

CONSTITUTION Canadian Stick Curling Association

(hereinafter referred to as CSCA)

Definitions:

For purposes of interpreting this Canadian Stick Curling constitution the following definitions will apply:

Member – a provincial or territorial association that promotes the sport of two-person stick curling

Representative – a representative is a person designated by a provincial or territorial association to represent that province’s or territory’s interest at Canadian Stick Curling Association (CSCA) meetings

Officer / Executive – a provincial or territorial representative elected by the CSCA board to one of the five CSCA leadership positions of Chair, Vice-Chair, Secretary, Education Director or Rules and Events Director

Board – The CSCA board is its governing body and consists of the five voting officers / executive members plus one voting representative from each of the provincial / territorial stick curling association. Each province or territory may also appoint one additional non-voting board representative.

Proxy – a voting representative may appoint another representative to act and vote for them at a board meeting

1. Purpose

The vision, mission, values and diversity policy of the CSCA are set out in a separate document, attached as Addendum 2, but establish the basis for this constitution. Amendments to any of these areas will require a simple majority vote of the CSCA Board.

CSCA Board (Board) representatives are also bound by the “Representatives’ Code of Ethics” document they are required to sign.

2. Membership

Membership in the Canadian Stick Curling Association is open to a provincial or territorial curling association or body that promotes the sport of two person stick curling and that wishes to appoint an individual to serve as a voting representative on the Board. Each association may appoint one additional alternate non-voting representative to attend meetings.

New members must apply to the CSCA Board for ratification.

Each province or territory is limited to one member association

The provincial or territorial associations will use their own processes to determine their CSCA representatives. Membership in the CSCA is at no cost.

The initial provincial or territorial associations are listed in Addendum 1 of this constitution.

3. Affiliation

The CSCA shall maintain an affiliation with the Canadian Curling Association (Curling Canada) and be responsible for keeping the CSCA affiliation in good standing.

4. Board of Representatives and Executive

The CSCA Board shall consist of a five person Executive and one representative of each of the provincial or territorial stick curling association as defined in Section 2 above. Each of these Board representatives will have one vote at all CSCA meetings.

The Board may also include one or more positions for Emeritus Board representatives as conferred by the Board based on long and dedicated service by a former executive officer. The Emeritus positions are non-voting but will be considered as positions of honor to allow for attendance and input to the Board. Emeritus members will receive minutes from all Board meetings. Emeritus members have no term limits but may be removed from their position under provisions from Section 7.

The CSCA executive shall consist of the five duly elected Officers of the CSCA. The Officers of CSCA shall include Chair, Vice-Chair (Treasurer), Secretary, Rules and Event Director and Education and Promotion Director. An individual may hold only one position as a CSCA Officer. Officers shall have voting privileges at all CSCA meetings.

The Chair shall cast a vote only in the event of a tie vote between all eligible voting executive officers, voting member representatives attending the meeting and eligible proxy votes.

5. Elections

The CSCA shall arrange for elections to fill the executive positions. The CSCA Secretary is responsible for assembling a list of candidates for all CSCA executive positions. Voting will take place during the CSCA Annual General Meeting and is open to all representative members. Proxy votes will be allowed for executive position elections.

All officers shall be elected at the Annual General Meeting and shall serve for a term of two years commencing May 1. For the first year of the organization three officers with the largest number of votes shall have a two-year term and the other two officers will have one-year terms. The President may only serve two consecutive terms of two years.

After the election has been completed, the executive committee will determine which position each officer will hold.

See Section 7 for details on term limits.

6. Officers

The **Chair** shall be the chief executive officer of the CSCA and shall exercise general supervision over the business and affairs of the association. The Chair shall preside at all meetings and is responsible for creating and distributing an Agenda for all meetings. The Chair shall be responsible for the committee updating the hosting bid package. The Chair shall bring forward the recommendation of the host bid committee for the site of future Canadian Championship events. The Chair shall provide authorization for use of the CSCA logo.

The **Vice-Chair** shall be vested with all the powers, and shall perform all the duties, of the Chair in his/her absence. The Vice-Chair shall keep proper accounting records and be responsible for providing information related to the disbursement of funds by the hosting committee to CSCA or a provincial or territorial association.

The **Secretary** shall issue or cause to be issued, notice of all meetings of the Executive of the CSCA and shall be custodian of all non-financial records and documents belonging to the CSCA. He/she shall cause minutes to be kept and published for all Executive and Annual General Meetings. The Secretary shall be responsible for arranging for a slate of Officers to be presented for election at the CSCA Annual General Meeting.

The **Education Director** is responsible for the dispersal of information related to using a delivery stick, hosting clinics, starting 2-person stick leagues and information on hosting bonspiels. A key responsibility of the education director will be coordinating the maintenance of the CSCA website.

The **Rules and Event Director** shall be responsible for developing/recommending appropriate draw formats, competition rules, and the Guidelines for hosting CSCA championship events. The Rules and Event Director shall interface with Curling Canada and the World Curling Federation to ensure all rules are consistent. The Rules and Event Director will assist the host committee in hosting the CSCA national stick curling championship. They shall provide all awards/crests to the host committee and also provide a national championship banner to the clubs of the Canadian champions.

7. Term Limits:

No CSCA executive officer may serve in any one executive position for more than two two-year terms (4 total years). No executive may serve on the board for more than a combined total of eight years. An executive member who has served a combined total of eight consecutive years (regardless of which positions occupied) must resign from the Board. They may not serve again on the Board for a minimum of two years. After that two-year period, they may become a CSCA Board member again.

CSCA Board members, whether holding an executive position or not during that time, may not serve more than eight consecutive years as a Board member. If there is not natural Board turnover; the CSCA executive will institute staggered term limits commencing after year five from the constitution adoption. This will ensure that there is adequate Board turnover in years six to eight to ensure continuity of institutional knowledge and an orderly transition of Board positions over an extended period of three years. Any Board member serving eight consecutive years or transitioned off the Board under this provision shall not be eligible to serve on the Board again for a minimum of two years.

There are no term limits for Emeritus Board members

8. Removal of Board Members:

An Officer may be asked to resign or be removed from the CSCA Executive prior to the conclusion of his/her elected term for reasons not limited to, but including:

- a) failing to attend three (3) consecutive meetings without notification of the board,
- b) failing to perform the duties of the position
- c) behavior unbecoming of a CSCA Officer or actions that could damage the reputation of the CSCA including but not limited to items set out in the Representatives' Code of Ethics
- d) inability to perform duties due to physical or mental incapacity

The removal process requires a simple majority vote of the CSCA Board and can be initiated at any Board meeting.

In the event that an Officer resigns or is removed from his/her position prior to the conclusion of the elected term, the CSCA Executive may appoint an interim Officer to complete the remaining term. The interim Officer will have all the privileges of an elected Officer.

A Board representative, or Emeritus Board representative, may be asked to resign or be removed from the CSCA Board at any time for reasons not limited to, but including:

- a) failing to attend three (3) consecutive Board meetings,
- b) failing to perform duties designated by the Board
- c) behavior unbecoming of a CSCA Board representative or actions that could damage the reputation of CSCA including but not limited to items set out in the CSCA Code of Conduct
- d) inability to perform Board duties due to physical or mental incapacity

The removal process requires a simple majority vote of the CSCA Board and can be initiated at any Board or special meeting.

In the event that a Board representative resigns or is removed from his/her position, the CSCA Board will request the provincial / territorial association appoint an interim Board representative. The appointed Board representative will have all the privileges of a CSCA Board representative.

9. Committees

CSCA shall from time to time establish committees to deal with CSCA related business.

- (1) Rules Committee: There shall be a Rules Committee with the Rules and Event Director acting as chair. The committee has the responsibility to review all "General Playing Rules" and "Competition Rules" and present any proposed amendments in a timely fashion for consideration at the AGM meeting.
- (2) Education Committee: There shall be an Education Committee with the Education Director acting as chair. This committee will be responsible for updating any education and training materials for the CSCA. They will also oversee maintenance of the organization's website.
- (3) Championship Committee: The "Championship Committee" will solicit national championship locations and bring forward recommendations to the Board on the location for the national championship. The committee will prepare, and update, a championship hosting package setting out minimum requirements and conditions to host the national stick curling championship. The Rules and Event Director will be a member of this committee.
- (4) Governance Committee: The "Governance Committee" will bring forward recommendations to the Board on matters related to overall governance of the organization, changes to the constitution, amendments to the Representatives' Code of Ethics and other matters related to the overall effective and efficient operation of the organization
- (5) Communications / Branding Committee: The "Communications / Branding Committee" will develop national, or assess provincial organization initiated, communications and branding strategies to bring to the Board for approval. They will implement policies and initiatives approved by the Board. They will oversee maintenance of the contact databases.

- (6) Special Committees may be established from time to time as deemed necessary to deal with specific issues.

10. Fiscal Matters

Any financial commitments of the CSCA shall be paid annually by the hosting association / club.

The Vice-Chair shall provide an update on the financial status of the CSCA at the annual general meeting.

The Executive, committee members and provincial or territorial representatives shall not be entitled to receive any compensation or honorarium for services rendered while carrying out their duties.

11. Meetings

Annual General Meeting

The Annual General Meeting (AGM) of the CSCA shall coincide with the annual Canadian Two-Person Stick Curling Championship. The AGM will be open to executive officers and representatives of the provincial or territorial associations as defined in Section 2. Each voting representative will have one vote on any issue. Each executive officer will also have one vote.

The time and location of the meeting shall be established by the CSCA Executive. Notice of an annual general meeting or special meeting shall be sent to each member in good standing, by ordinary mail, e-mail, facsimile or any other medium of communication approved by the Board, to the member's contact information as registered with CSCA, (30) thirty days before the date of such meeting.

Quorum for any meeting of members is a simple majority (50% + 1) of voting members in good standing. Members may participate in discussions electronically. If quorum is not met within one (1) hour of the time scheduled for the commencement of the meeting, then, in the case of the annual general meeting, the meeting is adjourned to the date, time and location fixed by the majority of members in good standing, present, at which rescheduled meeting a quorum of 50% +1 members in good standing is required.

The CSCA Executive is responsible for creating and distributing an Agenda for the AGM at least 10 business days in advance of the AGM. The Agenda shall include but is not limited to minutes of the preceding annual general meeting, consideration of the annual reports by officers and committees, consideration of annual financial update, new business provided notice thereof was provided prior to the meeting, nominations/elections of officers, issues

arising from old business, rule changes and location of future CSCA Canadian championships.

A meeting of representatives may be held at the close of every annual general meeting, without notice.

Board Meetings

Meetings of the Board may be held in person, or by means of such telephone, electronic or other communications facilities that will permit all persons participating in the meeting to communicate with each other.

A meeting of the Board shall be called at the direction of the Chair or of three-fifths (3/5) of the officers and representatives.

Notice of any meeting of the Board shall be given to all Board members prior to the meeting.

The accidental omission to give notice to any Board member, or the failure of any Board member to receive such notice shall not invalidate any decision made or resolution passed at any such meeting.

A majority (50% + 1) of the elected or appointed Board members constitutes a quorum. No business shall be conducted at any meeting of the Board unless a quorum is present to open the meeting and, upon request, before a vote.

No business shall be conducted at any meeting of the Board unless a quorum is present. When a quorum is not present, the meeting of the Board shall be adjourned to a time and place as may be decided by the Chair.

A meeting of the Board at which a quorum is present shall be competent to exercise all or any of the authority, powers, and discretions vested in or exercisable by the Board generally.

Such other person as the Board requests may attend each Board meeting in an *ex officio* capacity, with no right to vote.

The Chair may at any time require a meeting, or a portion of a meeting, to be held *in camera*, and require that any non-Board members attending the meeting withdraw from any *in camera* sessions of the Board.

The Chair may, with the consent of the meeting, adjourn any meeting. No business shall be transacted at the subsequent meeting other than the business left unfinished at the adjourned meeting unless notice of such new business is given to the members.

Special Meetings:

A special meeting of the Board may be called at any time by the Chair. No business other than that specified in the notice shall be brought before a special meeting.

The notices shall be in writing and shall state the day, hour and place of the meeting as well as the general nature of the business to be transacted.

Failure to receive such notice, for any reason whatsoever, including accidental omission to send such notice to any members entitled to such notice, shall not invalidate the notice nor invalidate the meeting or make void any proceedings taken at the meeting.

Quorum for any special meeting of the Board is a simple majority (50% + 1) of Board members in good standing. If quorum is not met within one (1) hour of the time scheduled for the commencement of the meeting, then the meeting is dissolved.

Voting:

At each annual general meeting, Board meeting or special meeting:

Each provincial/territorial voting representative will have one vote on any issue. Each executive officer will also have one vote. Only members in good standing may have a representative vote. Proxy votes are permitted.

A resolution put to a vote is determined by a simple majority of cast votes.

Upon agreement by the majority of officers and provincial representatives, motions and voting may be made outside the scheduled meetings via electronic communication.

Notice of a vote outside of a scheduled meeting shall be sent to each representative in good standing, by ordinary mail, e-mail, facsimile or any other medium of communication approved by the Board, to the representative's contact information as registered with CSCA, at least (10) ten days prior to the date of such vote.

At least 50% + 1 of the CSCA executive and the voting provincial/territorial representatives shall constitute a quorum. In the absence of a quorum of votes; the resolution shall be considered defeated.

12. Amending the Constitution

Amendments to the CSCA Constitution will be considered at the CSCA Annual General Meeting. Proposals/amendments may arise from any member(s) in good standing with the CSCA and must be presented to the CSCA executive and representatives ten (10) working days prior to the AGM. Voting will take place at the AGM. Adoption of a proposed amendment requires a two thirds (2/3) 66.67% majority vote of the eligible CSCA executive and provincial or territorial representatives present. Proxy votes are specifically disallowed for constitutional amendments.

13. Dissolution

In the event that the CSCA files for dissolution, all remaining funds will be distributed by the

Board in priority based on the following guidance:

- a) to cover any outstanding invoices or expenses of the CSCA.
- b) to fund a merged or newly created organization representing stick curling in Canada
- c) to fund an international 2-person stick curling governing body of which Canada is a member.
- d) to fund provincial stick curling associations if there is no national or international body representing Canada's interests.

14. Declaration

This constitution was approved by the members on ___"day" of "month", 2021 and is enacted on this ___day of "month", 2021 as witnessed by the Board Chair and Vice-Chair

Name: _____

Name: _____

Signature: _____
Chair, C.S.C.A.

Signature: _____
Vice-Chair, C.S.C.A.

Date: _____

Date: _____

**ADDENDUM 1 TO CONSTITUTION
Canadian Stick Curling Association**

Founding member associations of the CSCA are:

British Columbia

Alberta

Saskatchewan

Manitoba

Ontario

Quebec

New Brunswick

Prince Edward Island

Nova Scotia

ADDENDUM 2 TO CONSTITUTION Canadian Stick Curling Association

VISION STATEMENT

The vision of the Canadian Stick Curling Association (CSCA) is to be recognized as a leader in promoting the growth and development of the sport of stick curling across Canada and around the world for the benefit of both recreational club curlers and competitive stick curlers.

The CSCA exists to be the sanctioning body for Canadian two-person stick curling championship events.

MANDATE

To promote and develop stick curling across Canada. To ensure the best possible curling experience for both club and competitive stick curlers.

To maintain a close association with Curling Canada and the provincial or territorial curling associations. To work cooperatively with Curling Canada and provincial or territorial curling associations to ensure the recognition and promotion of stick curling in Canada.

To represent Canada's stick curling interests internationally and at the World Curling Federation. To work cooperatively with international curling, and stick curling, bodies to facilitate the growth of stick curling internationally.

To promote a healthy and active lifestyle for curlers, seniors and others not wishing to participate in traditional curling due to choice or physical impediments.

Mandate focus areas:

- 1) Promote stick curling throughout all geographical areas of Canada
- 2) Increase participation in stick curling at the club, inter-club and competitive league levels.
- 3) Develop and maintain a database of curling clubs, club contacts and individual stick curlers in Canada

- 4) Determine playing rules / guidelines in conjunction with Curling Canada and the World Curling Federation
- 5) Coordinate a national stick curling championship including:
 - a. Establish a championship hosting committee to develop minimum requirements and work with the host club
 - b. Select competition dates
 - c. Select a host club
 - d. Determine format of play
 - e. Ensure supervision of play and coordination of officials
 - f. Determine draws and championship schedule
 - g. Determine awards / prizes to be presented
 - h. Seek championship sponsorship
 - i. Other such actions as deemed appropriate
- 6) Work cooperatively with the other national stick associations in organizing a World Stick Curling championship

VALUES STATEMENT

The CSCA values include a commitment to:

- 1) excellence
- 2) inclusiveness
- 3) transparency
- 4) accountability
- 5) integrity

We will represent the interests of all Canadian stick curlers and encourage diverse participation in the sport. The CSCA will hold itself to the highest ethical standards in all of its dealings and in its interactions with stick curlers. The CSCA will always act in the best interest of stick curlers.

We will strive for gender and geographical representation on the Board to allow for balanced and informed discussion of issues. We will create and maintain an environment where input from all members is encouraged and individuals are treated with respect and dignity at all times.

The CSCA Board represents the provincial stick curling bodies, will conduct themselves in a transparent manner and will be accountable to those members. CSCA is a non-profit organization and there will be full financial disclosure of its activities. The Board will strive to

effectively communicate its plans, and the results to date accomplishing those plans, to the member body representatives on an on-going basis.

Statement on Board Diversity & Inclusion

Canadian Stick Curling Association (CSCA) values the benefits that diversity can bring to the sport of stick curling and the board of directors (the “Board”). Diversity promotes the inclusion of different perspectives and ideas, mitigates against group think and improves oversight, decision-making and governance. Diversity on the Board also demonstrates CSCA’s commitment to diversity at all levels within stick curling.

CSCA is also committed to fostering an inclusive culture based on merit and free of conscious or unconscious bias.

At all times, CSCA seeks to maintain a Board comprised of talented and dedicated representatives with a diverse mix of experience, skills and backgrounds collectively reflecting the strategic needs of the association and the nature of the environment in which we operate. When assessing Board representation or identifying suitable candidates for appointment or re-election to the Board, CSCA will consider candidates using objective criteria having due regard to the benefits of diversity and the needs of the Board. For purposes of this policy, diversity includes skills and professional experience, geography, age, gender, visible minorities, Indigenous peoples, persons with disabilities, sexual orientation and other personal characteristics.