



**Climbing Escalade Canada (“CEC”)
Athletes’ Commission Charter**

1. Definitions

1.1 The following terms have these meanings in this Policy:

<i>Board</i>	Refers to the CEC Board of Directors.
<i>Bylaws</i>	Refers to the CEC General By-Laws no. 1, as posted on the CEC website, and amended from time to time by the CEC Board of Directors.
<i>CEC</i>	Climbing Escalade Canada, the National Sport Organization governing the sport of climbing.
<i>Charter</i>	Refers to the Athletes’ Commission Charter, as approved by the CEC Board of Directors, and pursuant to Section 6.2 of the General By-Law No. 1
<i>Commission</i>	Refers to the Athletes’ Commission, struck by the CEC Board of Directors, and governed through the Charter.
<i>Commission Leadership Board</i>	Refers to the group of elected Representatives responsible for the oversight and management of the Commission.
<i>Commission Representative</i>	Refers to Eligible Licensed Athletes elected by the CEC Licensed Athletes to sit on the Commission Leadership Board. Commission Representatives shall be elected by a majority vote of Licensed Athletes present at a general meeting of Licensed Athletes.
<i>Licensed Athletes</i>	Refers to athletes holding a valid and active CEC License. The Commission exists to represent and promote the views and interests of CEC Licensed Athletes.

2. Athletes’ Commission

2.1 This Athletes’ Commission (the “**Commission**”) is struck by the board of directors (the “**Board**”) of Climbing Escalade Canada (“**CEC**”) pursuant to Section 6.2 of the General By-Law No. 1 (“**Bylaws**”).

2.2 Pursuant to the Bylaws, the Board hereby sets the regulations and directions set forth herein as the terms governing the Commission (the “**Charter**”) and such Charter shall remain in full force and effect, and shall be binding on the Commission, unless otherwise altered by the Board.

3. Commission Mandate

- 3.1 The primary function and core responsibility of the Commission is to represent and promote the views and interests of CEC athletes holding a valid and active CEC license (“**Licensed Athletes**”) to the Board with the ultimate goal of encouraging the best conditions for Licensed Athletes to grow, train, and compete in the sport of climbing.
- 3.2 The Commission’s primary duties and responsibilities are to:
- i. serve as an independent and objective advocacy body representing the views and best interests of Licensed Athletes to the Board;
 - ii. endeavor to reflect the collective voice of all CEC athletes, regardless of discipline, and assist the Board in the fulfillment of its mission and the pursuit of its vision;
 - iii. provide an open avenue of communication among Licensed Athletes, CEC employees and management, and the Board;
 - iv. provide recommendations on CEC events, programs, rules, regulations, quotas, and performance for CEC athletes;
 - v. represent and foster diversity in the sport of climbing in Canada; and
 - vi. report regularly the results of its activities to Licensed Athletes, Board, and executive employees of CEC.
- 3.3 The Commission shall carry on its operations without monetary gain to its Licensed Athletes or the Commission Representatives. Any profits or other accretions received by the Commission shall be used solely to promote its objectives.
- 3.4 The Commission should seek to adhere to, adopt by reference, or enact policies with comparable provisions to, the CEC’s Diversity Policy, Official Language Policy, and any other policies of the CEC.

4. The Commission Leadership Board

- 4.1 The Commission Leadership Board (“**Commission Leadership Board**”) shall be responsible for the oversight and management of the Commission.
- 4.2 The mandate of the Commission Leadership Board shall be set by the Licensed Athletes at a meeting pursuant to Section 5, recorded in written form, and be available to all Licensed Athletes upon request.
- 4.3 The Commission Leadership Board shall be composed by a minimum of three and a maximum of eight Eligible Licensed Athletes (as defined below) representatives (the “**Commission Representatives**”). Commission Representatives shall be elected by a majority vote of Licensed Athletes present at a general meeting of Licensed Athletes as more particularly set out in Section 5.
- 4.4 For the purposes of this Charter and any policies created hereunder, a Licensed Athlete eligible to be elected as Commission Representatives shall be any person:
- i. holding a valid and active CEC license, and having competed on the CEC circuit within the immediately preceding 8 years; **and**
 - ii. who is not employed by CEC; **and**
 - iii. who is at least 16 years of age; **and**
 - iv. who is compliant with such other reasonable requirements set by an affirmative vote of a majority of Licensed Athletes pursuant to Section 5 provided that such requirements are memorialized in a policy created hereunder and distributed to Licensed Athletes 30 days prior to an election of Commission Representatives.
- 4.5 Notwithstanding Section 4.4, the Commission Leadership Board shall consist of at least:
- i. One representative holding the position of President;

- ii. One representative for each of the boulder, lead, speed disciplines; and
 - iii. Any other positions as set out in the Terms of Reference of the Commission
- 4.6 Notwithstanding Section 4.4 and 4.5, the Commission Leadership Board’s composition should reflect the diverse nature of the CEC Licensed Athletes’ community. To that effect, the Commission Leadership Board will target a composition representative of the community’s diversity, including, but not limited to:
- i. 40 – 60% of directors who are womxn
 - ii. An inclusion of representation from the BIPOC communities.

5. Election and Term

- 5.1 At the first General Meeting of the Licensed Athletes following the coming into force of this Charter, the Licensed Athletes shall initially elect at least 4 Commission Representatives (the “Initial Representatives”) of which;
- i. one shall hold the position of President and shall be elected for an initial two-year term;
 - ii. one shall hold the position of Boulder Representative and shall be elected for an initial two-year term;
 - iii. one shall hold the position of Lead Representative and shall be elected for an initial two-year term; and
 - iv. one shall hold the position of Speed Representative and shall be elected for an initial two-year term.
- 5.2 If more than 4 Commission Representatives are elected as Initial Representatives it is understood that half of them will hold an initial one-year term and half will hold an initial two-year term.
- 5.3 After the initial terms described in Section 4.7 (a), each Commission Representatives shall be elected at an Annual Meeting to hold office until the second Annual Meeting after such Commission Representatives is elected, at which time, each such Commission Representatives shall resign as a Commission Representatives, but, if qualified, shall be eligible for re-election for up to one subsequent two-year term.
- 5.4 After serving for two consecutive terms, a Commission Representatives may be subsequently re-elected after ceasing to be a Representative for at least one year.
- 5.5 Notwithstanding the foregoing provisions of Section 4.7, in the event a Commission Representative resigns prior to the end of their term, the other Commission Representatives may appoint an individual to fill such vacancy.

6. General Meetings of the Licensed Athletes

- 6.1 The Commission shall conduct a general meeting of the Licensed Athletes at least once annually, or more frequently as circumstances or Commission policy dictates.
- 6.2 Meeting Minutes shall be recorded by a Commission Representative, sent to the CEC Board of Directors, and be made available to Licensed Athletes upon request, or in a more convenient and/or immediate manner at the Commission Leadership Board’s discretion.
- 6.3 Meetings may be held electronically or in a blended physical/electronic manner provided that the means employed to host the electronic meeting enables all Licensed Athletes to adequately participate and interact with participants in real time.
- 6.4 A quorum at any meeting of the Licensed Athletes (unless a greater number of Licensed Athletes are required to be present by operation of this Charter or a policy hereunder) shall be 10% of the Licensed Athletes. If a quorum is present at the opening of a meeting of Licensed Athletes, the Licensed Athletes present may proceed with the business of the meeting even if a quorum is not present throughout the

meeting. For the purpose of determining quorum, a Licensed Athlete may be present in person, or by proxy or by telephonic and/or other electronic means.

- 6.5 Votes at any meeting of the Licensed Athletes may be submitted through electronic means and either collected while the meeting is in session, or within a reasonable period following the meeting if health or practical circumstances require.
- i. An Extended Voting Period may only be employed (i) following approval by Commission Leadership Board; and (ii) where reasonable advance notice is provided to all Licensed Athletes.

7. Commission Responsibilities and Duties

7.1 To fulfill its responsibilities and duties, the Commission shall:

- i. Endeavor to participate in, and positively support the decision-making of CEC through various means, including the designation of one or more Licensed Athletes or Commission Representatives to stand for election to the Board;
- ii. Regularly communicate with Licensed Athletes on key issues;
- iii. Report to Licensed Athletes no less than four times per year;
- iv. Provide an annual Commission report to Licensed Athletes, CEC management, and the Board;
- v. Provide athletes' representation to the CEC Annual General Meeting and any CEC Special General Meeting;
- vi. Nominate Commission Representatives to other CEC bodies as requested by CEC;
- vii. Review, comment, and advocate to ensure that CEC's decisions and programs:
 - a. meet the needs of athletes;
 - b. reflect the principals of Athlete-Centered Sport as defined and discussed in the AthletesCAN discussion paper dated September 1994;
 - c. meet the needs of Licensed Athletes generally.
- viii. Present athletes' views and positions to any relevant decision-making body on issues identified by the Commission as affecting athletes;
- ix. Avoid conflicts of interest, adhere to all laws, regulations, and these Charter Terms;
- x. Such other actions as required or deemed necessary to ensure that the mandate of the Commission is realized, provided such actions are within the Commission's authority under Section 7;
- xi. Where necessary, request funds from CEC to finance initiatives, events, or other priorities.

8. Commission Authority

8.1 The Commission may, subject to majority affirmative vote of Licensed Athletes present at a meeting of Licensed Athletes held pursuant to Section 6:

- i. Elect the Commission Leadership Board made up of Commission Representatives pursuant to Section 4 of this Charter,
- ii. Implement reasonable restrictions applying to the eligibility of Commission Representatives pursuant to Section 4.4(iv) of this Charter;
- iii. set process, timing, and location of nominations and elections of Commission Representatives;
- iv. designate one or more Licensed Athletes or Commission Representatives to stand for election to the CEC Board;
- v. strike committees, working groups, and other subordinated organizations to assist in achieving the goals of the Commission;
- vi. name representative Licensed Athletes to work with the CEC when requested by the CEC;
- vii. adopt terms of reference, policies, guidelines, codes of conduct, and other materials to guide the business of the Commission including, but not limited to the:

- a) sanctioning and removal of Commission Representatives; terms of membership of Commission Representatives;
- b) requirements for reporting to the Licensed Athletes and CEC Board from Commission Representatives;
- c) Licensed Athletes' meeting process;
- d) requirements for Commission Representatives such as diversity, language policy, and any other considerations deemed important;
- e) oversight of any other function or endeavor falling within the authority and jurisdiction of the Commission;

9. Board Intervention

9.1 The Commission exists at the pleasure of the Board. However, the Board intends for the Commission to operate in many ways as an arm's length entity from the Board to foster an independent and vibrant athlete advocacy body. Accordingly, the Board will typically avoid interfering in the affairs of the Commission subject to the following:

- i. Upon written request by the Commission, the Board may temporarily or permanently revise any term of this Charter;
- ii. The Board may, acting reasonably, intervene in the regular affairs of the Commission and do all things necessary, including suspend any section of this Charter, for the purpose of rectifying issues if, in the Board's sole discretion, any of the following have occurred, are occurring, or are reasonably expected to imminently occur:
 - a) activity that is fraudulent;
 - b) misappropriation or patently inappropriate use of funds provided by CEC;
 - c) an election of Commission Representatives completed in a non-democratic manner or using sharp practices reasonably suspected of being employed that will have the effect of reducing the democratic nature of elections for Commission Representatives;
 - d) a conflict of interest or other occurrence causing the CEC to fall into disrepute.
- iii. The Board may dissolve the Commission or unilaterally alter this Charter for any other reason pursuant to the By-Laws of the CEC.

Policy No. CEC-GOV-10

Pages: 5

Original Version Approved: 2021/02/09

Current Version Approved: 2021/02/09

Date of Next Review: 2023/02