



## Club Constitution and By-laws

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**Club Name: Sherwood Parkdale Skating Club**

**Incorporation Date: January 27, 1992**

**Constitution Revision Date: April 14, 2022**

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Sherwood Parkdale Skating Club  
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## CONSTITUTION OF THE

Sherwood Parkdale Skating Club \_\_\_\_\_ 1000594 \_\_\_\_\_  
Name of Club Club Number

January 27, 1992 \_\_\_\_\_ April 14, 2022 \_\_\_\_\_  
Date of Incorporation Date of Revision to Constitution

### **ARTICLE 1: NAME OF CLUB**

The Name of the Club shall be Sherwood Parkdale Skating Club hereinafter called the Club.

### **ARTICLE 2: SKATE CANADA**

- a) A not-for-profit figure skating or skating club, or the figure skating or skating section of a not-for-profit club, that is a member of Skate Canada and is managed by a volunteer board of directors for the general purpose of providing Skate Canada figure skating or skating programs for Skate Canada members [Skate Canada By-law 1100 (3)].
- b) The Club shall pay such fees and such other charges as shall be required of clubs from time to time by Skate Canada. [Skate Canada By-law 1201 (1) (c) (ii), 1201 (1) (c) (viii) and 1201 (1) (c) (ix)]
- c) The Club shall abide by all Skate Canada By-laws, rules and regulations as per Skate Canada By-law 1201 (1) (c) (iv).
- d) The Club is located in the Prince Edward Island Section of Skate Canada. See Skate Canada By-law 1503 for definition of Sections.

### **ARTICLE 3: PURPOSE OF THE CLUB**

- a) The purpose of the Club shall be to encourage the instruction, practice, enjoyment and advancement of its members in all aspects of skating in accordance with the Rules, Policies and Procedures of Skate Canada.
- b) The Club, with regard to any aspect of its operation is to be managed and operated by eligible persons who are duly registered as Associate Members of Skate Canada [By-law 1201 (1) (c) (iv)]
- c) The Club shall protect the eligibility status of its members. The Club shall not take or omit any action that would knowingly jeopardize the eligible status of its members.
- d) The Club shall operate only Skate Canada figure skating and skating programs.

- e) Only Registered Professional Skate Canada Coaches in Good Standing are permitted to teach figure skating and skating in the Club.

**ARTICLE 4: BY-LAWS OF THE CLUB**

- a) The By-laws, appended to this Constitution, shall describe the organization and functions of the Club, and the means by which members of the Club may elect the Club Board of Directors and control the property and activities of the Club.
- b) The By-laws, Rules and Regulations of Skate Canada and those of the Section in which the Club operates shall take precedence over any Club By-laws [Skate Canada By-law 1201 (1) (c) (iv)].
- c) Any Club By-law contrary to the By-laws, Rules and Regulations of Skate Canada and those of the Section shall be invalid. It is acknowledged that any provincial statute governing a club has precedence over any inconsistent Skate Canada by-law relating to that club. [Skate Canada by-law 1201 (1) (c) (iv).]

## **BY-LAWS OF THE**

Sherwood Parkdale Skating Club

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### **MEMBERSHIP**

#### **By-law 1: Club Membership**

Membership in the Club shall be open to all, irrespective of sex, age, creed or colour.

#### **By-law 2: Skate Canada and Club By-laws, Rules and Regulations**

All members shall uphold, observe and conform to the By-laws, Rules and Regulations of Skate Canada, the By-laws of the Club and such regulations as made by the Board of Directors of the Club.

#### **By-law 3: Membership Fees**

Members of the Club shall be registered with Skate Canada and pay such registration and other fees to Skate Canada as set from time to time by Skate Canada. (See Skate Canada By-law 1201 (1) (c) (ix), Skate Canada By-law 1202 (1) (a), Rule 2101, Policies and Procedures.)

#### **By-law 4: Member in Good Standing**

For a member of the Club to be considered in good standing with the Club, that member must pay Club fees as are stipulated by the Club Board of Directors in advance of the membership year in question. Members will not be permitted to take part in any Club activities if these fees are not paid within 30 days of the date set for payment. Members in arrears shall be considered as having terminated their club membership.

#### **By-law 5: Setting of Club Fees, Rules and Skating Hours**

Fees, skating rules and skating hours of the Club shall be as the Board of Directors decides from time to time. Club membership shall commence on the first day of the Skate Canada membership year, 1 September, or the date that fees are paid (whichever is the latter) and terminate on the last day of the Skate Canada membership year, 31 August.

#### **By-law 6: Suspension and Expulsion from the Club**

The Board of Directors may suspend or expel a member of the club for acting contrary to the By-laws, Rules and Regulations of Skate Canada or of the Club. The Club Board shall develop a suspension and expulsion policy in accordance with the Skate Canada Complaint, Suspension and Expulsion Policy and Procedure that contains a provision for suspending or expelling of any member of the Club from such membership on terms and conditions that are deemed appropriate and necessary by the Club Board of Directors. This policy shall be approved by the Club Board of Directors from time to time and it shall be in writing and made available to all members in advance of its implementation. This policy must include an appropriate hearing and appeal process, which includes principles of due process, an appropriate reinstatement application process and an appropriate graduated series of disciplinary measures. [See Skate Canada By-law 1204.]

#### By-law 7: Classes of Club Membership

The classes of membership, eligibility and privileges shall be as follows:

- **Individual membership:** Non-skating members who have paid the fees as set by the club and are Associate Members of Skate Canada. Individual members of legal age of 18 shall be entitled to one vote at each Annual General Meeting and Special Meeting of the Club.
- **Active Membership:** All eligible skaters who participate in a Club Skating Program and who have paid the fees as set by the club and are Associate Members of Skate Canada. All Active Members of the legal age of 18 shall be entitled to one vote at each Annual General Meeting and Special Meeting of the Club. (Underage Active Members have no vote but may be represented by Special Members) [Note that if rights and privileges differ between members of different Skating Programs, this differentiation must be clearly specified.]
- **Special Membership:** Parent or guardian of legally underage Active Members who have paid the fees as set by the Club and are Associate Members of Skate Canada.
- **Partial Membership:** All eligible skaters who are Associate Member of Skate Canada through another HOME club and have paid a modified fee as set by the Club. NOTE: Partial members may not hold office nor have voting privilege.
- **Honorary Membership:** The Annual Meeting of members may elect any person an Honorary Member of the club. An Honorary Member shall be exempt from club dues (but not Skate Canada dues) and shall not vote at meetings of the club unless otherwise qualified. They may have a voice at the meetings of the club.

#### **LIABILITY**

##### By-law 8: Liability

The Club shall not be responsible for any damages, injury, or loss of property to any member, guest or visitor to the Club regardless of the reason or nature of such damage, loss or injury. Every member, guest or visitor shall use the Club facilities at his or her own risk. The Club shall participate in the Skate Canada Club Liability and Member Accident Insurance programs [Skate Canada By-law 1201 (1) (c) (viii)].

#### **CLUB MANAGEMENT**

##### By-law 9: Members of Board of Directors, Committees and Club Delegate to Skate Canada

The members of the Board of Directors, members and Chairs of committees, and the Club Delegate to Skate Canada must be members in good standing of the Club, be registered as Associate Members of Skate Canada, be of legal age, and be eligible persons (with the exception of the Coaching Representative) as defined by Skate Canada Rules.

##### By-law 10: General Management of the Club

The general management of the club shall be vested in a Board of Directors consisting of immediate Past President, President, Vice-president, Secretary, Treasurer, up to eight Directors at large and a Coaching Representative. All of the above, with the exception of the Past President and the Coaching Representative shall be elected for 2-year terms at the Annual General Meeting. The President, Vice-President, Registrar and four Directors at large shall be elected in even numbered

years and the Secretary, Treasurer and the remaining four Directors at large shall be elected in odd numbered years. The Coaching Representative shall be elected annually by and from within the coaches of the club who are registered Professional Coaches in Good Standing. The candidates for coaching representative will first be a coaching co-ordinator or senior level coach if available. Other nominations may be accepted. The Past President shall be ex-officio and shall hold office until a new President has been duly elected.

All Directors and Officers who are not employed by SPSC and members of committees (as considered in By-law 20 hereof) or sub-committees will serve as such without remuneration and will not directly or indirectly receive any profit from their respective positions as such; provided that such Directors, Officers, or members of committees or sub-committees may be paid reasonable expenses incurred in the performance of their respective duties.

The President or any four (4) Directors may call a meeting of the Board as per Skate Canada By-Laws.

#### By-law 11: Holding of Board of Directors Office

The Board of Directors shall hold office until the close of the meeting at which their successors have been duly elected. Any member of the Board of Directors may be removed by the members by a 2/3 majority vote at a 'Special General Meeting' duly called for that purpose.

Where the position of a Director becomes vacant for whatever reason before their term is complete, the Board may appoint a qualified person to fill the vacancy until the next Annual Meeting. If there is a further year remaining in such a Director's term, an election will be held to fill the remainder of their term.

#### By-law 12: Voting at Board of Directors Meetings

A quorum of the Board of Directors shall consist of 50% plus 1 members of the Board of Directors, including the Chair. NOTE: Questions arising at any meeting of the Board of Directors shall be decided by a majority of votes. The meeting chair may vote only when the vote would change the result. Therefore, the chair may vote to break a tie, and thus pass the motion, or to create a tie, and thus defeat a motion. A majority of the Board of Directors shall form a quorum. [Skate Canada By-law 1420 (5)]

#### Members Meetings by Teleconference and Other Electronic Modality

Any person entitled to attend a Members' Meeting may meet by teleconference and/or other electronic modality that permits such person to communicate adequately with other persons so entitled, provided that:

The Board addresses the mechanics and security issues related to holding such a meeting including the requirements for establishing quorum and recording procedures.

#### Participation by Teleconference and Other Electronic Modality

A Member or Delegate participating in a Members' Meeting whether by telephone or other electronic modality shall be deemed for the purposes of the Act to have been present at that meeting.

#### By-law 13: Board of Directors Vacancies

Casual vacancy occurring between any Annual General Meeting of the Club, may be filled, until the next annual General Meeting by a majority vote of the remaining members of the Board of Directors or in the case of the Coaching Representative, by the coaching staff.

By-law 14: Board of Directors Member Absenteeism

If a Board of Directors Member is absent for more than 3 consecutive scheduled Board of Directors meetings, without good cause and/or without prior notification to the President or Secretary, then that office may be declared vacant by a majority vote of the Board of Directors.

By-law 15: Role of President

The President shall act as Chair of all Board of Directors and general meetings. In their absence, the Directors shall appoint a chair for a meeting from among those Directors present. In the latter's absence or inability or refusal to act the Board may vest in a Director all powers and authorize such person to perform all duties of the President

By-law 16: Role of Treasurer

The Treasurer shall be responsible for the safe control of all club funds, for preparing and submitting to the Board of Directors on a regular basis an annual budget and keeping such records as are required for financial review. The Treasurer is also responsible for arranging for an unaudited annual financial statement. Any two of the President, the Vice-president and the Treasurer shall sign all cheques and legal documents. The Board may authorize a Director, Officer, or employee of SPSC to sign for and on behalf of SPSC all cheques as a third signing authority.

Note: It is recommended that the Treasurer be one of the signatories.

By-law 17: Role of Secretary

The Secretary shall deal with all correspondence subject to the approval of the President or his/her delegate, shall issue all notices for Board of Directors and general meetings, shall take minutes at all meetings, and shall be responsible for submitting to Skate Canada and the Section such reports as are required by Skate Canada rules and other regulations.

By-law 18: Committees – President as ex-officio member

The President shall be an ex-officio member of all committees.

By-law 19: Committees - Appointment

The President shall appoint standing committee Chairs whom shall look after duties assigned to them. All Committee Chairs must submit the names of their committee members to the President for approval.

By-law 20: Committees: Eligibility to Serve

All Club Board of Directors and members of Committees shall be eligible persons and shall be of legal age (18 years). They must be members in good standing of the club and be registered members of Skate Canada for the current season.

By-law 21: Rules of Order

Rules of order for all meetings, General and Board of Directors, shall be as outlined in Roberts Rules of Order in all cases in which they are applicable and consistent with the by-laws or special rules of the Association (Skate Canada By-law 1603).

## **SKATE CANADA CLUB DELEGATE**

### By-law 22

The Club Delegate to Skate Canada and/or the Section shall be appointed annually by the Board of Directors. The Delegate need not be a member of the Board of Directors. The Section and/or Skate Canada National Office shall be advised of the appointed delegate's name. The delegates shall report on activities at these meetings and shall be entitled to receive compensation for pre-approved expenses related to attendance at required meetings.

## **ANNUAL GENERAL MEETING**

### By-law 23: Timing, Quorum, Special Meeting Request

An Annual General Meeting shall be held within 60 days of the close of the March 31<sup>st</sup> fiscal year. Other general meetings may be held from time to time upon the request of the Board of Directors or upon written request of 10 per cent of Club Members. A quorum for an Annual General Meeting or Special Meeting shall be (a) 50% of eligible voting members of the Board of Directors plus one or (b) 10 percent of the eligible-voting members whichever is present. [Skate Canada By-law 1201 (1) (c) (i) requires that each club hold an annual meeting. Note that the required quorum should be 10% of your voting membership.]

### By-law 24: Written Notice

Written notice of all Annual General Meeting and Special Meetings shall be provided 15 days in advance to each eligible voting member. The notice shall include the time and place of the meeting, the agenda, full details of any proposed amendments to these By-laws, and a complete list of the candidates nominated for elections.

### By-law 25: Voting on Club Elections

Voting on Club elections shall be by secret ballot and a simple majority shall elect a candidate. Voting on other matters may be by a show of hands.

### By-law 26: Eligibility to Vote

Voting for club elections or on any matters pertaining to the club shall be restricted to eligible club members who are registered as Associate Members of Skate Canada and are 18 years of age, to the club Coaching representative(s) and to Special Members of the club voting on behalf of their underage children (who are members of the club and registered as an Associate Member of Skate Canada).

Special Members shall be restricted to one vote per family regardless of how many children are in the family.
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By-law 27: Order of Business

The order of business at an Annual General Meeting of the Club shall be as follows:

- Reading of the Notice of Meeting
- Voting Privileges and Roll Call
- Quorum
- Approval of Agenda
- Minutes of the preceding General/Special meeting
- Confirmation of the actions taken by the Board of Directors
- Treasurer's Report (Annual Financial Statement)
- Other Reports
- Election of Board of Directors
- Amendments to the Constitution and By-laws
- Appointment of Auditors (as applicable)
- New Business

**AMENDMENTS**

By-law 28: Right to Submit, Process for Submitting

Any member of the Club, in good standing, may propose an amendment to the Constitution or by-laws of the club. This proposal must be submitted in writing to the Club Board of Directors. The proposed amendment will be presented to the Annual General Meeting or Special Meetings. All amendments must be submitted at least 21 days before the respective meeting. No amendment to the Constitution or By-laws of the Club shall be accepted from the floor at any meeting.

By-law 29: Interim Amendments

By-laws may be enacted or amended by a majority vote (50% plus 1) of the Board of Directors whenever required. Such by-laws or amendments must be presented at the next General Meeting for ratification by the members. If they fail to be ratified, they will cease to be effective and may not be re-enacted by the Board of Directors for one calendar year.

By-law 30: Voting of Amendments

Any amendment, to be accepted or ratified, must pass by a vote of 2/3 of those eligible to vote and present at an Annual General Meeting of the Club.

By-law 31: Effective Force of Amendments to By-laws

All amendments to the by-laws upon receiving approval of any general or special meeting of members and upon approval of the provincial government (if applicable) shall come into force immediately or on a date specified for same. Per Skate Canada: A Club is required to make its bylaws available to its home section.

**FUNDS**

By-law 32

The Treasurer shall deposit or assign persons with signing authority to deposit, all funds of the Club in such banks or other institutions as may be designated by the Board of Directors.

By-law 33

All disbursements of club funds shall be by cheque or other auditable document.

By-law 34

The club bookkeeper will make available the financial statement for the season to the treasurer who shall make a review of said financial transactions of the Club each year to the Board; the financial statements shall be made available to the membership of the Club at the Annual General Meeting.

By-law 35 Dissolution

In the event that the club ceases to exist, the net assets from liquidation shall go to the Skate Canada PEI Section in trust for a new club to start in the area.

**COMMITTEES**

Committees listed below are the most likely 'standing' Committees that a club will require. Terms of reference for each committee shall be approved by the Club Board of Directors. (For small clubs a Chair may replace a committee.)

By-law 36: Finance Chair

This chair (person holding the treasurer position) shall be responsible for preparing the Club's annual budget

By-law 37: Membership/Registration Chair

This chair is responsible for promoting and developing membership in the club and for ensuring submission of club and member registrations to Skate Canada.

**Adopted by:**

Sherwood Parkdale Skating Club

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on 14<sup>th</sup> day of April 2022