

**CONSTITUTION OF THE SASKATCHEWAN
W.T.F. TAE KWON DO ASSOCIATION INC.
Sask. WTF version 2010 1.0**

Schedule 1

1. Class of Membership

Regular Memberships

The members of which shall be entitled to have a voice at the meetings

Of members and who are members of WTF Taekwondo

Schools who receive instruction under either to the following

Conditions:

Condition one: From a 6th Dan Kukkiwon Black Belt or higher That has been a Saskatchewan resident for at least 1 year from first notice by registered mail to SASK. WTF of desire to become a member.

Condition two: From a 4th Dan Kukkiwon Black Belt that has been a Saskatchewan resident and a Sask. WTF member for at least 4 years

Honorary Memberships

The members of which shall not be entitled to vote at meetings of members and shall be exempted from the payment of membership fees.

Member on Probation

This is a member who has applied to be an affiliate member. This person or club will be on probation for a maximum of two years while they try to complete the necessary steps to qualify as an Affiliate Member. If they complete these steps before the two years are up they can be upgraded to Affiliate Member immediately.

1. have a voice at our AGM but can not serve as board members.
2. Will be given funding at the board's discretion.
3. Receive coverage under Sask. WTF insurance plan.
4. Participation at the Provincials, possible participation at the Nationals, (any funding levels at the directors discretion).
5. Participation in Sask. WTF seminars that are aimed at the whole province in general. (with an attendance charge if applicable).

Affiliate member

The Affiliate member is a "Member on Probation", that has completed the following:

1. the instructor must attain a minimum of level 1 National Instructors' certificate.

2. The instructor must hold a WTF Dan
3. The instructor must pass our screening process
4. Must collect memberships and follow our other procedures the same as a regular member.
5. Must be under the supervision of our technical committee.
6. Benefits are the same as “Member on Probation” but with access to MAP Grant Funding in the fiscal year following their acceptance as an Affiliate Member

2. Every member shall up hold the constitution and comply with Bylaws.

Schedule 2

The purposes of the Corporation are:

1. To promote and train the art and the philosophy of W.T.F. Tae Kwon Do throughout Saskatchewan.
2. To Promote and train Saskatchewan athletes to represent Saskatchewan in national competitions and to represent Canada in international games such as the Olympics, the Pan-Am Games and the World Games (sponsored or sanctioned by the World Tae Kwon Do Federation).
3. To research, study, promote and teach the competition rules of the World Tae Kwon Do Federation (WTF).
4. To conduct development programs and pre-competition training of Saskatchewan athletes for the provincial, inter-provincial and national competitions.
5. To conduct seminars of the WTF technical aspects of Sport Tae Kwon Do and traditional Korean martial art (physically and mentally) in order to educate for the true Tae Kwon Do.

Schedule 3

Other Provisions

1. A director is required to be a member of the Corporation.
2. A meeting of directors may be called at any time by the president or by the vice president or more than three directors.
3. No directors shall be remunerated for being or acting as directors, but a director shall be remunerated for expenses necessary and reasonably incurred by him/her while engaged in the affairs of the Corporation.
4. The president shall be the chairperson of all meetings and in the case of his/her absence the vice president or one of the directors shall be chairperson of the meeting.
5. All Bylaws shall be made, amended or replaced by the members in the general meeting.

Schedule 4

Subject to Section 199(5),(6) of the Non-profit Corporations Act, on dissolution of the Corporation, its property and assets shall, after the payment of all liabilities be transferred to one or more charitable corporations as may be decided by the Corporation in General Meeting.

BYLAWS

1. HEAD OFFICE

- The head office of the Corporation shall be in the City of Saskatoon or Regina in the province of Saskatchewan or at such other places in the province of Saskatchewan as the directors may determine.

2. OFFICERS

- The officers of the Corporation shall be President, one Vice Presidents, Secretary and Treasurer.
- The officers shall be elected by the members representation votes and the directors shall terminate any such appointment in the case of the officers inability to act.
- The directors may fix the terms of office, prescribe the duties and fix the remuneration payable to officers.

3. MEMBERS MEETINGS

- The Annual General Meeting of members shall be held within three months after the end of the fiscal year of the Corporation at such place and time as the directors may determine.
- Other meetings of the members of the Corporation, whether special or general, may be convened at any time and place by order of the president or directors.
- A special meeting of the members of the Corporation shall be convened by the president upon requisition of the Corporation in writing made by five members.
- A requisition for a special meeting shall specify the purpose or purposes for which such a meeting is required. The notice of a special meeting of the members shall state in general terms the purpose of the meeting and no other matters may be transacted unless all members entitled to vote are present in person and consent to the transaction of such business.

QUORUM

- Ten members with a voice personally present as well as vote carrying representatives that carry a majority of eligible votes and entitled to vote shall be a quorum for the transaction of business at any meeting of members.

NOTICE OF MEETING

- Not less than ten (10) day notice shall be given for any meeting of members. Notice of meeting shall be in writing and shall be posted in each Tae Kwon Do school at which the members receive instruction in Tae Kwon Do.

ATTENDANCE AND VOTING

Voice

- Every member in good standing has the right to be present and have a voice at member meetings.

Vote

- Clubs will have representation votes at a ratio of 1 vote for the first block of up to 10 members and 1 vote for each full block of ten memberships paid by the March 31 deadline in the year of the AGM
- Motions shall be decided by a majority of votes present.
- Votes shall be cast by a show of hands except when a majority of votes present request a secret ballot.
- In the case of equality of votes the motion is defeated.

Representation

- The clubs will determine who will represent them at a member meeting
- In case of a dispute of the valid representative-the valid representative will be determined by presentation of a dated document with the signatures of a block of members from the March 31 membership list.

PROXY

- Clubs are entitled to appoint any other member to attend and act in the manner and same power as the member at the meeting. This shall be done by filling out the approved Proxy form. Proxies must be submitted and validated prior to the start of the meeting.

RESIGNATION

- Any member may resign at any time by sending written notice. Such will be effective when accepted by the directors. Membership fees are not refundable.

REMOVAL

- The directors in their absolute discretion may pass a resolution authorizing the removal or suspension of a member and thereupon such a person is removed or suspended as the case requires and membership fees are not refundable.

REINSTATEMENT

- The directors in their absolute discretion may pass a resolution authorizing the reinstatement of a suspended or removed member, and thereupon such a person shall become re-instated as a regular member

4. DIRECTORS

- The President, Vice president, Secretary, Treasurer, special advisor and seven or less other persons shall be the directors.
- The number of directors shall not be less than five nor more than twelve.
- Directors shall be elected every three years by the members at the general meeting and shall hold office until the dissolution of the meeting at which their successors are elected.
- Members running for director's positions must forward the approved nomination form to the secretary one month prior to the Annual General Meeting.

Directors shall be elected in the following rotation to ensure continuity of operations.

Block A: Secretary plus 2 directors

Block B: Treasurer plus Vice President

Block C: President plus 2 directors

VACANCY

- The office of director shall ipso facto be vacated where the director: resigns his office, resigns his membership, becomes mentally incompetent, dies, or is removed at a meeting of members.
- The members may by special resolution remove a director before the expiration of his office.
- The remaining directors may appoint any member in good standing to fill the vacancy until the next Annual General meeting.

DIRECTORS' MEETING

- A meeting may also make use of the available technology such as conference calls and emails to conduct business and arrive at decisions.

NOTICE OF MEETING

- Not less than ten (10) day notice shall be given for any meeting of directors. The notice may be waived if all of the directors eligible to attend unanimously agree to waive the notice.

VOTING

- Every question submitted to directors shall be decided by a majority of votes. In the case of equality of votes, the chairperson shall have a deciding vote.

QUORUM

- A majority of directors holding office constitute a quorum of directors for the transaction of business.

POWERS

- The directors shall administer the affairs of the Corporation in all things and may make or cause to be made for the Corporation any description of contract that the Corporation may enter into.

ATTENDANCE AND VOTING

- Only directors in good standing are entitled to be in attendance at a meeting of directors and to vote thereat.

CHAIRPERSON

- The president shall be the chairperson. The chairperson presides at a meeting of directors. The vice chairperson shall preside in the absence of the chairperson.

COMMITTEES

- The directors may constitute one or more committees and prescribe the duties of such committees.

FISCAL YEAR

- The fiscal year of the Association shall be from April 1 to March 31.

EXECUTION OF DOCUMENTS

- Contracts, documents, or any other instrument in writing requiring the signature of the Corporation shall be signed by the president and secretary/treasurer.

NOTICE

- Any notice required to be given to a member or director may be delivered personally to the person or shall be sufficiently given if posted in a prominent place at each Tae Kwon Do school at which members receive instruction in Tae Kwon Do.

DEFINITION OF A SASKATCHEWAN W.T.F. TAE KWON DO MEMBER

An active member in good standing with the Saskatchewan Tae Kwon Do Association Inc. during the operating fiscal year that meets the requirements set out in the constitution of SASK WTF under the heading of regular memberships.

Only active members will be considered and included on the yearly membership list. This membership will be confirmed with both of the following:

1. A signed receipt by the member with their current address.
2. A membership fee deposited to the Corporation's bank account.

Before any Saskatchewan athlete, coach, official or club can receive any SASK WTF Funds, they must meet the definition of an active member and their membership fee must be paid and original receipt received and recorded by the Treasurer and Membership committee chairperson before the fiscal year deadline of March 31st.

CONFLICT OF INTEREST POLICY

All employees and volunteers of the organization are expected to arrange their private affairs in a manner that will prevent conflicts of interest from arising or from appearing to arise. Personnel should not place themselves in a position where they are under obligation to any person who might benefit from special consideration or favour on their part, or seek to gain special treatment from them in any way. Equally, employees and volunteers should not have a pecuniary or other interest that could conflict or appear to conflict in any manner with the discharge of their duties and responsibilities. All employees and volunteers of the organization must disclose to the Board of Directors any potential conflict or appearance of conflict of interest.

GUIDELINES

Category A

The following are considered to have the potential to be conflicts of interest or appear to be conflicts of interest and as such, they are to be disclosed to the Board of Directors. The Board of Directors will review the individual's responsibilities and the degree of potential or apparent conflict in determining what actions, if any, are required. Any director with any possible conflict of interest may not vote on, take any part in or influence other members of the Board of Directors on what, if any, action or actions will be taken to resolve such possible conflicts of interest involving themselves.

1. Investments with a supplier or customer of in any other company, partnership, association or commercial entity that has a significant present or prospective business relationship with the organization.
2. Contracts, agreements or undertakings between the individual and a supplier, customer or any other company, partnership, association or commercial entity that has a significant present or prospective business relationship with the organization.
3. Seeking or accepting from any of the parties outlined in (1) and (2) above, either directly or indirectly, loans (except with banks or other financial institutions at terms and conditions generally available to the public), services, payments, commissions, entertainment or gifts.
4. Serving as a director, officer, employee, member or consultant for any of the parties outlined in (1) and (2) above, or for any other organization if such service could place demands on individuals inconsistent with their duties or call into question their capacity to perform their duties in an objective manner or cause job performance to suffer.
5. Acquisition of real estate or other forms of property of present or prospective interest to the organization.

Category B

The following are considered to be actual or apparent conflicts of interest and are to be avoided:

1. Using or appearing to use, or revealing without proper authorization to persons outside the organization, for the personal gain, any information acquired during the course of an individual's duties which is not generally made to the public.
2. Using or permitting others to use the organization's volunteer's, employees, property, equipment, materials or time for personal gain.
3. According preferential treatment beyond the common courtesies usually associated with accepted business practice and prerogatives of office to friends, relatives or to organizations in which the individual or relatives and friends have an interest financial or otherwise.
4. Using the organization's name or one's position with the organization in such a way as to lend weight or prestige to sponsorship of a political party or cause or to endorse, without proper authorization, a product or a service of another company.

Category C

Engagement in educational, professional, philanthropic, social and recreational activities is encouraged and is not subject to review by the Board of Directors, provided individuals do not make unseemly use of their position with the organization or permit an association with the organization which may be detrimental to its business, nature, role, or reputation.

An amendment to the bylaws was approved by the members at the Annual General Meeting on May 16, 2010 in Regina. The version:

**CONSTITUTION OF THE SASKATCHEWAN
W.T.F. TAE KWON DO ASSOCIATION INC.
Sask. WTF version 2010 1.0**

is the latest updated version of the bylaws that are in effect. All previous versions are void.

This version is certified by the Board of Directors of Saskatchewan WTF Taekwondo Association Inc:

December 16, 2010.

Audrey Ashcroft

Wayne Mitchell

Donna Halewich

Dale Halewich

Kirk Sinclair

Brett Ferch

David Chow