

# KICKBOXING ONTARIO

## Objects And By-Laws

[www.kickboxingontario.com](http://www.kickboxingontario.com)

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# KICKBOXING ONTARIO

## I Identification

### 1.01 Name

The legal name of the body will be '**KICKBOXING ONTARIO Inc.**,' hereinafter referred to in this document as the Corporation.

### 1.02 Objectives

1. To maximize opportunities for competition for amateur athletes in the province of Ontario;
2. To facilitate the development of world-class athletes who will become ambassadors for the sport of Kickboxing in this province as well as across the Canada and the world;
3. To offer services to Kickboxing clubs and organizations across the province in the following areas:
  - a. establishment of coaching and training standards;
  - b. promotion of fairness and equity at the club as well as competition levels;
  - c. establishment of standardized training and certification for judges and officials;
  - d. promotion of the sport of Kickboxing to the wider community as a means of physical fitness and health promotion;
  - e. to act as an advocate on behalf of the Kickboxing community to government and policy makers;
4. To establish a standardized sanctioning process to legitimize competitive events as well as establish guidelines for fair play, codes of conduct, equitable access to the sport, and competitive standards.
5. Also, KO would like to pursue the following objectives:
  - a. To develop interest in the recreational and competitive components of amateur kickboxing in Ontario;
  - b. To promote proficiency and excellence in amateur kickboxing instruction through accreditation courses and clinics;
  - c. To support member clubs and individuals by providing opportunities for participation in clinics, training camps, and certification programs;
  - d. To select a provincial team for the National Championships;
  - e. To provide opportunities for all amateur kickboxers to gain competitive experience in a safe environment that ensure proper training is obtained through specific events and accredited programs;

# KICKBOXING ONTARIO

- f. To fulfill the administrative and policy requirements for provincial/territorial affiliates of the NSO – and work with the organization to strengthen it's work throughout Canada.
- g. To co-operate will all levels of government as well as other sports governing bodies in respect to information sharing and in the development of provincial sports policy or cooperative programming.
- h. To seek and accept donations, gifts, legacies and bequests for the purpose of furthering its objectives.

## 1.02 Head Office

The Head Office of the Corporation shall be located as determined by the Directors of the Corporation based on member needs and organizational practicality.

## 1.03 Corporate Seal

The seal, an impression that is stamped at the end of this Constitution and By Laws, shall be the corporate seal of the Corporation. Kickboxing Ontario shall retain custody of such seal.

## 1.04 Organization

The Corporation shall be composed of members as described in the following document, and shall be managed by an Executive Committee comprised from the Board of Directors, as stated in this Objects and By-laws.

## II. *Governing Structure*

### 2.01 Board of Directors

- a. The affairs of the Corporation shall be conducted by a Board of Directors which shall be comprised of an Executive Committee and other directors who shall be elected from among the membership of the Corporation.
- b. The Executive Committee of the Corporation shall be:
  - 1. President
  - 2. Vice President
  - 3. Director – Finance
  - 4. Director Officials
  - 5. Director Coaching
  - 6. Director Competitions
  - 7. Director Marketing

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## 2.02 Tenure and Election of Officers

- a. The following positions shall be elected for a two year term at the annual meeting as outlined below:

President - odd years

Vice President - odd years

Director Finance - even years so different than above

Director Officials - even years so different from coaching

Director Coaching - odd years so different from officials

Director Competitions - odd years

Director Marketing - even years

- b. The executive members of the Corporation will be elected at the annual meeting every 2 years from the date of initiation of the Corporation.
- c. A member may be nominated, in writing, thirty days prior to the annual meeting, by a Club Member or any current member of the Board of Directors in good standing, to run for a position.
- d. All such written nominations should be in the hands of the Vice President or whoever else is in charge of AGM/constitution stuff but not staff, no later than thirty days prior to the annual meeting.
- e. It is strongly recommended that the President and Vice President of the organization have previously sat on the provincial BoD.
- f. It is strongly recommended that board members are nominated from the pool of previous board members.
- g. A Board position can have a maximum of two consecutive terms of two years each.
- h. Board of directors can hold board positions for three consecutive terms.
- i. All Board of Directors must come from registered Member Clubs that have been members of the Corporation for a minimum of two years.

## 2.03 Executive Committee

- a. The executive committee shall carry out the policies established by the Board of Directors and direct the activities of the Corporation.
- b. The executive committee may hire salaried staff personnel or contract companies, as it deems necessary to promote and develop the sport of amateur kickboxing or support the administration of the Corporation.
- c. The executive committee shall be responsible for the finances of the Corporation with the priority being the growth and development of the sport of amateur kickboxing and the maintenance of the Corporation.
- d. Meetings of the Executive Committee shall be held at the call of any member of the Executive.

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NOTE: the Executive committee is in place to manage the day-to-day operations of the organization. They may enact policies and make decisions. Although these may be put into action, they must ultimately be approved at each subsequent AGM.

## 2.04 Vacation of Office

- a. The office of a member of the Board of Director/Executive Committee shall be vacated:
  1. Upon the acceptance of a member's written resignation
  2. If they fail to attend two consecutive meetings of the Board
  3. If a resolution is passed by 2/3 of the members that they be removed from office due to a violation of the policies of the Corporation
- b. Should a vacancy occur in the Executive committee the Board may appoint a person to fill the vacancy until the next annual meeting.
- c. If the President vacates his/her position – the Vice President automatically takes on the role of President.

## 2.05 Committees and Commissions

The President, with the approval of the Executive committee, may appoint committees, and commissions to deal with specialized areas of activity of the Corporation. The President or his/her representative will be an ex-officio member of all committee/commissions.

- a. Standing Committees – The corporation will have the following committees:
  1. Discipline and Appeals
  2. Competitions and rules
  3. Finance
  4. Certification of Coaches and Officials
  5. Club Development
  6. Marketing
- b. Commissions – The corporation will have the following commissions:
  1. Medical
  2. Coaches
  3. Officials
  4. Athletes



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## 2.05 Designated Representative

The designated representative of the Corporation shall be:

1. The President
2. In their absence the Vice President

## 2.06 Binding the Corporation

The signatures of 2 Board members are needed to legally bind the Corporation. One of these signatures must be that of the President.

### *III. Members*

#### 3.01 Classification

The Corporation shall be composed of the following categories of members:

1. Active Member
2. Active Club Member

All categories of membership are further outlined in the Corporation's By-laws Section 2 (Attached).

#### 3.02 Membership Fees

Annual fees for each category of membership shall be established by the Executive Committee and outlined in the association's finance policy. As above, changes will be voted on post implementation at the AGM.

#### 3.03 Registration

- a. All members must comply with established registration procedure as outlined by the By-Laws of the Corporation (Attached).
- b. Submission of a registration form and fee by an individual is an acknowledgement by said individual to abide by the Objects and By-laws, the rules and regulations and policies of the Corporation as they exist at the date of the application and as amended through specified procedures of the Corporation thereafter. All clubs will be sent a copy of the current association policies and rules/regulations 30 days in advance of the athlete registration deadline. It is the responsibility of all registered members to be aware of all rules and regulations



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that are applicable to their membership and it is the responsibility of the registered clubs to share these with their club members.

## 3.04 Termination or Suspension of Membership

- a. The Board of Directors can terminate or suspend membership with a 2/3 majority if a member's conduct is deemed by the Board to be against any of the policies, rules and regulations, and/or purpose of Kickboxing Ontario. The duration and description of this penalty is according to the Discipline Policy of Kickboxing Ontario. No refunds of fees will be given with any termination or suspension of membership.
- b. Resignation – Any member may resign by submitting a written notice.
- c. Appeals – A member suspended can appeal their suspension or termination with written notice submitted by registered mail no later than 7 days after receipt of notice. Please see the **Harassment/Discipline** document for further insights into this process.
- d. Reinstatement – Any individual may request reinstatement a member so long as they submit to the Kickboxing Ontario Executive a written request of reinstatement with:
  - i. Evidence that the person has not committed the act that resulted in their termination or suspension.
  - ii. The suspension time frame has elapsed.

## IV *Meetings*

### 4.01 Annual Meeting

- a. The annual meeting shall be held within 60 days of the end of the calendar year.
- b. Written notice of the annual meeting shall be forwarded to each registered club and to all voting delegates at least 30 days prior to the meeting.
- c. All members in good standing of the Corporation may attend the annual meeting and be allowed to participate. However all voting is restricted to accredited delegates only.
  1. Accredited delegates are defined as Active Member Clubs with a minimum of 1 registered competitive athlete with Kickboxing Ontario.
  2. Clubs with 500 members or less have 1 vote.
  3. Clubs with greater than 500 members have 2 votes.
- d. The agenda of the meeting will be proposed by the President and approved by the executive committee 30 days prior to the meeting.
- e. A quorum at the AGM must be a minimum of 5% of the current club

# KICKBOXING ONTARIO

membership.

- f. The passing of all motions at the AGM requires 50+1% of votes of approved Delegates.
- g. Voting by proxy at the AGM is not acceptable.

## 4.02 Special Meetings

- a. A special meeting can be called by the President or a Board of Director member, as long as there is a requisition coming from 25% of voting Board members. The meeting will be held within 30 days of its calling.

## 4.03 Meetings of the Board of Directors

- a. Meetings of the Board shall be called by the President, by giving at least 72 hours notice of time, date and place, or specifics of a teleconference.
- b. The Ministry has the right to call a meeting on 24 hours notice.

## 4.04 Meeting of the Executive Committee

- a. Meetings of the Board shall be called by the President, by giving at least three weeks notice of time, date and place, or specifics of a teleconference.

## 4.05 Quorum

A majority of accredited delegates shall form a quorum at all meetings of the Corporation.

## 4.06 Voting

- a. All voting is restricted to properly accredited delegates, as outlined in the By-Laws (see attached).
- b. The Board of Directors of the Corporation will have one vote each.

## 4.07 Motions

- a. Only properly accredited delegates have the right to submit notices of motion, submit amendment or second motions.
- b. Motions are decided by a simple majority vote.
- c. Notices of motion should be submitted in writing no later than 2 weeks before the AGM.

## V. *Finances*

### 5.01 Banking



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- a. The funds of the Corporation shall be deposited in a chartered bank of Canada in the name of the Corporation.
- b. All cheques shall be signed by any two of the President, Vice-President, or Director-Finance
- c. All monies owing to the Corporation shall be due and payable within thirty days of invoicing unless otherwise stipulated.
- d. The corporation has the power to accept donations, gifts, legacies and bequests.

## 5.02 Financial Policies

The fiscal year of the Corporation shall start on January 1<sup>st</sup> and end on December 31<sup>st</sup> of that calendar year.

- a. The Signing Authority requires 2 of the 3 Executive Board Members
- b. The PSO Financial Engagement reports will be produced by a chartered accountant within 60 days of the year end.
- c. Annual Budgets will be produced by the Executive Committee within 60 days of the year end for the upcoming year. This budget will be reviewed and approved by a quorum of membership at the AGM.

## 5.03 Financial Report

The financial review engagement of the Corporation shall be posted on the website sixty days after the end of the fiscal year.

## 5.04 Dissolution

- a. The Corporation shall not be dissolved unless all liabilities have been discharged and a motion has been passed by the majority of the votes recorded at the annual meeting.
- b. Upon dissolution, surplus money shall be donated to a charitable organization, decided by the majority at a special meeting.

## *Section VI Amendments*

### 6.01 Amendments to the Constitution or By Laws

- a. All proposed amendments to the Objects/By Laws shall be forwarded, in writing, to the office of the Corporation no later than 30 days prior to the annual meeting at which they will be considered.
- b. All notices of motion to be discussed at the AGM will be forwarded to all accredited delegates not less than 30 days prior to the annual meeting.

# KICKBOXING ONTARIO

- c. Amendments to the Objects/By Laws require a 2/3 majority vote of all accredited delegates.

## Section VII Other Regulations

### 7.01 Rules and Regulations

- a. The Corporation may make such Rules and Regulations as may be deemed necessary to promote, develop and govern the sport of amateur kickboxing in Ontario. All attempts possible will be made to align both rules and regulations and yearly calendars with the NSO. For example, provincial championships will be set in a timely fashion to allow for qualified competitors to progress to the National Championships.
- b. The Corporation may impose such regulatory measures as it deems necessary for the efficient administration of the competitive structure of the sport within its jurisdiction.
- c. No such Policy and Procedures may violate the individuals rights or freedom except as may be required to protect the rights and freedom of any other individual and to ensure the stability of the basic structure of the corporation.

### 7.02 Policy and Procedures

- a. The Corporation may make such Policy and Procedures as may be deemed necessary to promote, develop and govern the sport of amateur kickboxing in Ontario. Attempts will be made to align these efforts with those of the National Body, but not to the detriment of the provincial body.
- b. No such Policy and Procedures may violate the individuals rights or freedom except as may be required to protect the rights and freedom of any other individual and to ensure the stability of the basic structure of the corporation. Please see **Policies and Procedures** document for further detail.

### 7.03 Interpretation

In this Constitution and the By-Laws of the Corporation, unless the context otherwise specifies or requires;

- a. The singular shall include the plural and the plural the singular;
- b. The masculine shall include the feminine;
- c. 'Person' shall include individuals, bodies incorporated, partnerships, syndicates, trust, unincorporated organizations, and any number of aggregate of person;

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- d. 'Member in Good Standing' means a person who is a member of the Corporation and who is not in arrears with regard to fees or whose membership has not been cancelled in accordance to Article 2.04



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## BYLAWS

### Article 1 Identification

- 1.1 The legal name of the Corporation will be used in all contracts, invoices, negotiable instruments and orders for goods and services made by of the Corporation.
- 1.2 The operational name will only be used to identify itself to the public and for communications.

### Article 2 Membership

#### 2.1 Description of Membership

- a. Active Member – An individual who is actively engaged in amateur kickboxing as a non-competitive member, athlete, coach, or official and who has paid membership dues.
- b. Active Club Member – A club/school/gym that has a minimum of 1 Active Members, of which one has received certification as a coach pursuant to the rules of KICKBOXING ONTARIO, that has policies that are consistent with those of the Corporation, and that has paid its membership dues.

#### 2.2 Fees and Honorariums

- a. Membership Registration fees are:

##### Initial/Renewal

Competitive athlete	\$ 85	
Recreational Member		\$ 30
Coach – all levels	\$ 85	
Officials – all levels	\$ 65	
Member Clubs		\$750

- b. Other fees

Event Sanctioning	\$500
Tournament Sanctioning	\$500

- c. Honorariums are provided for volunteer staff persons that support events of Kickboxing Ontario:



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Chief Official - \$75  
Referees - \$75  
Judges - \$50

- d. Amendments of Fees or Honorariums – The fee structure can be changed with a 2/3 vote from the Executive Committee at any time during the calendar year. The change in fees will not apply until the following registration year. All members must be notified 45 days before the commencement of the registration year.

## 2.3 Registration Procedure

All members must register annually. The registration year shall commence on November 1<sup>st</sup> of every calendar year. All individual members must come from registered Member Clubs. Athletes not affiliated with a registered member club are not permitted to become members of KICKBOXING ONTARIO. If an individual member would like to join, a list of registered clubs will be provided by KO to allow for this individual member to choose and join. The following items are to be sent directly to the office of the Council of Amateur Sport Kickboxing:

### a. Initial Registration of Athletes

Competitors registering for the first year must submit the following items:

- i. Completed Membership Application - Individual
- ii. A copy of legal document attesting birth date
- iii. Two passport sized pictures
- iv. Annual Medical Exam – for full contact rules and duo-division applicants
- v. Registration fee

### b. Renewal Registration of Athletes

- i. Completed Application - Individual
- ii. Annual Medical Exam – for full contact rules and duo-division applicants
- iii. Registration fee

### c. Registration of Recreational Members

- i. Completed Membership Application - Individual
- ii. Registration fee

### d. Registration of Officials – Coaches



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- i. Completed Membership Application - Individual
  - ii. A copy of their certification
  - iii. Registration fee
  - iv. Proof of volunteer screening
- e. Registration of Member Clubs
- i. Completed Membership Application - Club
  - ii. Registration fee

## 2.4 Documentation

### Athlete Passport

1. Each athlete must be in possession of a Passport and is required to present such passport at all Kickboxing Ontario and sanctioned events.
2. Upon receipt of the passport the following entries are to be completed:
  - a. Athlete photograph
  - b. Signature
  - c. Medical Information
  - d. Number of bouts
3. Under no circumstances will athletes be allowed to compete in a full contact event who are not in possession of a complete, current medical exam which has been indicated in the athlete passport and is in possession of the KO office.
4. It is highly recommended for light-contact athletes to also have completed the medical exam – however it is not mandatory.
5. Updating passports with bouts held outside of Canada or with other recognized sanctioning bodies is the responsibility of the club coaches.
6. The loss of the passport shall be reported immediately to the office. Replacement passports will be issued with a \$25.00 replacement fee.

### Official Booklets

1. Upon registration officials will be issued an officials booklet. The booklet must be kept up-to-date with entries on all bouts referred or judged and upon courses completed or clinics attended.



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2. Upon receipt of the annual registration paperwork, all officials will receive a sticker attesting to their renewal that year.

## Coaches Cards

1. Coaches wishing to participate in contest and tournaments sanctioned by Kickboxing Ontario must have competed a minimum Level I Coaching Certification Program.
2. Coaches will receive a card attesting to their accreditation, which they must present at all sanctioned events.

## Article 3 Governing Structure

### 3.1 Executive Committee

#### A. President

##### 1. Roles and Responsibilities

- a. To uphold the mission and mandate Kickboxing Ontario in all decisions within the mandated term of office.
- b. To represent Kickboxing Ontario at the National level.
- c. To represent the Corporation in all dealings with the Ministry of Health Promotion and other government bodies, foundations, sanctioning bodies.
- d. To be the spokesperson for the Corporation to both external and internal stakeholders.
- e. The Chief Executive Officer, the spokesperson, and the Chairman of the Board of the Corporation, the said individual will provide leadership in the strategic planning of the organization in all areas of development.
- f. To appoint skilled individuals to specific commissions, committees and Director portfolios.
- g. To provide the Board of Directors with all relevant information, decisions, and developments of the Corporation.

##### 2. Qualifications

- a. Must be from an Active Member Club
- b. Recommend a minimum of one year experience on Board of Directors.
- c. Demonstrated experience in the not-for-profit and sporting sector are highly recommended.

#### B. Vice President



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## 1. Roles and Responsibilities

- a. The primary role of the said individual is to provide support and assist the President in developing the strategic goals and objectives of Kickboxing Ontario.
- b. To take over the role of the President at functions that the President is unable to attend and represent the Corporation.
- c. To be responsible for governance issues related to the structure and operations of the Corporation.
- d. To provide support membership development in the organization.
- e. To provide leadership for Club development in the organization.
- f. To ensure that the discipline and appeals processes are functioning effectively.
- g. Organize all aspects of the AGM

## 2. Qualifications

- a. Must be from an Active Member Club
- d. Recommend a minimum of one year experience on Board of Directors.
- e. Demonstrated experience in the not-for-profit and sporting sector are highly recommended.
- b. Must have a minimum certification of Level I Coaching or Officiating.

## C. Director - Finances

### 1. Roles and Responsibilities

- a. Establish annual budgets in conjunction with the finance committee
- b. Maintain records regarding all financial transactions
- c. Establish controls and systems for financial transactions
- d. Establish financial policies regarding expenses, fees, salaries, payments, honorariums, petty-cash, and review these annually with finance committee

### 2. Qualifications

- a. Must have a demonstrated background in accounting and/or financial management
- b. Recommend a minimum of one year experience on Board of Directors.
- c. Demonstrated experience in the not-for-profit and sporting sector are highly recommended.

## 3.2 Board of Directors



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## A. Director Officials

### 1. Roles and Responsibilities

1. To review all Officials courses, materials, certifications on an annual basis and suggest changes, additions or modifications to the Board of Directors.
2. To provide feedback on the accreditation process for all Officials.
3. To provide feedback on the performances of all certified or probationary officials to the Board of Directors.
4. To assist in the instruction of Official courses.
5. To develop a strategic plan for the development of a pool of officials across Ontario.

### 2. Qualifications

- a. Must be from an Active Member Club
- b. Must have a minimum certification of Level II Coaching or Officiating
- c. Recommend a minimum of one-year experience on Board of Directors.
- d. Demonstrated experience in the not-for-profit and sporting sector is highly recommended.

## B. Director Coaching

### 1. Roles and Responsibilities

- a. To review all coaching courses, materials, certifications on an annual basis and suggest changes, additions or modifications to the Board of Directors.
- b. To provide feedback on the accreditation process for all coaches.
- c. To provide input on any disciplinary actions filed against a registered coach.
- d. To oversee the program for the instruction of all Coaching courses.
- e. To develop a strategic plan for the development of a pool of officials across Ontario.

### 2. Qualifications

- a. Must be from an Active Member Club
- b. Recommend a minimum of one year experience on Board of Directors.
- c. Must have a minimum certification of Level I Coaching or Officiating

## C. Director Competitions

### 1. Roles and Responsibilities



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- a. To develop and review policies related to all competitions and tournaments in Ontario.
- b. To oversee the regulation of all provincial tournaments and competitions.
- c. To oversee the promotion and implementation of the annual provincial championships.
- d. To establish and oversee provincial rankings and results.
- e. To establish and review policies related to safety and medical issues.
- f. To establish and review screening policies and programs.
- g. To establish and review all rules and regulations of amateur kickboxing in Ontario.

## 2. Qualifications

- a. Must be from an Active Member Club
- b. Must have been on the Board of Directors for a minimum of two years
- c. Must have a minimum certification of Level I
- d. Coaching or Officiating
- e. Demonstrated experience in the not-for-profit and sporting sector are highly recommended.

## D. Director Marketing

### 1. Roles and Responsibilities

- a. Establishes all marketing plans
- b. Plans and oversees advertising and promotional activities.
- c. Establishes and maintains a consistent corporate image throughout all products.

### 2. Qualifications

- a. Must be from an Active Member Club
- b. Recommend a minimum of one year experience on Board of Directors.
- c. Demonstrated experience in the not-for-profit and sporting sector are highly recommended.
- d. Must have demonstrated marketing experience.