



TERMS OF REFERENCE

TABLE OF CONTENTS

Terms of Reference:	Page
Mission	3
Mandate	3
Vision	3
Values	3
Governance:	
Membership	4
Board of Directors	7
Meetings	9
Elections	10
Vacancies	10
Tenure	11
Remuneration	11
Finance	11
Removal of Directors	12
Conflict of Interest	13
Dissolution	14
Amendments	14
Appendices:	
Conflict of Interest Declaration	16
Membership Application Forms	18-19

WINNIPEG REGIONAL SPORT ALLIANCE TERMS OF REFERENCE

Mission:

To maximize the opportunity for community participation in sport through enhanced communication and planning resulting in the efficient and effective use of all available resources.

Vision:

A unified and coordinated voice that serves to strengthen sport within the community.

Mandate:

The Winnipeg Community Sport Alliance encourages and facilitates discussion, communication, collaboration and partnerships between provincial, municipal, community and school based organizations.

Values:

The Winnipeg Community Sport Alliance will incorporate and adhere to the following values:

- Respect
- Responsibility
- Inclusiveness

Membership

The number of members of the Winnipeg Community Sport Alliance shall not be limited.

TYPES

Full Membership

Non-profit organizations or groups whose principal mandate is developing and delivering sport opportunities and programs for Winnipeg residents.

Members must be in good standing, and recognized as a sport organization by either a provincial or national sport organization.

Should there be no recognized Winnipeg Sport Organization for a sport that sport must appoint one representative from one of their clubs/associations to represent their sport.

Partner Membership

Non-profit organizations or groups who have some interest in sport in the city of Winnipeg as part of their mandate or operations but for whom this is not the primary focus or activity and are not represented by a voting full member or an appointed member.

Associate Membership

Any individual or professional sport organization with a significant interest in amateur sport within the city of Winnipeg.

Criteria Full and Partner Membership:

Winnipeg community organizations or groups are eligible if they:

- Are a not-for-profit organization or group.
- Are based in Winnipeg and operate programs for Winnipeg residents.
- Have been actively operating in the city of Winnipeg for a period of at least one year.
- Complete a membership application to, and receive acceptance notification from, the WCSA Board of Directors.
- Have aims and objectives supportive of the WCSA.

A letter on official letterhead or copy of Board minutes is required from each organization or group recognizing an individual as their approved representative.

All members will be required to uphold, observe and conform to the Governance Laws of the WCSA and such regulations.

To vote on any WCSA business, members must have on file with the WCSA Executive Director a complete and approved membership application form and be paid in full for the current membership year.

Criteria Associate Membership:

Associate Members are eligible if they:

- Complete a membership application to, and receive acceptance notification from, the WCSA Board of Directors.
- Have aims and objectives supportive of the WCSA.

Professional sport organizations must provide a letter on official letterhead or copy of Board minutes is required from each organization, recognizing an individual as their approved representative.

All members will be required to uphold, observe and conform to the Governance Laws of the WCSA and such regulations.

Rights and Privileges:

Full membership

- attend all annual, board and special meetings of the WCSA.
- have one vote at all meetings of the WCSA. No proxy votes are allowed.
- propose nominees for election to the Board of Directors/Executive and be eligible for election to the Executive/Board of Directors.
- actively participate on one or more of the WCSA sub-committees e.g. fundraising/sponsorship projects/communications.
- use the logo of the WCSA with written consent.

Partner Membership

- attend all annual and special meetings of the WCSA.
- have one vote at all meetings of the WCSA. No proxy votes are allowed.
- actively participate on one or more of the WCSA sub-committees e.g. fundraising/sponsorship projects/communications.
- use the logo of the WCSA with written consent.

Associate Membership

- attend all annual and special meetings of the WCSA.
- actively participate on one or more of the WCSA sub-committees e.g. fundraising/sponsorship projects/communications.

Appointed Membership

- attend all annual, board and special meetings of the WCSA.
- have one vote at all meetings of the WCSA. No proxy votes are allowed.
- actively participate on one or more of the WCSA sub-committees e.g. fundraising/sponsorship projects/communications.
- use the logo of the WCSA with written consent.

Removal of Members

Members of the WCSA may be removed for just cause by a three-fourths vote of those Directors present at a special meeting called for that purpose.

Fee Structure

Full membership: annual fee is \$75.00

Partner membership: annual fee is \$50.00

Associate membership: no annual fee

Member Services

- Posting of events
- Newsletters
- Sport Directory
- Educational Opportunities
- Workshops and Seminars
- Grant Information
- E-Mail Updates
- Website Access
- Attend WCSA Events and Meetings
- Access to all WCSA Resources
- Job Postings
- Other

Board of Directors

The Board of Directors will be comprised of the following:

- The Executive Committee Members (5)
- Directors at Large (up to 8)

Note: All of the above will be elected at the AGM except the Chairperson and Past Chairperson

Ex Officio Members:

- KidSport Winnipeg designate and Winnipeg Regional Games Committee designate (2)

Appointed Members:

- City of Winnipeg Community Services designate (1)
- General Council of Winnipeg Community Centres designate (1)
- School Division designates (6)

Note: Ex-Officio and Appointed Members will be appointed to the Alliance by their respective committees/organizations

Responsibilities:

- Uphold and support the objectives of the Winnipeg Community Sport Alliance.
- Make or change the policies of the Alliance.
- Meet at least quarterly.
- Carry on the day to day operations of the Alliance.
- Review the Strategic Plan annually.
- Develop and monitor the annual work plan/sport development plan and budget.
- Appoint and establish committees or sub-committees as required and be tasked with developing a terms of reference for each committee.
- Grant allocations.

Executive:

The Executive will be comprised of the following:

- Chairperson
- Vice-Chairperson
- Secretary
- Treasurer
- Past Chairperson

Chairperson:

- Preside at all meetings of the Alliance, Board and the Executive.
- Make a full report to the Annual General Meeting of the Alliance.
- Make a full report to the Alliance of all actions or decisions taken since the previous Alliance meeting.
- Assure that the Winnipeg Community Sport Alliance is represented at all official functions.
- Serve as the Winnipeg Community Sport Alliance representative on the Regional Sport Chairs Committee.
- Conduct an orientation session with new Alliance Board members.
- Supervise and provide direction to staff.
- Serve as an ex-officio member of all committees of the Alliance

Vice-Chairperson:

- In the absence of the Chairperson, perform all duties of the Chairperson.
- Automatically succeed the Chairperson.

Secretary:

Ensure that staff:

- Document and maintain minutes of the Alliance Membership and Board of Directors meetings. The Secretary and Chairperson must sign off on/authorize the minutes.
- Maintain a file of minutes as submitted by all Committees.
- Circulate notices concerning meetings of the Alliance Membership, Board meetings and the AGM.
- Issue all official correspondence for the Alliance.

Treasurer:

- Ensure that staff administers all of the finances of the Alliance.
- Monitor all funds of the Alliance as designated by the Alliance.
- Monitor all expenses and bill payments of the Alliance as approved by the Board.
- Report on the financial standing of the Alliance at each Board meeting.

Staff:

- The Executive Director is an Ex-Officio member of the board and all committees
- Administer all of the finances of the Alliance.

Meetings:

Annual General Meeting

The Annual General Meeting shall be held annually upon a date, time and place to be determined by the Board.

The agenda for the Annual General Meeting shall be:

- Meeting Called to Order
- Welcome and introductions
- Roll Call
- Approve agenda
- Minutes from the last Annual General Meeting
- Business arising, corrections
- Reports: Chairperson, Treasurer, Executive Director, Committee Chairs, Manitoba Games, KidSport
- Resolutions to be considered
- Approval of annual work-plan and budget
- Report from Nominating Committee
- Election of Directors
- Announcement of appointments from KidSport-Winnipeg and Manitoba Games- Winnipeg Region Committee
- Next Meeting
- New Business/Announcements
- Adjournment

Written notice stating the agenda, any notice of motion(s) for consideration with requests for additional resolutions, specifying the place, date and time shall be sent to all members at least 60 days prior to the meeting date. Any additional resolutions must be submitted in writing to the Executive Director no later than 45 days prior to the scheduled AGM. A final agenda will be sent to all members no later than 30 days prior to the scheduled AGM.

Members are required to pre-register for the AGM in order to be entitled to vote.

Votes by proxy shall be not accepted at the Annual General Meeting.

SPECIAL MEETINGS

Special Meetings may be called by the Chairperson with a minimum of 14 days written notice to the membership.

Quorum

Annual General Meeting, Special Meetings and Board Meetings

The quorum necessary for the transaction of business at Alliance Special Meetings shall be 50 % of the board of directors plus one and any members in attendance.

The quorum necessary for the transaction of business at the Annual General Meeting is 50% of pre-registered voting members plus 1.

The quorum necessary for a Board of Directors Meeting is a simple majority of voting Board Members.

No business shall be transacted at any meeting unless a quorum is present at the commencement of such business.

Elections

A nomination Committee will be comprised of the Past Chairperson as Chair and at least two additional Board of Directors.

The Vice-Chairperson will automatically succeed the Chairperson.

The outgoing Chairperson will automatically become the Past Chairperson.

Voting shall be conducted at the Annual General Meeting for the following positions:

- Vice Chairperson
- Secretary
- Treasurer
- Directors at Large (up to 8 positions)

The candidate receiving the most votes shall be elected and will take on the position immediately following the election.

Nominations will be submitted by the nominator to the Alliance Past Chairperson at least two weeks prior to the AGM at which time the Past Chairperson will present the slate of nominations.

Nominations will not be accepted from the floor at the AGM.

Voting members shall be entitled to one vote each.

Vacancies

The board shall fill any vacancy occurring in the position of a director on the board through appointment. Any replacement director shall hold that position until the next Annual General Meeting.

Tenure

The term of office for a Director at Large will be two years to a maximum of two terms.

The term of office for each of the Secretary and Treasurer positions will be two years, with no one position occupied for more than 2 consecutive terms by the same person.

The term of office for the Chairperson and the Vice-Chairperson position will be two years.

Elections for the following positions will be held on odd years:

- Vice-Chairperson
- Treasurer
- 4 Directors at Large

Elections for the following positions will be held on even years:

- Secretary
- 4 Directors at Large

Remuneration

No director of the Alliance or any committee member may receive any compensation from the Alliance except for expenses incurred on behalf of and directly related to Alliance business.

Finance

The books and records of the Alliance may be inspected by any member of the Alliance at any time upon giving reasonable notice and arranging a time satisfactory to the Staff/Treasurer.

The process for approval of Alliance expenditures may be either of the following:

- There shall be at least two of the following signatures on any purchase order requisition: Executive Director, Treasurer and/or Alliance Chairperson.
- Any expenditure that fits within the approved annual budget as passed by the Alliance Board of Directors and/or any passed motions made and recorded in writing, may be paid out by the WCSA Staff.

Removal of Directors and Officers

Any director may be removed from their elected or appointed position by a two-thirds majority vote of the remaining WCSA Board of Directors upon the occurrence of any one of the following events:

- a) Failure by the director to attend any three consecutive meetings;
- b) Failure by the director to disclose a conflict of interest;
- c) Where the remaining directors are of the opinion that the director in question has not acted in the best interest of the Alliance.

A motion to remove a director must be presented at the meeting of the board before the meeting that will consider the motion.

The meeting considering the motion to remove the director must have a quorum without counting the director who brought the motion, or the director who is the subject of the motion, neither of whom may vote on the motion.

The motion to remove and the reasons for the motion must be mailed to the director being removed no later than seven (7) days prior to the meeting dealing with the dismissal. The director being removed shall be given the opportunity to present his/her evidence.

Conflict of Interest Policy:

All directors, committee members, members and staff must be familiar with and comply with the Winnipeg Community Sport Alliance Conflict of Interest Policy.

No director or employee of the WCSA shall derive any personal profit or gain, directly or indirectly, by reason of his or her work with the WCSA. Each such individual shall disclose to the Board of Directors of the WCSA any personal interest he or she may have in any matter pending before the organization and shall refrain from participation in any decision on such matter.

Representatives of WCSA will not:

- a) Engage in any business or transaction, or have a financial or other personal interest that is incompatible with their official duties with WCSA, unless such business, transaction or other interest is properly disclosed in accordance with this policy;
- b) Knowingly place themselves in a position where they are under obligation to any person who might benefit from special consideration, or who might seek, in any way, preferential treatment;
- c) In the performance of their official duties, accord preferential treatment to family members, friends or colleagues, or to organizations in which their family members, friends or colleagues have an interest, financial or otherwise;
- d) Derive personal benefit from information that they have acquired during the course of fulfilling their official duties with WCSA, where such information is confidential or is not generally available to the public.
- e) Engage in any outside work, activity or business or professional undertaking that conflicts or appears to conflict with their official duties as a representative of WCSA;
- f) Use WCSA property (including logo), equipment, supplies or services for activities not associated with the performance of official duties with WCSA;
- g) Place themselves in positions where they could, by virtue of being a representative of WCSA, influence decisions or contracts from which they could derive any direct or indirect benefit or interest;
- h) Accept any gift or favour that could be construed as being given in anticipation of, or in recognition for, any special consideration granted by virtue of being a Representative of WCSA.

Disclosure of Conflict of Interest

On an annual basis, all directors and employees and committee members will complete a written statement disclosing any real or perceived conflicts that they might have.

At any time that a representative of WCSA becomes aware that there may exist a real or perceived conflict of interest, they shall disclose this conflict to the Board of Directors immediately.

Disciplinary Action:

If it is determined that a Director has violated the WCSA Conflict of Interest Policy, the circumstances of such violation will be reviewed by the Board.

The WCSA Chairperson will be responsible for ensuring that a copy of this policy is provided to all directors and staff.

Dissolution:

Members of the WCSA do not have and cannot have any personal interest in the WCSA's property. If the WCSA is dissolved or disbanded, any assets left after all liabilities have been satisfied must be turned over to Sport Manitoba.

Amendments:

Changes to the Terms of Reference can only be made at the Annual General Meeting.

Adoption of the WCSA Terms of Reference _____ day of _____ 20__.

President Signature: _____ Secretary Signature: _____

Appendices



Winnipeg Community Sport Alliance Conflict of Interest Declaration

I hereby declare the following in regard to the Conflict of Interest Policy of the Winnipeg Community Sport Alliance.

1. I have read the attached Conflict of Interest Policy of the Winnipeg Community Sport Alliance.
2. I acknowledge that I am required to comply with the said Policy.
3. I acknowledge further that I have the on going responsibility to disclose to the Chairperson of the Winnipeg Community Sport Alliance, in writing, all actual or perceived conflicts of interest that may exist while I am a volunteer/staff person of the Winnipeg Community Sport Alliance.
4. I agree to be bound by and to comply with the Conflict of Interest Policy.
5. I have checked the appropriate box below and I hereby declare that all statements or declarations contained herein are true.
6. Should my circumstances change I agree to complete updated Conflict of Interest Declarations on a timely basis.

Initial Here: _____ I have no conflict of interest, nor am I involved in anything that may be considered to be a perceived conflict of interest as defined in the Winnipeg Community Sport Alliance conflict of Interest Policy.

Initial Here: _____ I have a conflict of interest or a perceived conflict of interest as defined in the Winnipeg Community Sport Alliance conflict of Interest Policy. A comprehensive list of all such conflicts or perceived conflicts along with full particulars of all such conflicts or perceived conflicts is listed as attached.

Signature: _____

Printed name: _____

Position: _____

Date: _____



Winnipeg Community Sport Alliance Conflict of Interest Declaration

Signature: _____

Printed name: _____

Position: _____

Date: _____



New Membership Application Form

Applying for: Full Membership or Partner Membership

Organization/Group Name*:

Contact Name*: Contact's Title:

Contact Phone Number #1*: Phone # 2*:

E-mail: Website*:

Address: Postal Code:

Fax #: ** Can this information be released to interested participants? Yes No

Sport(s) offered:

Demographic Served:

- Female Recreational Competitive Elite Disabled Programs
- Male Competitive Children Youth Adult Senior

What challenges currently affect your organization?
.....
.....

What can the WCSA do to assist you?
.....
.....

Is there a major issue/initiative/project that the WCSA should pursue or investigate?
.....
.....

Full Membership fee \$75.00

Partner Membership fee \$50.00

I have enclosed a cheque payable to the WCSA

A receipt and confirmation letter will be mailed to you after your membership application has been processed. We value your privacy and except as authorized, contact information will be kept confidential within the WCSA.

Mail your completed application form to:

Winnipeg Community Sport Alliance
145 Pacific Avenue
Winnipeg, MB
R3B 2Z6

Ph: 925-5907

Fax: 925-5916



New Membership Application Form

Applying for: Associate Membership

Title: Ms. Mrs. Mr. Other

Name:

Contact Phone Number #1: Phone # 2:

E-mail: Fax #:

Address: Postal Code:

Involvement in sport:

What is your interest in joining the WCSA?

.....

.....

What challenges currently affect your sport/community?

.....

What can the WCSA do to assist you?

.....

.....

Is there a major issue/initiative/project that the WCSA should pursue or investigate?

.....

.....

A confirmation letter will be mailed to you after your membership application has been processed. We value your privacy and except as authorized, contact information will be kept confidential within the WCSA.

Mail your completed application form to:

Winnipeg Community Sport Alliance

145 Pacific Avenue

Winnipeg, MB

R3B 2Z6

Ph: 925-5907

Fax: 925-5916