



Canadian Tenpin Federation. Inc.  
Fédération Canadienne des Dix-Quilles, Inc.

## **National Bylaws**

**(Effective August 1, 2022 to July 31, 2023)**

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**Canada**<sup>ca</sup>



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2022-2023 Season**

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**Canadian Tenpin Federation Inc./  
Federation Canadienne des Dix-Quilles Inc.  
By-Laws**

**ARTICLE I  
NAME, INCORPORATION AND OFFICES**

The name of the corporation is the Canadian Tenpin Federation Inc./Federation Canadienne des Dix-Quilles Inc., referred to in these Bylaws as "CTF." The CTF is organized under the laws of Canada.

The CTF is incorporated under the Canada Not-for-Profit Corporations Act, S.C. 2009, c.23, including the Regulations made pursuant to the Act, and any statutes or regulations that may be substituted, as amended from time to time (the "Act").

**ARTICLE II  
COMPLIANCE**

The CTF:

1. Is established and conducted in compliance with applicable federal, provincial, and local laws and regulations in all of its purposes, activities, policies, and programs.
2. Is not organized for profit and no part of its net earnings inure to individuals; it is organized and operated consistent with the requirements of the Canada Customs and Revenue Agency as they apply to an organization that fosters national or international amateur sports competition, in relation to appropriate federal taxation exemptions. and
3. Is eligible to be recognized by the Canadian Olympic Committee ("COC") as the National Governing Body for the sport of tenpin bowling; in particular the CTF:
  - (a) Is a member of the governing international sports federation World Bowling (WB), which governs the sport of tenpin bowling included on the program of the Olympic or Pan American Games and which is recognized by the International Olympic Committee;
  - (b) Agrees to submit to binding arbitration in any controversy involving (i) its recognition as a National Governing Body, or (ii) the opportunity of any amateur athlete, coach, trainer, manager, administrator, or official to participate in amateur athletic competition upon demand of the COC or any aggrieved amateur athlete, coach, trainer, manager, administrator, or official, conducted in accordance with the Commercial Rules of the COC in relation to Amateur Sports (e.g. ADReSportsRED);
  - (c) Is autonomous in the governance of the sport of tenpin bowling in that it independently determines, and controls all matters central to that governance, does not delegate any of that determination or control, and is free from outside restraint.
  - (d) Permits participation by any individual who is a tenpin bowler or an amateur athlete, coach, trainer, manager, administrator, or official active in the sport of tenpin bowling.
  - (e) Provides an equal opportunity to amateur athletes, coaches, trainers, managers, administrators, and officials to participate in amateur tenpin bowling competition without discrimination on the basis of race, color, religion, age, gender, disability, or national origin, and with fair notice and opportunity for hearing to any amateur athlete, coach, trainer, manager, administrator, or official before declaring the individual ineligible to participate;
  - (f) Is governed by a board of directors who are selected without regard to race, color, religion, national origin, or gender, with reasonable representation on the CTF Board of both males and females.
  - (g) Has a board of directors and other governance bodies that have established criteria and election procedures for individuals who are actively engaged in amateur athletic competition in tenpin bowling or who have represented Canada in international amateur athletic competition within the preceding 10 years.
  - (h) Provides for reasonable non-voting advisory roles for any amateur sports organization which, in the sport of bowling, conducts on a level of proficiency appropriate for selection of amateur

- athletes to represent Canada in international amateur athletic competition, a national program, or regular national amateur athletic competition, and ensures that these roles reflect the nature, scope, quality, and strength of the programs and competitions of that amateur sports organization in relation to all other of those programs and competitions in the sport of bowling in Canada;
- (i) Has no officers who are also officers of another amateur sports organization, which is recognized by the COC as a National Governing Body;
  - (j) Provides procedures for the prompt and equitable resolution of grievances of its Members and Registered Participants;
  - (k) Does not have eligibility criteria relating to amateur status or to participation in the Olympic or Pan American Games, which are more restrictive than those of the appropriate international sports federation;
  - (l) Is prepared to meet the obligations imposed by the COC on a National Governing Body, including those relating to complaints against a National Governing Body and those relating to mediation of complaints;
  - (m) Minimizes, through coordination with other amateur bowling organizations, conflicts in the scheduling of all practices and competitions;
  - (n) Disseminates and distributes to amateur athletes, coaches, trainers, managers, administrators, and officials in a timely manner the applicable rules and any changes to those rules of the CTF, the COC, and the WB;
  - (o) Promptly reviews every request submitted by an amateur tenpin bowling organization or individual for sanction (i) to hold an international amateur tenpin bowling competition in Canada, or (ii) to sponsor Canadian amateur tenpin bowlers to compete in international competition held outside Canada, and determine whether to grant the sanction according to the requirements of the COC, all provided in written policies approved by the CTF Board;
  - (p) Allows a tenpin bowler to compete in any international amateur tenpin bowling competition conducted under CTF auspices or that of any other amateur tenpin bowling organization or individual, unless the CTF establishes that its denial was based on evidence that the organization or individual conducting the competition did not meet the criteria for CTF sanctioning of tenpin bowling competition consistent with the requirements of the COC, all provided in written policies approved by the CTF Board;
  - (q) Provides equitable support and encouragement for participation by women where separate programs for male and female tenpin bowlers are conducted on a national basis;
  - (r) Encourages and supports amateur tenpin bowling programs for persons with disabilities and for their participation in amateur tenpin bowling activity, including, where feasible, the expansion of opportunities for meaningful participation by persons with disabilities in programs of tenpin bowling competition for persons without disabilities;
  - (s) Provides and coordinates technical information on tenpin bowling equipment design, coaching, performance analysis, sports medicine, and physical training; and
  - (t) Encourages and supports dissemination of information in the area of sportssafety.

## **ARTICLE III MEMBERSHIP**

### **Section A. Membership**

The CTF will have three classes of membership:

- (a) Association Member
- (b) Director Member
- (c) Athlete Council Member

“Association Members” are provincial and local tenpin bowling associations that meet requirements established in these Bylaws and by the CTF Board. Association Members are subject to the authority of the CTF. The CTF approves the geographic areas in which Association Members may operate. The CTF Board may revoke Association Membership at any time if it determines that the Member is not meeting the established requirements. The duration of an Association Membership is 5-years and is renewable.

Association Members are required to:

1. Accept, and adhere to, these Bylaws, the terms of membership, and the authority of the CTF Board;
2. Adopt and maintain bylaws in the form determined by the CTF Board and avoid any rules or policies conflicting with those bylaws or the CTF Bylaws; and
3. Achieve performance standards established by the CTF Board.

In extraordinary circumstances, the CTF Board may waive or suspend any requirements otherwise applicable to a provincial or local tenpin bowling association.

“Director Members” are those individuals elected or appointed as a Director under these bylaws. Director Members are required to maintain their status as a Director under these Bylaws.

“Athlete Council Members” are those individuals who are elected to the Athlete Council. Athlete Council Members are required to adhere to, and maintain the status required by, the Athlete Council Terms of Reference which may, from time to time, be amended by the CTF Board.

The Athlete Director, once elected by the Athlete Council Membership class, becomes a Director Member and ceases to be a part of the Athlete Council Membership class.

Membership in the CTF:

1. May be suspended or revoked without due process if a Member has failed to maintain the status of a Member as required by these bylaws
2. May be suspended or revoked by the CTF Board following applicable due process if a Member is found to have violated any CTF, provincial, or local association bylaws, policies, procedures, playing rules or other requirements; and
3. Members may withdraw their membership in the CTF by notice in writing to the Executive Director.

## **ARTICLE IV REGISTERED PARTICIPANTS AND FEES**

### **Section A. Definition**

Registered Participants are individuals who are engaged in activities that are provided, sponsored, supported or sanctioned by an Association Member and may include, but are not limited to including, recreational and competitive athletes, members of national teams, coaches, officials, event organizers, administrators of provincial/territorial and local associations, and volunteers who serve on club executives, committees and boards of directors

### **Section B. Status**

Registered Participants do not have the right to vote at a meeting of Members unless they are Delegates representing an Association Member, a Director Member, or an Athlete Council Member. A Registered Participant may be suspended or expelled from the CTF in accordance with these bylaws and the CTF’s policies and procedures relating to discipline of Registered Participants. A Registered Participant may not resign from the CTF if the Registered Participant is subject to disciplinary investigation or action.

A Registered Participant may be expelled if:

- (a) The Registered Participant fails to maintain any of the qualifications or conditions of being a Registered Participant;
- (b) The Registered Participant resigns from the CTF by giving written notice to the Executive Director, in which case the resignation becomes effective on the date specified in the resignation. The Registered Participant will be responsible for all fees payable until the actual withdrawal becomes effective;
- (c) The Registered Participant fails to pay fees owed to the CTF by the deadline dates established by the Association Member;
- (d) The Registered Participant fails to comply with CTF registration policies or applicable policies;
- (e) The Registered Participant’s term of registration expires; or
- (f) The CTF dissolves.

### **Section C. Fees**

Registered Participants are required to pay fees to the CTF, to local associations, and to provincial associations that assess fees in combined amounts established by the CTF, provincial or local association boards of directors respectively.

## **ARTICLE V CTF BOARD**

### **Section A. Eligibility and Composition**

Individuals elected or appointed to the CTF Board must be Registered Participants with the CTF and must be at least eighteen (18) years old, must be a resident of Canada as defined in the *Income Tax Act*, must have the power under law to contract, must have not been declared incapable by a court in Canada or in another country, and who does not have the status of a bankrupt.

The CTF Board consists of ten (10) elected Directors and up to one (1) appointed Director as follows:

1. Nine (9) Directors elected at a CTF Annual Meeting by the Members. These Directors must meet eligibility criteria established by the CTF Board and additional criteria by the Nominating Committee with CTF Board approval. At no time can more than three (3) elected Directors residing in the same province sit on the CTF Board.
2. The Athlete Council Member class will elect one (1) Director to serve as Athlete Director;
3. One (1) Director may be appointed by the President on an annual basis. For clarity, the number of appointed Directors may not exceed more than one-third (1/3) of the Directors elected at the previous Annual Meeting.

### **Section B. Election**

At the Annual Meeting, Directors are elected to fill open positions on the CTF Board that are subject to election by Members; election is by majority vote of the Members present from:

1. A slate provided by the Nominating Committee; and
2. Nominations from the floor, provided that the names of nominees and their qualifications are submitted to the Nominating Committee at least twenty-four (24) hours prior to the opening of the Annual Meeting, and provided that each nominee is offered as an alternative to fill a specified position on the Nominating Committee's slate.. Absentee voting and voting by proxy are prohibited.

### **Section C. Terms**

The terms of Directors are determined according to the following provisions:

Each Director elected by the Members serves a three (3) year term and may be re-elected additional terms.

1. Each Director elected by the Members serves a three (3) year term and may be re-elected to an unlimited number of terms.
2. Appointed Directors serve one-year terms and do not have a maximum number of terms;
3. Multiple-year terms are staggered according to procedures established by the CTF Board;
4. When a Director resigns from the CTF Board or fills a vacancy, and has served more than half of a term, that Director is considered to have served a full term; and
5. Multiple terms may be served either consecutively or intermittently.

### **Section D. Resignation, Removal, and Vacancies**

1. **Resignation.** A Director may resign from the CTF Board by providing written notice of resignation to the President or, in the case of the President, to the CTF Board;
2. **Removal.** A Director may be removed for cause, including when the Director is no longer eligible to serve on the CTF Board, by a majority vote of the Delegates at a properly noticed Meeting of the Members; and
3. **Vacancies.** The President will appoint an individual to fill vacancies of elected or appointed positions, other than the Athlete Director, for the unexpired portion of the term. The Athlete Council will appoint an individual to fill a vacancy of the Athlete Director for the unexpired portion of the term.

### **Section E. Authority and Duties**

Management and governance of the CTF is vested in the CTF Board. The CTF Board is a strategic governing body; and its powers and duties include, but are not limited to:

1. Determining programs and services;
2. Allocating resources;
3. Establishing standards and monitoring the performance of the CTF;
4. Employing and evaluating the Executive Director;
5. Determining CTF policy positions;

6. Providing oversight of the administration of the CTF;
7. Approving policies and procedures for:
  - (a) Managing contracts and obligations;
  - (b) Reviewing revenues and expenditures; and
  - (c) Maintaining records and minutes of meetings;
8. Exercising final jurisdiction over violations and interpretations of CTF Rules and Regulations, disputes with or among provincial and local associations, and issues arising from league and tournament play including protests and appeals;
9. Amending and interpreting these Bylaws, certification, equipment specifications, awards qualifications, suspension and reinstatement regulations, national tournament rules, youth rules and policies; and all other CTF Rules and Regulations;
10. Issuing waivers or suspensions of general playing rules, or of league or tournament rules;
11. Establishing national fees amounts, as well as setting terms and conditions for collection of fees;
12. Managing international relations;
13. Exercising care and supervision over provincial and local associations;
14. Communicating applicable rules and any changes to Members and Registered Participants;
15. Approving certified tenpin bowling facilities for training and competition;
16. Developing athlete teams for national and international competition;
17. Selecting the CTF's Representative to the COC; and
18. Reviewing requests for sanction to hold amateur tenpin bowling competitions, and determining whether to grant sanctions, according to the requirements of the COC and as provided in written policies approved by the CTF Board.

#### **Section F. Remuneration**

Directors shall not receive any remuneration for their services, but by resolution of the CTF Board, expenses of their attendance may be allowed for their attendance at Board meetings and Meetings of the Members. Nothing herein contained, however, precludes a Director from serving the CTF as an officer or in any other capacity and receiving remuneration therefor.

#### **Section G. CTF Employees**

No employee of the CTF will serve as a voting member of the CTF Board, or of CTF committees, task forces, or other governance bodies.

### **ARTICLE VI OFFICERS**

#### **Section A. President, Vice Presidents, Executive Director, and Other Officers**

The Officers of CTF include:

1. The President;
2. The First Vice President;
3. The Second Vice President; and
4. The Executive Director.

The CTF Board may establish positions for other officers.

#### **Section B. Election of Officers to CTF Board**

1. The CTF Board from among current Directors, elects' officers, other than the Executive Director, annually. In order to be eligible for an officer position, a director must have served at least two years on the CTF Board.
2. The CTF Board employs the Executive Director.
3. The remuneration of all officers, agents and employees of the CTF Board shall be fixed by the CTF Board, annually by resolution.

#### **Section C. Executive Director**

**The Executive Director:**

- (a) Shall serve as Secretary/Treasurer of the CTF;
- (b) Shall have the custody of the funds and securities of the CTF and shall keep full and accurate accounts of all assets, liabilities, receipts and disbursements of the CTF in the books belonging to the CTF and shall deposit all moneys, securities and other valuable effects in the name and to the credit of the CTF in such chartered bank or trust company or, in the case of securities,

- in such registered dealer in securities as may be designated by the CTF Board from time to time;
- (c) Shall disburse the funds of the CTF as may be directed by proper authority taking proper vouchers for such disbursements, and shall render to the President and Directors at the regular meeting of the CTF Board or whenever they may require it, an accounting of all the transactions and a statement of the financial position of the CTF;
  - (d) Shall be empowered by the CTF Board to carry out the affairs of the CTF generally under the supervision of the officers thereof and shall attend all meetings and act as clerk thereof and record all votes and minutes of all proceedings in the books to be kept for that purpose;
  - (e) Shall give or cause to be given notice of all meetings of the Members and of the CTF Board or President, under whose supervision the Executive Director shall be;
  - (f) Shall also perform such other duties and responsibilities as prescribed by the CTF Board or the President; and
  - (g) Shall be invited to attend meetings of the Board in a non-voting capacity.

#### **Section D. Term**

Each officer, except for the Executive Director, serves a one-year term.

#### **Section E. Resignation, Removal and Vacancies**

1. **Resignation.** An officer may resign as an officer of the Board by providing written notice of resignation to the President or in the case of the President, to the CTF Board.
2. **Removal.** Officers shall be subject to removal by resolution of the CTF Board at anytime.
3. **Vacancies.** Vacancies in positions of Officers are filled for the un-expired portion of each term by appointment of the President, subject to CTF Board approval. If the vacancy is the President, the Vice President will undertake the role of President and appoint a new Vice President, subject to CTF Board approval.

#### **Section F. Authority and Duties**

1. **The President:**
  - (a) Presides at Meetings of the Members of the CTF and at CTF Board meetings;
  - (b) May appoint a Director, subject to CTF Board approval;
  - (c) Appoints the chairmen of all committees with CTF Board approval, except Athlete members of committees, and the Athlete Council; and
  - (d) Serves as the principal spokesperson for the CTF and oversees its international relations.
2. **The First Vice President:**
  - (a) Presides at Meetings of the Members of the CTF and at CTF Board meetings when the President is absent; and
  - (b) Performs other duties as prescribed by the CTF Board or requested by the President.
3. **The Second Vice President:**
  - (a) Presides at Meetings of the Members of the CTF and at CTF Board meetings when the President and First Vice President are absent; and
  - (b) Performs other duties as prescribed by the CTF Board or requested by the President.
4. **The Executive Director:**
  - (a) Serves as Secretary/Treasurer of the corporation;
  - (b) Performs whatever duties and responsibilities are prescribed by the CTF Board or the President; and
  - (c) Shall be invited to attend meetings of the Board in a non-voting capacity.

### **ARTICLE VII MEETINGS**

#### **Section A. Meetings of the Members**

An Annual Meeting of the Members of the CTF is held at a time and place approved by the CTF Board provided it is held within 15 months of the last Annual Meeting and not later than six (6) months after the CTF's preceding fiscal year.



A Special Meeting of the Members may be called at any time by the President or by the Members, upon written requisition, who hold five percent (5%) of the votes of the CTF. Attendance is open to all Members and Registered Participants.

1. **Delegates.** “Delegates” are defined as Registered Participants, 18 years of age or older who are selected to represent Association Members and Athlete Council Members according to these Bylaws.
2. **Voting and Speaking.** Voting at a Meeting of the Members is by Delegates and Director Members. Other Registered Participants or invited individuals may address the Meeting but may not vote.
3. **Voting Rights**
  - (a) **Association Member - Provincial Association Delegates.** Each provincial association that is an Association Member may select one Delegate and one Alternate Delegate to represent the Member at a Meeting of the Members. Each Delegate shall be entitled to one (1) vote.
  - (b) **Association Member - Local Association Delegates.** The number of Delegates to which a local association is entitled will be based on the CTF's records of the association's fiscal year membership as of July 31, the year prior to the Meeting of the Members. Each Delegate shall be entitled to one (1) vote. Each local association that is an Association Member with the CTF is entitled to representation at a Meeting of the Members as follows:

1 through 1500 Registered Participants.....	2 delegates and 2 alternates
1501 through 2500 Registered Participants. ....	3 delegates and 3 alternates
2501 through 3500 Registered Participants. ....	4 delegates and 4 alternates
3501 through 4500 Registered Participants. ....	5 delegates and 5 alternates
4501 through 5500 Registered Participants. ....	6 delegates and 6 alternates
5501 through 6500 Registered Participants. ....	7 delegates and 7 alternates
6501 through 7500 Registered Participants. ....	8 delegates and 8 alternates
7501 through 8500 Registered Participants. ....	9 delegates and 9 alternates

Any local association with membership in excess of 8500 members will receive one additional delegate and one additional alternate for every additional 2000 Registered Participants. When a Registered Participant has registered with more than one Local Association, the Local Association in which the CTF National portion of annual fees was paid shall be credited with the registration.
  - (c) **Director Member** – Each Director Member shall be entitled to one (1) vote.
  - (d) **Athlete Council Member – Athlete Council Delegate.** The Athlete Council Membership class is entitled to one (1) vote, exercised by a Delegate selected by the Athlete Council to represent the membership class.
  - (e) New Association Members that do not have records of fiscal year membership may elect one Delegate and one Alternate Delegate.
  - (f) An Association Member that has its membership suspended or revoked is not entitled to have representation at a Meeting of the Members.
4. **Responsibilities.** At Meetings of the Members, members vote to elect Directors to fill the open positions on the CTF Board that are subject to election. In addition, Members' responsibilities include, but are not limited to; vote on motions, approve reports, ratify amendments, approve general playing rules, and approve adult league rules and adult tournament rules for the sport of tenpin bowling as long as any changes do not conflict with requirements for reciprocal average recognition with the national governing body in the U.S.
5. **Meeting Notice.** Written notice of a Meeting of the Members is provided to Members at least 45 days in advance of the Meeting.
6. **Quorum.** The presence of twenty (20) Delegates plus a majority of Director Members establishes a quorum for the transaction of business at a Meeting of the Members.
7. **Action.** Except as otherwise provided, the majority of votes cast will decide each issues, In the case of a tie, the issue is defeated.
8. **Meetings by Electronic Means.** A Meeting of Members may be held by means of telephone, electronic, or other communication facility that permits all participants to communicate adequately with others during the meeting. A person so participating in a meeting held by electronic means is deemed to be present at the meeting.

## **Section B. Meetings of the CTF Board**

The CTF Board meets at least once per year. Meetings may be held upon the request of any Director subject to the approval of a majority of the CTF Board.

1. **Questions Arising from a Meeting.** Questions arising at any meeting of the CTF Board shall be decided by a majority of votes of those members present. Each Director, other than the President, shall each be entitled to one (1) vote. The President shall only cast a vote in order to break a tie.
2. **Meetings by Electronic Means.** A meeting may be held by means of telephone, electronic, or other communication facility that permits all participants to communicate adequately with others during the meeting. A person so participating in a meeting held by electronic means is deemed to be present at the meeting.
3. **Notice.** Written notice of meetings is provided to the CTF Board at least 45 days in advance.
4. **Quorum.** A quorum for conducting business is a majority of the CTF Board.
5. **Action.**
  - (a) The vote of a majority of the CTF Board present and voting at a regularly scheduled Board Meeting, when a quorum has been established, is required to take action unless otherwise provided by law or these Bylaws; and
  - (b) The vote of a majority of the CTF Board, where meetings by other electronic means takes place, when a quorum has been established, is required to take action unless otherwise provided by law or by these Bylaws.

## **Section C. Parliamentary Procedure**

The most recent version of *Robert's Rules of Order, Newly revised*, governs all CTF meetings.

### **ARTICLE VIII COMMITTEES**

The CTF Board or the President may appoint committees whose members will hold their offices at the will of the CTF Board. The President shall determine the duties of such committees and may fix, by resolution, any remuneration to be paid.

#### **Section A. Standing Committees**

The Standing Committees of the CTF are the following:

1. **Nominating Committee.** The CTF Board establishes initial criteria of candidates for Directors, whose positions are subject to election by the Members at a Meeting of the Members. The nominating committee, if necessary and only with approval of the CTF Board, may establish additional nominating criteria. The committee develops a slate of candidates for those positions. The Committee establishes election policies and procedures subject to approval by the CTF Board. Directors who are eligible for re-election or re-appointment to the CTF Board do not serve on the Nominating Committee.
2. **Finance Committee.** The Finance Committee is responsible for proposing and monitoring the annual budget of the CTF and providing oversight regarding other financial matters as determined by the CTF Board.
3. **Athlete Council.** The Athlete Council establishes policies and procedures, subject to approval by the CTF Board, for election or appointment of Athletes to serve as:
  - (a) Athlete Council Members;
  - (b) Athlete Council Delegate
  - (c) Athlete Director
  - (d) Members of Designated Committees, as defined in these Bylaws;
  - (e) The CTF Representative and Alternate to the COC Athletes Advisory Council; and
  - (f) Members of other CTF committees and task forces.The Athlete Council itself selects Athletes to serve as:
  - (a) Members of committees and task forces other than Designated Committees, and
  - (b) The Chair and any other officers of the Athlete Council.

The Athlete Council serves as a source of opinion and advice to the CTF Board with regard to both current and contemplated policies of the CTF. The CTF Board shall develop and amend, from time to time, an Athlete Council Terms of Reference under which the Athlete Council shall operate.

4. **Youth Committee.** The Youth Committee is responsible for recommending national youth dues, for proposing changes to youth rules and for monitoring, promoting, and reviewing youth programs.

5. **Equipment Specifications and Certification Committee.** The Equipment Specifications and Certification Committee is responsible for reviewing and making final decisions regarding new items of equipment on which CTF approval is requested. The committee also has these responsibilities:
- (a) Setting policies or procedures regarding the operation and management related to equipment specifications and certification; and
  - (b) Granting, withholding, suspending, withdrawing or otherwise regulating tenpin bowling centre certificates.

#### **Section B. Other Committees**

The President establishes other CTF committees with approval of the CTF Board.

### **ARTICLE IX AMENDMENTS**

#### **Section A. Fundamental Changes**

In accordance with the sections of the Act applicable to Fundamental Changes, a Special Resolution of all Members is required in order to make the following fundamental changes to the By-laws or Articles of the CTF. Fundamental Changes are defined as follows :

- (a) Change the province in which the CTF's Registered Office is situated;
- (b) Add, change, or remove any restriction on the activities that the CTF may carry on;
- (c) Create a new class or group of Members;
- (d) Change a condition required for being a Member;
- (e) Change the designation of any class or group of Members or add, change, or remove any rights and conditions of any such class or group;
- (f) Divide any class or group of Members into two or more classes or groups and fix the rights and conditions of each class or group;
- (g) Add, change, or remove a provision respecting the transfer of a membership;
- (h) Subject to Section 133 of the Act, increase or decrease the number of, or the minimum or maximum number of, Directors;
- (i) Change the statement of the purpose of the Corporation;
- (j) Change the statement concerning the distribution of property remaining on liquidation after the discharge of any liabilities of the Corporation;
- (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 Members; or
- (m) Add, change or remove any other provision that is permitted by the Act to be set out in the Articles.

#### **Section B, Special Class Vote**

The Act provides that each membership class is entitled to vote separately if the fundamental change noted above relates to membership rights, such as:

- (a) Effect an exchange, reclassification or cancellation of all or part of the memberships of the class or group;
- (b) Add, change or remove the rights or conditions attached to the memberships of the class or group, including
  - i. To reduce or remove a liquidation preference, or
  - ii. To add, remove or change prejudicially voting or transfer rights of the class or group;
- (c) Increase the rights of any other class or group of Members having rights equal or superior to those of the class or group;
- (d) Increase the rights of a class or group of Members having rights inferior to those of the class or group to make them equal or superior to those of the class or group;
- (e) Create a new class or group of Members having rights equal or superior to those of the class or group; or
- (f) Affect an exchange or create a right of exchange of all or part of the memberships of another class or group into the memberships of the class or group.

**Special Class Vote Result** - Should any membership class not, by Special Resolution, approve a special class vote on a fundamental change, the issue is defeated.

### **Section C. Amendments to Bylaws**

Notwithstanding Section A, these Bylaws may be amended by the CTF Board by a two-thirds majority vote provided at least forty-five (45) days' written notice is given and specific amendment language is included in the notice.

**Amendments adopted by the CTF Board and ratified by the Members at a Meeting of the Members are effective from the date of their adoption by the CTF Board.**

### **Section D. Amendments to Rules**

Any Member may submit a proposed amendment to the general playing rules, adult league rules, or adult tournament rules. Amendments must be submitted in writing and received by the CTF on or before a deadline specified by the CTF Board prior to the date of the next Meeting of the Members and must not be in conflict with any rule that would be contrary to requirements of the Reciprocal Average Recognition Agreement. Enactment of an amendment to the general playing rules, adult league rules, or adult tournaments rules requires a majority vote of the Members, present and voting at a Meeting of the Members where a quorum is present. Amendments enacted by the Members become effective as of August 1 following the Meeting of the Members where they were adopted, unless otherwise specified by the Members.

## **ARTICLE X AUDITOR**

The Members shall, at a Meeting of the Members, appoint an auditor to audit the accounts of the CTF for the report to the Members at the next Annual Meeting of the Members. The auditor shall hold office until the next Annual Meeting of the Members, provided that the CTF Board may fill any casual vacancy in the office of auditor. The remuneration of the auditor shall be fixed by the CTF Board. Without the unanimous consent of the Members, a director, officer or employee cannot act as auditor.

## **ARTICLE XI EXECUTION OF DOCUMENTS**

Contracts, documents or any instruments in writing requiring the signature of the CTF, shall be signed by any two officers and all contracts, documents and instruments in writing so signed shall be binding upon the CTF without further authorization or formality.

## **ARTICLE XII BORROWING POWERS**

The CTF Board by two-thirds majority vote at a duly called regular meeting of the CTF Board or at a special meeting may from time to time:

- (a) borrow money upon credit of the CTF;
- (b) limit or increase the amount to be borrowed;
- (c) issue debentures or other securities of the CTF.

## **ARTICLE XIII ATHLETE REPRESENTATION**

### **Section A. Athlete Representation**

Athletes (as defined in Section B) shall have representation on the following:

- (a) the CTF Board;
- (b) all committees or task forces empowered to resolve Athletes' grievances or selected participants including athletes, coaches, trainers, administrators and officials – in international competition; and
- (c) other committees or task forces as determined by the CTF Board.

"Designated Committees" are defined as the Nominating Committee, the Finance Committee, and all committees or task forces empowered to resolve Athlete's grievances or select participants – including athletes, coaches, trainers, administrators and officials – in international tenpin bowling competition.

### **Section B. Athlete Qualifications**

The term "Athlete" is defined in this section for purposes of these Bylaws. To be considered an Athlete, at the time of election to the CTF Board or the appointment to a committee or task force, an individual must be at least 18 years of age and have these other qualifications:

1. Within the 10 years preceding election or appointment, the individual has been a member of Team Canada and has represented Canada in the Olympic or Pan American Games, a World Championship recognized by the WB, a WB American Zone Championships, Tournament of Americas, World Games or World Cup (collectively, "Team Canada Athletes"); or
2. Within two years before election or appointment, the individual has demonstrated active engagement in amateur tenpin bowling competition by finishing in tournaments as follows:
  - (a) For open national championship tournaments conducted by the CTF, the top five percent of all amateur finishers based upon the combined list of participants in the All Events event from each of the divisions in the order in which the participants scored;
  - (b) For the national amateur and national youth championship tournaments conducted by the CTF, the top 50 percent of all amateur male finishers and of all amateur female finishers.

### **Section C. Athlete Representation on CTF Board and Designated Committees**

The athlete(s) serving as the Athlete Director on the CTF Board, serving on a Designated Committee, or acting as the CTF Representative or Alternate to the COC Athletes Advisory Council must be Team Canada Athletes.

### **Section D. Athlete Representation on Other Committees and Task Forces**

All Athletes appointed to CTF committees or task forces other than, Designated Committees, must be Team Canada Athletes or Actively Engaged Athletes.

### **Section E. Election or Appointment of Athlete Representatives**

Both Team Canada Athletes and Actively Engaged Athletes directly elect or appoint Athlete Council Members, the Athlete Council Delegate, the athletes serving on Designated Committees, and the CTF Representative and Alternate to the COC Athletes Advisory Council. The CTF Athlete Council appoints Team Canada or Actively Engaged Athletes to other committees or task forces.

## **ARTICLE XIV DUE PROCESS**

### **Section A. Applicability of Due Process**

The CTF provides due process when any:

1. Member or Registered Participant, including any Athlete, is charged with a violation of any CTF regulation or requirement which could result in full or partial forfeiture of participation privileges or in other disciplinary action whether undertaken by the CTF or an Association Member; or
2. Individual or entity charges the CTF with a violation of the requirements of the COC Constitution or Bylaws, the CTF Articles of Incorporation or Bylaws, or Rules and Regulations, including but not limited to general playing rules, league rules, or tournament rules, that are adopted, endorsed, or referenced by the CTF; the individual or entity charged may include, but is not limited to:
  - (a) A sports organization that conducts programs in the sport of tenpin bowling on a level of proficiency appropriate for the selection of athletes to represent Canada in national or international competition,
  - (b) A CTF Member or Registered Participant, including any athlete, or any coach, trainer, manager, administrator, or other official, or
  - (c) An Association Member or a provincial or local association applying for Association Membership.

### **Section B. Elements of Due Process**

In matters involving Members and Registered Participants, representing Canada in national or international competition or participating in that competition, and in matters involving league or tournament competition or suspension of membership or Registered Participant status other than for non-payment of fees, due process may include notice, hearing, expedited hearing, decision, and appeal, all as provided in written policies approved by the CTF Board.

**ARTICLE XV  
FISCAL YEAR**

The fiscal year of the CTF is August 1 to July 31.

**ARTICLE XVI  
INDEMNIFICATION**

Directors, officers, and other authorized volunteers, employees, or agents of the CTF are indemnified against claims for personal and individual liability arising in connection with their positions or service on behalf of the CTF to the full extent permitted by law. The CTF maintains liability insurance, as determined by the CTF Board, for those individuals and for the CTF subject to the terms of that insurance.

**ARTICLE XVII  
DISTRIBUTION OF ASSETS ON DISSOLUTION**

Any profits that may accrue to the CTF during the time it is in operation shall be used for the further attainment of the objects for which the CTF is founded. In the event of a winding up of the affairs of the CTF, all the assets of the "Corporation", including cash on hand and in the bank, after all payment of all outstanding accounts or other liabilities, shall be assigned, transferred and paid to a recognized charitable or non-profit organization determined by the Board prior to the final dissolution.

**ARTICLE XVIII  
LANGUAGE**

1. In all CTF bylaws and policies, the singular shall include the plural and vice versa, and the masculine shall include feminine and vice versa.
  2. Where there are discrepancies or differences in interpretations of any of the Bylaws, between the English and the French versions, the English version shall be the governing interpretation.
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