

# ***Constitution***

***Springwater Sports Heritage***

Version: 1

Board Approved: 2014, 11, 26

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Section A: Organization

1. Name:

The organization shall be known as “Springwater Sports Heritage” (SSH).

2. Purpose:

SSH’s purpose is twofold:

- a. To digitally chronicle, preserve and provide internet access to Springwater’s sports heritage.
- b. To ceremoniously acknowledge and exhibit the awards of exceptional sporting contributions and achievements of Springwater’s Athletes, Builders and Teams.

3. Organization

SSH is a non-profit organization composed of volunteers that have established an operational relationship with the Township of Springwater. The affairs of SSH are governed by a Board composed of nine (9) Directors and two (2) Ex Officio Members.

4. Locations:

SSH’s related items can be viewed at:

- a. [www.springwatersportsheritage.ca](http://www.springwatersportsheritage.ca)
- b. The Elmvale Community Arena, 14 George Street, Elmvale
- c. Additional sites of varying size and scope from temporary mobile presentations to substantial areas will be considered.

5. Overview:

In support of SSH's purpose the Board has established an internet-based archive to accommodate and accumulate Springwater's Sports Heritage. To enhance access and the preservation of Springwater's sports heritage, SSH is amassing a digital archive of documents, memorabilia and recordings. The internet-based platform approach provides a foundation for enormous development, storage and securing of Springwater's valuable sports related history. Equally important, with this methodology, is the unimpeded access and distribution possibilities it provides. Sports fans, researchers and the media will be able to access a storehouse of valuable resources at their convenience. In addition to providing infinite data preservation the digital archive will continue to evolve as pictures, video, information, statistics and other assets are accrued.

It's also the goal of SSH to establish a minimum of one "bricks and mortar" location to provide a privileged site where visitors can view the recognition and awards of Springwater's Athletes, Builders and Teams inducted into a SSH Hall of Fame. The Athletes and Teams inducted into the SSH Hall of Fame will have demonstrated exceptional athletic talent, proficiency and determination to bring distinction to themselves and the Township of Springwater. Builders inducted will have demonstrated they were successful in creating a climate which significantly benefitted athletes and athletics in the Township of Springwater.

SSH will initially display its awards in an area open to the public in the Elmvale Community Arena. This temporary area will be used until a dedicated SSH Hall of Fame becomes a reality.

To provide access flexibility and distribution the SSH Hall of Fame will be digitally emulated within the SSH internet-based archive.

6. Contact Information:

- a. URL “www.springwatersports heritage.ca”
- b. Email “info@springwatersportsheritage.ca”
- c. Pickup and Drop Off Points

Township of Springwater Administration Centre and Libraries may be used as pickup and drop off points for appropriate activity.

d. Mailing Address:

Springwater Sports Heritage  
2231 Nursery Road  
Minesing ON  
L0L 1Y2

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**Section B: Organization of the Governing Body**

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1. SSH Board:

The affairs of the SSH shall be administered by a SSH Board (Board). The Board shall consist of nine (9) Directors and two (2) Ex Officio Members for a total of eleven (11).

2. Ex Officio Members and Rights:

All Ex Officio Members of the Board are afforded the same rights as the Directors, including debate, making formal motions, and voting. The Ex Officio Members are:

- a. One member of Springwater Township Council.
- b. One SSH Hall of Fame Inductee.

3. Executive Positions and Duties:

a. Chairperson

Presides over, calls and prepares an agenda and distributes them electronically to Board Members in a timely fashion for all meetings to deal with the business of the organization. Official announcements including the successful nominees to the SSH Hall of Fame are made by the Chairperson and/or a Designate. The Chairperson is an ex-officio member of all SSH committees.

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b. Past Chairperson

The current Past Chairperson remains as one of the Directors and takes on the position of an advisor after the completion of his/her term as Chairperson. Should the Past Chairperson be unable to serve an additional Director will be added.

c. Vice-Chairperson

In the absence of the Chairperson, assumes all responsibilities of the Chairperson and will assist the Chairperson as required.

d. Secretary

Is responsible for ensuring that accurate and sufficient documentation exists digitally and is archived to meet the Board's Constitutional and legal requirements, and to enable authorized persons to determine when, how, and by whom the board's business was conducted. Ensures an accurate copy of the final, approved minutes is digitally stored and maintained and include: the date, time, location of meeting; those present and absent; items discussed; reports presented; and the text of motions. Documents responsible for include: Constitution; Terms of Reference; current and past Board Members names, terms of office and related information; Budgets; Financial Statements; AGM, Board and Committee Minutes; Press Releases; Hall of Fame Nominees; Contracts.

e. Treasurer

Is responsible for overseeing the financial administration of SSH which includes: educating and ensures Board and Committees adhere to the financial procedures manual; assist in the preparation of the budget and strategic plans; monitor budget and report variances; provide financial reports to Board and Committees; safeguard assets, data, and personal information; assist with

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contracts, special events and relationships with third parties; mitigate financial risks, fraud and theft; review internal processes and reporting methods annually; prepare for the annual audit; lead on financial strategy and fundraising; promptly communicate appreciation, updates and confirmation of tax receipts to donors and sponsors.

4. Directors:

The remaining Directors attend Board meetings when called by the Chairperson. Assist in the screening and selection of successful nominees to be inducted into the SSH Hall of Fame using the established criteria. Help obtain all additional and necessary background information for nominees. Help raise the finances necessary to develop and maintain displays and other assets promoting the achievements of the SSH Honored Members. Sit on or Chair Committees as required.

5. Committees:

The Board will establish and support the committees necessary to manage the affairs and further the purposes of the SSH. These committees can be Standing or Ad Hoc. All committees will be chaired by a Board member unless otherwise established by the Board. The committee membership makeup should reflect pertinent expertise and may include a mixture of members from the Board and the community. Reporting requirements and frequency will be part of the mandate when the committee is created. The following are the existing Standing Committees:

a. Facilities & Displays Committee

Investigate Hall designs, locations, display opportunities, presentation awards & memorabilia possibilities

b. Finance Committee

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Assemble & scrutinize budget. Prepare & execute sponsorship & funding strategies

c. Induction Committee

Create & implement an inductee nomination & selection process that culminates with an awards presentation

d. Promotion Committee

Prepare & execute communication strategies with individuals, Sport Associations, Media & Governments

e. Sports Heritage Committee

Digitally facilitate procurement, organization, creation, preservation, promotion & dissemination of sports heritage

6. Supporting Resources:

To assist with its duties and responsibilities the Board has established working agreements with Professional Advisors and the Township of Springwater. The operational relationship agreed to with the Township of Springwater provides access to numerous key resources and staff. Anticipating the possible need for professional support SSH has prearranged agreements with accounting and legal advisors to accommodate any necessary legal or accounting guidance that may arise.

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**Section C: Organizational Practices and Procedures**

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Section C: Organizational Practices and Procedures

1. Robert's Rules of Order:

The most current edition of "Robert's Rules of Order" shall be the guidelines used in all Board and Committee meetings to govern the procedures of the SSH in all cases to which they are applicable and which they are not inconsistent with the Constitution.

2. Quorum:

An absolute majority of six (6) of the Board's eleven (11) members shall constitute a quorum for Board meetings. A meeting must have and maintain a quorum for its entirety to be deemed to have taken place. If Board vacancies exist the required number of votes for an absolute majority will be based on the actual positions that are occupied.

3. Voting:

All votes by the Board shall be carried by an absolute majority (6) unless specified otherwise in the Constitution. If Board vacancies exist the required number of votes for an absolute majority will be based on the actual number of positions that are occupied. Voting must be by the eligible Board Members present. Proxy voting is not permitted. Voting cannot be obtained by phone, letters, electronically or any other method.

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4. Term of Office:

Directors serve a three-year (3) term and additional terms if prepared to do so and if duly elected. The inaugural Board will have Directors' terms set to replace three (3) Directors each year to help provide consistency. When possible, to help provide stability and consistency, the Board will endeavour to minimize the number of Directors being replaced at any one time. Ex Officio Members' "Term of Office" is the responsibility of the group they represent.

5. Director Vacancies:

As a result of term expirations, retirements, removals and/or resignations Director vacancies will occur. When a Director vacancy arises the Board will solicit new Directors to serve as needed. Each new Director will be approved by an absolute majority (6) vote of the Board. If Director vacancies exist the required number of votes for an absolute majority will be based on the actual number of positions that are occupied. In the event that a Director is unavailable for a temporary period a substitute may be appointed by the Chairperson on an ad hoc basis. Anyone wishing to be considered as a Director of the SSH should inform the Board in writing. All valid requests will be considered when it is necessary to fill a vacancy.

6. Election of Executive:

The SSH Executive consists of a Chairperson, a Vice Chairperson, a Past Chairperson, a Secretary and a Treasurer elected from the nine (9) Directors. The Board shall convene immediately after the Annual General Meeting (AGM) for the purpose of electing the Executive from among the Directors. The Past Chairperson, or an appointee from the Board not standing for election, shall manage the election of the new Executive. The election for all contested positions shall be by secret ballot. In the event of a retirement, resignation or removal of an Executive member, the Board

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shall follow this practice and elect a replacement within a reasonable time for the unexpired term.

7. Remuneration and Expenses:

The Directors and Committee Members shall serve without remuneration in the performance of their duties. Where appropriate certain expenses may be approved in advance to assist Directors and Committee Members as determined by the Board. Ex Officio Members of the Board remuneration and expenses are the responsibility of the group they represent.

8. Amendments:

In order to promote the welfare of the SSH the Board shall make changes to the Constitution as deemed necessary. Amendments can be approved at any appropriately constituted Board meeting. All proposed amendments must be distributed to each Board member a minimum of four (4) weeks prior to it being presented at a Board meeting. Votes on amendments must be passed by a minimum of two thirds (67) percent (8) of the Board.

9. Business and Fiscal Year:

The Business Year and the Fiscal Year align with the Calendar Year (i.e. January 1st to December 31st).

10. Meetings:

The Board will undertake a sufficient number of meetings each year to conduct its necessary business. The Board will convene an AGM no later than three months after the end of the Business Year. An email notice of the AGM to the Board Members and a declaration of the date, time and location of the AGM on the SSH website must occur a minimum of four (4)

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weeks' before the AGM takes place. The Chairperson can call a Special Meeting if a need develops.

**11. Financial & Audits:**

Financial procedures will adhere to those agreed to with the Township of Springwater. All revenues and expenditures will pass through the Township of Springwater. The Township of Springwater provides the required auditing service.

**12. Conflict of Interest:**

It is important that all members of the Board and other committees officially disclose a potential conflict and remove themselves from the decision-making, and ideally from the entire discussion, should a "Conflict of Interest" arise. A "Conflict of Interest" is a situation in which a person has a private or personal interest sufficient to appear to influence the matter being considered.

**13. Removal of a Director or Committee Member:**

The Board reserves the right to remove a fellow member from the Board or Committees. Removal can be approved at any appropriately constituted Board meeting. Removal is a serious action that should only be considered in cases of extraordinary undesirable and detrimental conduct reflecting poorly on the SSH. After an appropriate discussion and consideration a vote by the Board will be taken and must pass by a minimum of two thirds (67) percent (8) of the Board.

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14. Dissolution:

Should it appear to be necessary to dissolve the SSH a special Board meeting must be called to discuss all related matters. A notice of the special Board meeting must be distributed to each Board member a minimum of four (4) weeks prior to meeting. Individuals will be permitted to make presentations and offer alternatives. All votes related to dissolution must be passed by a minimum of two thirds (67) percent (8) of the Board. Any assets or remaining funds after debts have been paid shall be returned to their providers or transferred to local charities or similar groups at the discretion of the Board.

15. Approval & Date:

Version 1 of the SSH Constitution was duly approved at the November 26, 2014 regularly scheduled Board Meeting (see Meeting Minutes, item # "7.1.1. Review and Approval of Constitution").