordance with WFNBTA, IBTF and in cooperation with NBTA USA as practised by the CNBTA
* Create and maintain a competition directors manual including the rules governing the operations and duty lists at all competitions
* Receive technical motions, suggestions and comments regarding the revision to the existing technical rules. The Technical committee shall review and recommend a course to action to the Board of Directors/Executive
* Communicate with coaches and judges rep along with membership of the technical level on any updates and/or rule changes
* Shall work with the Judges Director to hire and secure all judges for CNBTA sanctioned contests, sign and negotiate judges contracts
* Provide training in areas such as coaches and judges seminars, assist coaches rep in coaching courses, assist judges rep in judging courses and assist in athlete clinics and camps
* Communicate with other technical directors of other organizations to ensure current rule changes are in place
* Responsible for distribution of the CNBTA official music and WFNBTA world music
* Assist in seeking and certifying International level judges for WFNBTA and IBTF Championships events

*Voting Strength:* **Shall have 1 VOTE on both Executive and Board of directors. Shall be the tie breaking vote on the Technical committee**

**COACHES DIRECTOR** -unless otherwise agreed by the Board of Directors the

 Coaches Director shall:

* sit as a member of the Technical Committee and Board of Director
* Assist in the updating of the Technical Manual.
* Keep registered coaches up to date on all information and rule changes
* Forward any coaches feedback to the Executive and Technical committee as required
* Maintain and assist in revisions to the CNBTA coaches manual
* Assist in the development and training of a CNBTA coaches course/seminar
* Responsible for maintaining the status level database for all athletes (all competition directors will forward result masters to the coaches director to keep record of all registered athlete levels) and responsible for sending updated status levels out to coaches throughout the season
* Assist Technical Director in coaching/judging seminars and guest instructors

*Voting Strength:* **Shall have 1 VOTE on the Board of Directors and 1 VOTE on the Technical Committee**

**JUDGES DIRECTOR** - unless otherwise agreed by the Board of Directors the

 Judges Director shall:

* sit as a member of the Technical committee and Board of Directors
* work with Technical Director to contract and secure judges for all CNBTA sanctioned events
* assist in updating the technical manual
* communicate rule changes and other technical information to all registered CNBTA judges
* ensure that all CNBTA judges are kept up to date on all international seminars, international certifications and requirements
* update the national judges database and also maintain a list of judges and contact information for hiring
* assist in developing and updating a CNBTA judges certification manual and seminar info
* assist in certification of CNBTA judges to highest international level requirements for Canadian judges to International representation
* assist in organizing judges portions of coaches/judges seminar with Technical committee
* oversee judging exams and certification
* when Judges Director is actively judging at a CNBTA sanctioned contest they will act as the head judge
* prepares and conducts judges meetings in assistance with the Technical Director and provides any materials judges may need at CNBTA sanctioned events

*Voting Strength:* **Shall have 1 VOTE on the Board of Directors and 1 VOTE on the Technical Committee**

**ATHLETES REPRESENTATIVE**

- unless otherwise agreed by the board of directors,

 The athlete’s representative shall:

* participate in any meetings as directed by the President
* attend the Annual General meeting
* promote the sport of baton twirling within the CNBTA distribute any information to the athletes by email, face book or website
* maintain and keep updated the CNBTA athletes face book page and website athlete section
* interact with all athletes to the best of their ability
* forward any athlete feedback to the Executive
* co host the annual athletes party at the National Championships
* responsible for organizing and theme selection of the Athlete gift exchange at national Championships
* may at times be asked to be the CNBTA athlete representative at international level events

*Voting Strength:* **Shall Carry 1 vote on the Board of Directors, no VOTE at Executive Level as well Athletes Rep may be excused for matters which are sensitive topics for athletes.**

* **EXECUTIVE COMMITTEE**

The Board of Directors shall consist of the President, Vice President, Secretary, Treasurer, Technical Director and at times the Past President.

Subject to any regulations imposed by the Board and by law, between executive meetings the Executive Committee may exercise all the powers of the Board in the management and direction of the affairs of the CNBTA. The Executive Committee may operate in any manner that it deems best for the interests of the CNBTA when the Board has not given specific directions.

Meetings of the Executive Committee may be held at any place and in any manner that suits the agenda. The Executive Committee shall keep minutes of its meetings, including all actions taken by it, and shall submit them as soon as practical to the Board of Director for ratification. Subject to any regulations imposed by the Board of Directors, the Executive Committee has the power to fix its quorum at not less than a majority of its members and may fix its own rules of procedure.

* **INDEMINAFICATION**

Each officer holds office with protection of the organization. The CNBTA indemnifies each officer against all cost and charges that result from any act done as an officer for the CNBTA. The CNBTA does not protect any officer for acts of fraud, dishonesty or bad faith.

No officer:

* is liable for the acts of any other officer, agent or employees of the CNBTA
* is responsible for any loss or damage due to the bankruptcy, insolvency or wrongful act of any person, firm or corporation dealing with the CNBTA
* is liable for any loss due to an oversight or error in judgment, or by an action when acting as an officer of the CNBTA unless the act is fraud, dishonesty or bad faith
* is liable for any loss of damage that results from acting on the statement or report of the CNBTA auditor
* **AMENDMENT OF BYLAWS**

The bylaws of the CNBTA may be repealed or amended by resolution at an Annual General Meeting or Special General meeting of the membership. The substance of any proposed change shall be included with the notice of the meeting at which the change will be presented to the membership for amendment

* **BOOKS AND RECORDS**

The Board shall ensure that all books and records of the CNBTA required by the NFP ACT or bylaws are regularly and properly maintained. The following records shall be open to inspection at the head office of the CNBTA within fourteen (14) business days of a request by any member who has given such a request in writing: Objects, by laws, minutes of member meetings, register of members, register of officers, policies adopted by the CNBTA and financial statements.

* **PRIVACY**

The secretary shall ensure that all records which contain any personal information of volunteers or individuals who access the services of the CNBTA are destroyed after no more than five years (5) of storage.

* **CONFIDENTIALITY**

The Board of Director/Executive shall from time to time prescribe non disclosure agreements and other instruments for the protection of sensitive information collected and used in the regular operation of the CNBTA,

No officer shall divulge to any individual information that was presented during an in camera session of the Board and/or Executive. Any discussion by the Board and/or Executive relating to personnel shall be discussed in an in camera session.

Any officer who fails to maintain confidentiality may be subject to the following penalties pending severity:

* first offense a written warning signed by 75% of the executive/Board of Directors
* Immediate removal and resignation from the BOD/Executive and ineligible to hold any future officer positions
* Membership to the CNBTA will be revoked for a period of not less than 1 full season.
* **CONFLICT OF INTEREST**

A director who is any way directly or indirectly interested in the contract or transaction, or proposed contract or transaction with the CNBTA shall make the disclosure required by the Act. Except as provided by the Act, no such director shall attend any part of the meeting of the directors or vote on any resolution to approve any such contract or transaction. Directors should immediately announce their conflict at the start of any meeting prior to the discussion of conflicted matter

* **FINANCIAL PROCEDURE**
* Banking

The Board shall by resolution from time to time designate the bank in which the money, bonds or other securities of the CNBTA shall be placed for safe keeping.

* Fiscal Year

The Fiscal year of the organization is Sept. 1-August 31

* Audit

At each Annual General Meeting the membership shall appoint an auditor/review to audit the accounts of the CNBTA, or shall appoint two (2) persons to review the accounts of the organization to hold office until him following Annual General meeting. The report of the auditor or reviewers on the accounts of the CNBTA shall be presented to the membership at the Annual General Meeting at the conclusion of their term

The board may fill any vacancy in the office of auditor or reviewer if such a vacancy exists between Annual General Meetings

* **RENUMERATION**

Officers, Directors and volunteers shall not receive remuneration for acting in those capacities on behalf of the CNBTA. Officers, directors and volunteers may be reimbursed for out of pocket expenses incurred in the discharge of their duties as determined by the Board.

Officers are not prevented from serving the organization in other capacities and receiving compensation subject to any established conflict of interest policies.

* **OTHER PROCEDURES**

The Board of Directors/Executive shall from time to time establish financial policies and procedures to govern the affairs of the organization in a way that promotes transparency, accountability and generally accepted accounting practises

**APPENDIX A**

Interpretation

* In this bylaw and all other bylaws and resolutions of the National Baton Twirling Association – Canada, unless the context requires otherwise:
* ‘Act’ and ‘Corporations Act’ mean the Corporations Act R.S.O. 1990, C.38, as amended, and any statute enacted in substitution;
* ‘Baton Twirling’ is an activity involving the manipulation of a metal rod, with 2 rubber ends and the human body to a coordinated routine combining dance and gymnastics while manipulating a baton or batons;
* ‘National Baton Twirling Association – Canada is a division of NBTA and a member of the WFNBTA (World Federation National Baton Twirling Association);
* ‘The Corporation’ and ‘The Society’ mean the National Baton Twirling Association - Canada incorporated under the Act;
* ‘Athlete’ is a person who is proficient in sports and other forms of physical exercise with the baton;
* ‘Coach’ is a qualified person who teaches and trains an athlete or members of a baton twirling team;
* ‘Private coach’ is a qualified person who gives an athlete or a group lessons in a particular sport-baton twirling;
* ‘Choreographer’ is a qualified person who creates and gives an athlete/s specialized routines for competition or performance;
* “Club Director’ is a person who oversees a baton twirling club in creating and administering action plans;
* ‘Judge’ is a qualified person who determines, forms an opinion, provides an evaluation and appraises critically baton twirling;
* ‘Competition’ is the event that provides the athletes a process of trying to win a placement in baton twirling;
* ‘Competition Director’ is a person managing the baton twirling competition;
* ‘National Championship’ is an annual Canadian competition event sponsored by the National Baton Twirling Association – Canada;
* ‘Provincial Championship’ is an annual competition event held in any province;
* ‘Head Judge’ is a qualified baton twirling judge who is appointed by the Competition Director or by the National Baton Twirling Association who will enforce the rules and settle points at issue;
* ‘Volunteer’ is a person who freely offers to take part in a task, a committee, organization or enterprise;
* ‘Member’ means a regular member as defined in Section 3.01;
* ‘Board’ means the Board of Directors of the National Baton Twirling Association-Canada;
* ‘Officer’ means a member of the Board of Directors, including Chair, Vice-Chair, Secretary, Treasurer, Technical Director, Coaches Representative, Judges Representative and Directors –at-large;
* ‘Division’ refers to an age group;
* ‘Tiny Tot division’ refers to a competitive individual age range from 0-6 years of age;
* ‘Juvenile division’ refers to a competitive individual age range from 7 years to 9 years of age;
* ‘Pre-teen division’ refers to a competitive individual age range from 10-12 years of age;
* ‘Junior/Teenage division’ refers to a competitive individual age range from 13-15 years of age;
* ‘Senior division’ refers to a competitive individual age range from 16 years and over;
* ‘Team’ is a group of baton twirlers;
* ‘Halftime/Pom and Dance lines’ refers to three different types of competitive groups with the following age divisions:

Primary -- 0-10.999 years

Junior – 11.000-14.999 years

Senior – 15 and over years

* ‘Team age divisions’ refers to an average age of a team at Canadian competitions

Tiny Tot – 0-5.999 years

Juvenile – 6.00-8.999 years

Pre-teen – 9.000-11.999 years

Junior – 12-14.999 years

Senior – 15 and over years;

* ‘World level team age divisions” is an average age of a team competing at the World Championships in the Junior and Senior Divisions;
* ‘Miss Majorette of Canada’ refers to the title of a section at the annual national competition for baton twirlers;
* ‘National Contingent’ refers to the individual athletes and group athletes who were awarded Canadian level status and will represent the corporation at International designated events;
* ‘Honorary Member’ is a person who has been recognized in the association for outstanding volunteer contribution over the whole career;
* ‘Athlete’s Representative’ is an athlete who will be in the Senior division during their term regardless of status and must have a minimum of two years competitive twirling experience;
* ‘Resolution’ means a written motion adopted by simple majority of voters present at a meeting;
* ‘Special resolution’ means a written motion adopted by a two-thirds majority of eligible voters present at a meeting of members;
* ‘Simple majority’ and ‘majority’ mean more than 50% of all ballots or votes cast or of all members of a particular group;
* ‘In camera’ means the part of a meeting of the board in which information is not recorded in the minutes and is not made available to the public;
* ‘Ex officio’ means a member of a group who is a member by virtue of holding another office, and who has all the same rights as other members including the right to vote on any business brought before the group;
* ‘Executive office’ means an office the holder of which is an ex officio member of the Executive Committee (e.g. Secretary)
* ‘Unsportsmanlike conduct’ means not displaying the qualities or behavior befitting of a good sport and violating rules or standards in Baton Twirling. Unsportsmanlike actions for athletes, parents, coaches, choreographers, judges, head judges, competition directors, club directors, Board of Directors, volunteers, and spectators include: an illegal action displaying no respect, verbal abuse, physical abuse, bullying, inappropriate behavior, foul language, unfair call, not polite, taunting, feigning an injury, excessive celebration during a competition, an illegal action, fraud, stealing, alcohol consumption, banned drug consumption, and/or smoking in prohibited areas. An unsportsmanlike conduct penalty will be assessed by the Board of Directors with immediate removal from the event and could result in membership revoked and ban from events. If there is no member of the Board of Directors present, the event coordinator in agreement with event personnel will assess the penalty;

APPENDIX B

CNBTA

CODE OF PRACTICE

This Code of Practice describes CNBTA' S expectations of all members, honorary members, spectators, participants, Executive, Board of Directors, event organizers and volunteers at meetings, competitions, performances, clinics, seminars, functions and media events. (where you represent CNBTA)

* Understand and abide by the rules, regulations and policies of CNBTA
* Abide by the principles, values and laws accepted as a Canadian citizen, Provincial organization, Municipal government or the country in which you are travelling for a baton twirling event
* Work together to build the baton twirling voice
* Promote understanding, support, cooperation and equitable treatment for the baton twirling community
* Treat all people with civility, respect, trustworthiness, integrity, honesty, humility, good citizenship and fairness
* Conduct yourself in a positive and supportive manner
* Respect the rights of all and an individual’s dignity; verbal or physical behaviours that constitute harassment or abuse are unacceptable
* Refrain from using profane, insulting, harassing or otherwise offensive language
* Act in a manner that will bring credit to CNBTA and yourself, both within and outside the competition area, meetings, performances, clinics, seminars, functions and media events
* Promote respectful dialogue with regard to racial, sexual, political, religious, government policies and other baton twirling organizations
* Be courteous, cooperative and discreet in accordance with the highest ethical standards, and be a positive role model
* Zero tolerance for the use, advocating, condoning, promotion and distribution of banned substances, illegal drugs.
* Follow the governing rules regarding tobacco & Alcohol products
* Ensure the safety of others
* Support and respect the decisions of the CNBTA Executive and Board of Directors
* Bring any issues to the attention of the CNBTA Executive and Board of Directors
* Always work in the spirit of cooperation for a unified CNBTA

CNBTA reserves the right to alter, amend and/or modify this Code of Practice at any time without prior notification.

**PURPOSE**:

To provide a positive written document with behavioural guidelines consistent for all members, participants, BOD, etc. Simply, any conduct that brings dishonour to the organization, club, team, individual, etc. is considered a violation. Having a well documented Code of Practice is very positive. The next step is to ensure everybody has not only read and understands the Code of Practice but they support and act within the guidelines described. It should clearly define the acceptable standards of behaviour.

**VIOLATIONS OF THE CODE**

Conduct or behaviour that deviates from the expectations as set out by the Code of Practice will be considered a breach and will be acted upon. All decisions and responses to be decided upon by the Executive and may include the following individually or in combination:

* Official letter of reprimand
* Loss of participation at function/s
* Membership revoked – permanent removal from
* Required Counselling or Educational programming

**APPEAL**

Those who wish to appeal may do so under the following process:

* $200 fee to CNBTA Treasurer
* Written and signed submission with evidence, grounds for appeal or new evidence has come to light
* Appeal will be heard by 2 members of the BOD and 3 assigned members in good standing
* Person presenting appeal may be present at the appeal hearing and may be accompanied by a witness, fellow club member or other representative
* Once the Appeal committee has determined the validity of the grounds for appeal, they will proceed to the meeting, agree with the original sanction/s, impose a different sanction or dismiss the violation
* The decision of the Appeal Committee will be communicated in writing by the President or designate of CNBTA to the individual/s involved.

**CNBTA CODE OF PRACTISE ACKNOWLEDGEMENT AGREEMENT**

**PLEASE SIGN AND RETURN THIS PAGE TO:**

**CNBTA Membership- Sheila Batarla- cnbtatreasurer@gmail.com**

**I have read and understand the CNBTA Code of Practise in it's entirety**

**DATE:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**MEMBER NAME:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**SIGNATURE:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**(Parents must sign and acknowledge for athletes under 18** **years of age)**

**\*\*FAILURE TO SIGN WILL RESULT IN IMMEDIATE TERMINATION OF CNBTA MEMBERSHIP\*\***