

Articles and Bylaws of  
Global Taekwondo  
Martial Arts Inc.



## Table of Contents

1.	Objectives of the GTMA:.....	3
2.	Interpretation: .....	3
3.	Definitions: .....	3
4.	Membership:.....	4
	4.1: Class of Membership .....	4
	4.2: Removal of a Member.....	5
	4.3: Reinstatement of a Member .....	5
	4.4: Suspended Member .....	5
	4.5: Expulsion of a member or club:.....	6
5.	Directors: .....	6
6.	Powers to Establish Policies:.....	7
7.	Director’s Duties: .....	8
8.	Vacancy and Removal of Board Member.....	9
9.	Committees of the Board:.....	10
10.	Technical Committee .....	10
11.	Meetings of Members .....	11
12.	Annual General Meeting.....	11
	12.1: Preparation .....	12
	12.2: Voting .....	12
	12.3: Voting Representation .....	12
	12.4: Proxy Voting.....	13
13.	Financial Reports: .....	13
14.	Amendment(s) of Bylaws: .....	14
15.	Liquidation and Dissolution: .....	14
16.	Appendices to the Bylaws: .....	14
	Document Control .....	14

The Articles and Bylaws of Global Taekwon-Do Martial Arts Inc. (GTMA) are as follows:

**1. Objectives of the GTMA:**

The objectives of the Association are to promote, educate and demonstrate to the people of Saskatchewan the martial art of Taekwon-Do including:

- 1.1: To instill, display and lead by the tenets of Taekwon-Do, for our students, instructors and board members.
- 1.2: To Host events that promote Global Taekwon-Do Federation Taekwon-Do in Saskatchewan.
- 1.3: To nurture relationships between our clubs with our members through transparency and clarity of communication.
- 1.4: To educate and provide our instructors and referees in order to promote excellence and consistency within the Association.
- 1.5: To be fair and transparent to all member clubs regarding the distribution of funds.

**2. Interpretation:**

In these bylaws:

- 2.1: GTF means Global Taekwon-Do Federation.
- 2.2: Any word(s) or expression used but not defined has, unless the context otherwise requires, the same meaning as in the act.
- 2.3: If there are any challenges regarding interpretations in this document, the terms and provisions of the Constitution and Bylaws of the Saskatchewan Global Taekwon-Do Martial Arts Association Inc. shall prevail.

**3. Definitions:**

- 3.1: Act: The Saskatchewan Corporations Act as amended.
- 3.2: Association: refers to the Saskatchewan Global Taekwon-Do Martial Arts Inc. (GTMA).
- 3.3: Board Fiscal Year: April 1 – March 31.
- 3.4: Club Representative: Responsible for overseeing their Club, and addressing administrative duties as required by GTMA.
- 3.5: Days: will mean days irrespective of weekends or holidays.
- 3.6: Director: A Member of the Board of Directors as elected by the Members at a Annual General Meeting.
- 3.7: Member in Good Standing: An individual who has paid their Membership fees, is not suspended or expelled from Membership, or subject to the Disciplinary Process,

and has not been found in violation of GTMA Bylaws or Policies.

3.8: Registered Instructor: A certified Global TaeKwon-Do Federation Instructor.

3.9: Special Meeting: Meetings that are called by the Board of Directors between regular Membership Meetings with a specific topic to be discussed.

#### **4. Membership:**

The membership of the Association shall consist of:

4.0.1: Registered students age 18 and up, or the parent/guardian of a minor student.

4.0.2: Registered Instructors.

4.0.3: Anybody is eligible to join, once membership fee is paid.

4.0.4: A regular member is entitled to all privileges of membership except for the right to vote.

4.0.5: Any club is eligible to join, after submitting an application for membership and being approved by the Technical Committee and Board of Directors.

##### **4.1: Class of Membership**

4.1.1: Every member shall uphold the Bylaws and Polices of the Global TaeKwon-Do Martial Arts Inc. (hereinafter known as the Association). Individuals and Clubs/School who meet the membership criteria are eligible for membership in only one class.

4.1.2: Individual Members of the Association must also be a member of the National Association.

4.1.3: Members must submit yearly fees to the Association. Such fees shall include Provincial and National Membership fees. The Association is responsible for submitting Membership fees for each member to the National Association.

4.1.4: Club/School Members must submit annual Membership Rosters to the Association in accordance with the Association Policy.

4.1.5: Clubs/Schools wishing to become a member must apply for Membership.

4.1.6: New Application for Membership is defined as:

4.1.6.1: A Club/School not currently holding a Membership with the Association.

4.1.6.2: An Individual not currently holding a Membership with the Association.

4.1.7: A Club/School that holds a current Membership with the Association but that has changed instructor, affiliation or ownership is NOT required to reapply for

Membership.

4.1.8: An existing Club that has changed instructor, affiliation or ownership, and wishing to remain a Member of the Association is required to submit details of the change to the Association.

#### 4.2: Removal of a Member

4.2.1: The Directors in their absolute discretion may pass a resolution at any Board Meeting, authorizing the removal or suspension of a member and thereupon such a person is removed or suspended as the case requires and such removal or suspension shall be noted on the membership list with the date and reason for removal or suspension. Membership fees are not refundable.

#### 4.3: Reinstatement of a Member

4.3.1: The Directors in their absolute discretion may pass a resolution at a Board Meeting, authorizing the reinstatement of a suspended or removed member, and thereupon such a person shall become re-instated as a member. The date of reinstatement shall be noted on the membership list.

#### 4.4: Suspended Member

4.4.1: A Suspended Member is an individual or Club/School which has been suspended or sanctioned by the Association due to violations of the GTMA Policies and Procedures.

A Suspended Member:

4.4.1.1: Will have a voice at the Association meeting of the members.

4.4.1.2: Cannot vote at the Association meeting of the members.

4.4.1.3: Cannot serve as Board member.

4.4.1.4: Is not eligible to receive funding from the Association.

4.4.1.5: May participate in the Association seminars that are aimed at the whole province in general, but is not eligible for subsidies related to this participation.

4.4.2: A Suspended Member must meet all requirements imposed by the Board of Directors prior to having their suspension/sanction removed.

4.4.3: Upon termination of a license, an instructor is not entitled to any refund of any

fees paid.

4.4.4: The instructor shall immediately lose all privileges associated with GTMA. The instructor and all their members have 30 days from the date of the license cancelled to discontinue the use of any GTMA logos or materials.

4.4.5: Discipline of Members and related Appeals will be undertaken based on provisions, policies, and procedures outlined in Safe Sport Policies.

4.5: Expulsion of a member or club:

4.5.1: An expulsion of a member, club and/or instructor will only be decided by the Board of Directors.

4.5.2: No member may be denied the right to practice or receive instruction unless they have been formally suspended or expelled.

**5. Directors:**

5.1: The Board of Directors Shall Consist of:

- President
- Vice President
- Treasurer
- Secretary
- Up to three (3) additional Members at Large

5.2: The Board of Directors shall consist of a minimum of five (5) members and a maximum of 7 Board Members. Quorum for Board Meetings shall be a minimum of five (5) members.

5.3: Election of Board Directors: The Members shall elect the Board of Directors at an Annual General Meeting (AGM) each year. Board of Directors shall consist of members elected from within the GTMA membership of those in good standing.

5.4: Board of Director Terms: Each Director shall hold office for a term of 3 years. Following their 3rd year term a new board member will be elected. Members of the board are permitted to run for their current Board Executive position they hold, and if no one challenges them then they may hold their current position for an additional new term of (3 years).

5.5: The Executive Committee of the Board includes the President, Vice President, Secretary and Treasurer, who will be determined by a vote each year by the Member's

representatives at the AGM.

5.6: The Directors shall govern the affairs of the Association in all matters between Annual Meetings and without restricting the generality of the foregoing shall:

5.6.1: Make or cause to be made for the Association any description of contract that the Association may enter into:

5.6.1.1: Establish a mechanism for regularly evaluating the Association.

5.6.1.2: Approve the annual budget, appropriation, investment and disbursement of the funds of the Association.

5.6.1.3: Approve expenditures for which provision has not been made in the budget.

5.6.1.4: Submit to each AGM of the Association an audited financial statement of the operations of the Association for the past calendar year which is the fiscal year of the Association.

5.6.1.5: Engage any employees that it considers necessary to carry out the duties and functions of the Association.

5.6.1.6: Determine the duties, responsibilities and remuneration of employees of the Association.

5.6.1.7: Elect or appoint any other officers it considers necessary or advisable.

5.6.2: The Board shall meet at least four times per year plus the AGM.

5.6.3: At least two weeks' notice shall be provided in advance of Board Meetings. Notice can be waived if there is a unanimous agreement amongst the board members.

5.6.4: Board Meeting Agendas and related information must be provided to the Board at least seven days in advance of the Board Meeting.

5.6.5: The Board shall provide at least 30 days' notice of the AGM.

## **6. Powers to Establish Policies:**

6.1: Subject to Articles and Bylaws, the Board of Directors can create and implement Administrative Policy to be made for, but not limited to the following purposes:

6.1.1: Providing for the execution of documents by the Association.

6.1.2: Respecting the banking and financial dealings of the Association

fixing the fiscal year of the Association and providing for the audit of the accounts

and transactions of the Association.

6.1.3: Respecting the management of the property of the Association.

6.1.4: Prescribing the number and terms of office of elected members of the Board of Directors.

6.1.5: Prescribing the officers of the Association and governing the procedure for the appointment or election of those officers.

6.1.6: Prescribing the duties of members of the Board of Directors, and officers and employees of the Association.

## **7. Director's Duties:**

7.1: The Directors shall manage the administrative and organizational activities of the Association.

7.2: All Directors shall act honestly and in the best interest of GTMA.

7.3: The President shall preside at meetings of the Board of Directors and shall be the sole official representative and spokesman for GTMA. But they may also delegate responsibility to other members on specific occasions.

7.4: The Vice President shall assist the president and may be asked to act as the president if they are unable to attend a function. If both the Vice President and the President are unable to attend then the board will take over all decisions, until one is able to resume their duties.

7.5: Each Board Member shall sign a Confidentiality Agreement regarding Board matters.

7.6: Each Board Member shall proclaim that they are not in a Conflict of Interest in serving on the Board.

7.7: Board Members who are absent for more than 3 meetings per year, without valid reasons may be removed from the Board as determined by the Board.

7.8: Minutes of the Board Meetings shall be recorded and kept by the appointed Secretary. All minutes must be typed and given to each Board member 5 days after the meeting in which they were recorded in. A copy will be brought to the next meeting by the current Secretary. All minutes will be made available to all registered members of GTMA upon request.

7.9: No Director shall be remunerated for being or acting as a Director, but a Director shall be remunerated for expenses necessary and incurred while engaged in the work



of the Board and Association.

7.10: Each Board of Director is entitled to one vote at Board Meetings.

7.11: Motions will be passed by a majority of the Board Members in favour of the Motion.

7.12: Once a Motion has been approved by a majority vote of Board Members, the Board will support the Motion going forward, as the Board operates as a whole.

7.13: Voting will be by a show of hands in the case of an in-person meeting, electronically in the case of e-mail voting, or orally in the case of a virtual or teleconference meeting, unless a majority of Directors present request a secret ballot.

7.13.1: Electronic voting can be taken by e-mail.

7.13.2: The Secretary sends an individual e-mail to each member with the motion.

7.13.3: Each member will reply to with their vote.

7.13.4: Once all votes are received, they are counted.

7.13.5: The result of the vote will shared among the Board Members within 2 days.

7.13.6: The final document created will be attached to the following Board meeting minutes.

7.14: Proxy Votes will not be allowed at Board Meetings.

7.15: A Director who has an interest, or who may be perceived as having an interest, in a proposed contract or transaction with the Association will disclose fully and promptly the nature and extent of such interest to the Board or Committee, as the case may be, will refrain from voting or speaking in debate on such contract or transaction; will refrain from influencing the decision on such contract or transaction; and will otherwise comply with the requirements of the Association's Conflict of Interest Policy.

7.16: Each Board Member is expected to serve on a Committee of the Board.

7.17: The President of the Board shall be the Spokesperson for the Association.

## **8. Vacancy and Removal of Board Member**

8.1: The office of Director shall be considered to be vacated where the Director: resigns their office, resigns their membership, becomes mentally incompetent, dies, or is removed at a meeting of members.

8.2: The members may remove a Director for cause as defined in Association's

Policies before the expiration of their term of office. Such removal must be made at a meeting of the members and be passed by a majority of the eligible voting members present.

8.3: The remaining Directors may appoint any member in good standing to fill the vacancy until the next AGM.

## **9. Committees of the Board:**

The duties of committees shall be assigned by the Board of Directors in written form.

9.1: Committees may be formed by the Board as the Board determines.

9.2: The committee chairman shall be appointed by the Board of Directors, except in the case of the Technical committee, which will be governed by Article 10.

9.3: The members of the committee shall be members of GTMA as chosen by the Board, except for the Technical committee which is governed by article 10.

9.4: Committee members may meet and regulate themselves how they see fit.

9.5: Committees do not have decision making authority unless otherwise stated.

9.6: Committees shall submit their recommendations to the Board for formal approval.

## **10. Technical Committee**

10.1 The Technical Committee has the sole authority, responsibility and decision making for the establishment and maintenance of technical standards, protocol, instruction, testing criteria and the sanctioning of competition and other events under conditions as stipulated by the Technical Committee. The Committee will be comprised of 3 - 4 of the highest rankings members of the Association based on the following criteria:

10.1.1: A Member of the Association in good standing.

10.1.2: A registered and certified GTF Instructor at a minimum rank of 4th Dan and higher.

10.1.3: Must have completed either:

- a five-day GTF International Instructor's course; or,
- two three-day GTF International Instructor's courses.

10.1.4: Has undergone GTF Umpire/Officiating training.

10.1.5: A minimum of 15 years training with the GTF.

10.2: The Technical Committee will update the Board of Directors on training/tournament events for the purpose of possible budgeting and funding recommendations.

## **11. Meetings of Members**

11.1: Special General Meeting - A Special General Meeting of the Members may be called at any time by the Board, the President, or upon the written requisition of twenty-five (25%) percent or more of the voting representatives of the Association. A Special Meeting will be held within thirty (30) days of receiving the written requisition.

11.2: The Agenda of Special Meetings will be limited to the subject matter for which the meeting was duly called.

11.3: All meetings must meet the requirements of a quorum (a minimum of five voting representatives in attendance) before the meeting can proceed.

11.4: Written notice of meetings of Members will be given to all Members at least fourteen (14) days prior to the date of the meeting. Notice will contain a proposed agenda and reasonable information to permit Members to make informed decisions.

11.5: Any Member who wishes to have new business placed on the agenda of a Special General Meeting will give written notice to the Association at least ten (10) days prior to the meeting date or upon the sole discretion of the President or designate. To facilitate intelligent discussion all support documents should be tabled with the new business item.

11.6: Conduct of all GTMA meetings use Roberts Rules of Order for as a guidance Meeting Processes.

11.7: Meetings may be held in person, virtually or by teleconference.

## **12. Annual General Meeting**

12.0.1: The Annual General Meeting (AGM) of Members shall be held within three months after the end of the fiscal year of the Association at such place and time as the Directors may determine.

12.0.2: Quorum will be those in attendance.

12.0.3: All member clubs will be given a written notice at least 30 days before the AGM. Clubs are to inform their members of the details.

### 12.1: Preparation

The Board of Directors shall prepare and make available for all members at every AGM:

12.1.1: Financial Statement including the Budget will be provided to Members at the AGM.

12.1.2: The report of the auditor from the previous year.

12.1.3: All relevant information with respect to the financial affairs for the Association.

12.1.4: The Budget as approved by the Board of Directors will be presented at the AGM for Member information.

12.1.5: Auditor(s) selected by the Board of Directors for the upcoming fiscal financial year.

12.1.5.1: The auditor must be in good standing of any nationally recognized accounting body.

12.1.5.2: Approval of the appointment of the Auditor shall be determined at the AGM by the Members.

### 12.2: Voting

12.2.1: Every Member in Good Standing has the right to be present and have a voice at Meetings.

12.2.2: Only those Members with voting rights representation can vote during the AGM.

12.2.3: Voting will be by a show of hands in the case of an in-person meeting or orally in the case of a virtual or teleconference meeting unless a majority of Directors present request a secret ballot. Resolutions will be passed upon a majority plus one of the votes being in favor of the resolution. In the case of a tie, the resolution will fail.

### 12.3: Voting Representation

12.3.1: Registered Clubs will have the following voting representation at the AGM based on the membership as follows:

- Under 25 members - 1 voting representatives

- 25-50 members - 2 voting representatives
- Over 51 members - 3 voting representatives

#### 12.4: Proxy Voting

12.4.1: Members are entitled to appoint any other member to attend and act in the manner and same power as the Member at the AGM meeting. This shall be done by filling out the approved Proxy form. Proxies must be submitted at least 10 days in advance of the meeting and validated by the Board, prior to the start of the meeting. A Voting Member may hold a maximum of one (1) proxy.

### **13. Financial Reports:**

13.1: The fiscal year shall end on the 31st of March.

13.2: The Board of Directors shall keep proper records and accounts of all transactions for GTMA for the year.

13.3: All Financial reports shall be distributed to all Board Members.

13.4: An Annual Budget setting the details for the following years revenues and expenses shall be prepared by the Budget Committee and approved by the Board of Directors.

13.5: Financial Records will be made available to Member(s) upon request of a Member(s). GTMA will cover the cost of sending this information.

13.6: A minimum of two and no more than three Board Members will have signing authority for processing expenses. Two signatures are required for authorization of funds.

13.7: All funds for GTMA shall be deposited in one or more accounts held in the name of the Association at a chartered bank, assigned by the Board of Directors.

13.8: All cheques, notes, bills of exchange shall be executed in the name of the Association along with the accordances passed by the Board of Directors.

13.9: The Treasurer shall adhere to the processes outlined by Sask Sport Policy regarding Financial information.

13.10: The Association may not borrow funds upon such terms and conditions as the Board may determine.

**14. Amendment(s) of Bylaws:**

14.1: The Bylaws may only be changed and or amended at an AGM.

14.2: The member submitting a proposal for Bylaw changes must submit it to the Board of Directors at least 30 days prior to the next AGM. At the AGM, the Voting Members only will reject or accept the change. If approved, the change will be in effect immediately.

14.3: All Bylaw Amendments and changes to the Bylaws, approved at the AGM, will be distributed to all members seven-days after the AGM.

14.4: All provisions of the GTMA Bylaws are subject to the Bylaws and Constitution of the Saskatchewan Taekwon-Do Association Inc.

**15. Liquidation and Dissolution:**

15.1 All physical and monetary assets of GTMA be assigned equally to all registered clubs upon dissolution.

**16. Appendices to the Bylaws:**

16.1: Membership Application Process.

16.2: SaskSport Policies: Member discipline process, Arbitration, Appeals, Conflict of Interest, Code of Conduct, Social Media and Screening Process.

**Document Control**

PREAMBLE: Whereas the Global Taekwondo Martial Arts Inc was formed and incorporated on the 30th day of September, 2008 and, the Association is empowered under the Incorporation Act to make the bylaws; they are as follows:

These bylaws are cited as the bylaws of GTMA.

TITLE: Articles and Bylaws of Global Taekwon-Do Martial Arts Inc.

These Bylaws are ratified by a two thirds affirmative vote of the Board of Directors of the Global TaeKwon-Do Martial Arts Inc. present and entitled to vote at an Annual General Meeting duly called and held on June 9, 2024.

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THIS VERSION: Bylaws titled Articles and Bylaws of Global Taekwon-Do Martial Arts Inc. dated June 23, 2024 is the latest updated version of the bylaws that are in effect. As a result of ratification of these Bylaws, all previous versions are void. The repeal of previous Bylaws, does not impair the validity of any action done pursuant to the repealed Bylaws.

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AUTHORIZATION:

This version is certified by the Executive Members of the Board of Directors of the Global TaeKwon-Do Martial Arts:

DATE: June 23, 2024

Signed by:

President: *Trinda Jocelyn*  
Trinda Jocelyn

Vice President: *Wayne Brown*  
Wayne Brown

Secretary: *Wendy Stevenson*  
Wendy Stevenson

Treasurer: *Lisa Folden*  
Lisa Folden