



Club Constitution and By-laws

Club Name: Skate Regina

Incorporation Date: August 2, 1978

Constitution Revision Date: June 6th, 2016

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CONSTITUTION OF THE

Skate Regina

1001097

Name of Club

Club Number

August 2, 1978

June 6th, 2016

Date of Incorporation

Date of Revision to Constitution

ARTICLE 1: NAME OF CLUB

The Name of the Club shall be Skate Regina, (previously known as the Regina Figure Skating Club), hereinafter called the Club.

ARTICLE 2: SKATE CANADA

- a) Skate Regina is a not-for-profit figure skating 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 Bylaw 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 Saskatchewan Section of Skate Canada. [See Skate Canada Bylaw 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, certified Skate Canada Professional Coaches 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 Board of Directors may publish and enforce rules and regulations consistent with the provision of the Club By-laws. Such rules and regulations shall be entitled "Official Rules of Skate Regina."
- c) 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 **Skate Regina**

MEMBERSHIP

By-law 1a: Club Membership

Membership in the Club shall be open to all, irrespective of gender, age, creed, religion, colour, ethnicity, culture, or sexual orientation, according to the classes of Club membership as herewith provided.

By-Law 1b: Withdrawal of Membership

Any member may withdraw from the Club at any time by notice to the Club, but upon withdrawal the member shall not be entitled to a refund of any portion of the fees that may have been paid unless the application for refund is deemed acceptable as outlined in a policy decided upon from time to time by the Board of Directors and available in writing for members.

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.) Should a member be eligible for membership under more than one class of membership, the member shall be required to pay only one membership fee but will be required to pay the participation fee in respect of any activity in which the said member participates.

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 60 day or more arrears may be terminated as a member at the discretion of the Board of Directors.

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

Participation or other fees, skating rules and skating hours of the Club shall be as the Board of Directors decides from time to time and may vary for different classes of membership. 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. The Board of Directors shall allocate ice time and other resources so as to recognize the special needs of each class of membership and the specific groups within each class, including among others, the needs of competitive, test, and other skaters, according to the various levels of proficiency of such skaters.

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 Bylaws, 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. This shall include but not be limited to members of the Board of Directors, Officials, Committee Chairs, etc.

- **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) Active members must have amateur status in good standing, according to the rules of Skate Canada.
- **Special Membership:** Parent or guardian of legally underage Active Members. In the case of dispute, the Special Member status may be granted by the Board of Directors to that person designated on the application for membership of the member or to the person first claiming such status to the Club.
- **Partial Membership:** All eligible skaters who are Associate Members or Restricted Members of Skate Canada through another Skating Club and have paid a reduced fee as set by the Club. The Board of Directors shall also establish a Participation Fee which shall apply to non- Club members who may, at the discretion of the Board of Directors, utilize the programs and services of the Club. Partial members may not hold office or vote at Skate Regina General or Special meetings.
- **Honorary Membership:** The Club may elect any person as an Honorary Member of the Club at the Annual General Meeting. 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
- **Life Membership:** Shall consist of those persons who have made an outstanding contribution to figure skating and have been so designated by the membership at any general meeting upon the recommendation of the Board of Directors.
- **Restricted Membership:** A restricted member is an individual who is a paid employee (of the Club, Section or Association), a non-active coach, a performing professional skater or a professional dance partner. A restricted member is not permitted to hold elected office, may not vote at meetings, is not permitted to compete in competitions and is not permitted to officiate at tests or competitions. [See Skate Canada By-law 1201 (1) (c) (xi), By-law 1202 (2) and Rule 2001.]
- **Active Member (Non voting rights) or (Restricted Voting Rights)** – An active member is a member who meets criteria such as family or student membership or membership in a skating program that is not a primary purpose program for the club. This includes classes of membership with restricted or no voting rights. The need for this class of membership would be determined from time to time by the Board of Directors of the Club. [Skate Canada By-law 1201 (1) (c) (i) and 1202 (1) (e)]

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 may 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 10a: General Management of the Club

- a) The general management of the club shall be vested in a Board of Directors consisting of: immediate Past President, President, Vice-president, Secretary, Treasurer, between five and nine 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 Board of Directors may opt to have up to 2 Coaching Representatives should the need arise to divide responsibility for effective representation.
- b) The President, Treasurer and 4 or 5 Directors at large shall be elected in even numbered years and the Vice-President, Secretary, and the remaining Directors at large shall be elected in odd numbered years.
- c) Director at Large appointments shall be responsible for Chairing various functions such as, but not limited to, Testing, Fundraising, Professional Liaison, Ice and Scheduling, as deemed required by the Board of Directors from time to time.
- d) Forthwith upon election or appointment, the Club shall register any member not already registered so elected or appointed as an Associate Member of Skate Canada and pay the requisite fee for the said registration.
- e) The Coaching Representative shall be elected annually by and from within the coaches of the Club and the coaching representative shall be elected as per Skate Canada by-laws. The Coaching Representative(s) shall be a voting member of the Board of Directors.
- f) The Past President shall be ex-officio and shall hold office until a new President has been duly elected.
- g) The offices of President, Vice President, Past President, Secretary or Treasurer cannot be held by an arena manager or a community sports director.
- h) Only one member of a family who is resident in the same household can hold office on the Board of Directors at any given time.
- i) The majority of members of the Board of Directors must be Canadian citizens within the meaning of the Canadian Citizenship Act.
- j) The Directors may meet together for the dispatch of business, adjourn and otherwise regulate their meeting as they may determine. Notice of Directors' meetings shall be given to the Directors at least one week prior to the date of the meeting, provided, however, that the Directors may meet on regular dates without notice or may, by unanimous consent, meet at any time or place without notice.

By-law 10b: Responsibilities of the Board of Directors

The Board of Directors may exercise all powers of the Club except such as are reserved to the members by Statute, these By-laws or amendments thereto, and without limiting the generality of the foregoing, the Board shall have the power to:

- a) Expend the funds of the club in such manner as they consider most beneficial for the purpose of the club; such expenditures or series of expenditures in respect of any particular goods or services that exceed \$10,000 require the authorization of the membership through a special meeting with the exception that this limitation shall not apply to contractual obligations for ice, professional fees, or labour services.
- b) Enter into operating contracts on behalf of the Club;
- c) Appoint committees of members for any special or general purpose;
- d) Appoint, in the event of a vacancy in its membership, a member to act in the capacity of the position so vacant until the next general meeting of the members.

The Board of Directors may not, unless authorized by the members at a general or special meeting of the members:

- a) Borrow money upon the credit of the Club;
- b) Issue, re-issue, sell or pledge dept obligations of the corporation;
- c) Give a guarantee on behalf of the Club to secure performance of an obligation or any persons;
- d) Mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Club, owned or subsequently acquired, to secure an obligation of the corporation.

The Board of Directors may not delegate the powers mentioned in the preceding paragraph to any committee of directors or an officer, unless authorized by the members at a general or special meeting of the members.

The Board of Directors shall cause minutes of all meetings of the Board of Directors and of the members to be kept, which minutes shall be open for inspection by any member of the club at reasonable times. In addition, each member shall be entitled to inspect these bylaws and amendments thereto, on request at reasonable times.

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. Board members are eligible for re-election. Any member of the Board of Directors may be removed by the members by a 2/3 majority of the votes cast at a Special General Meeting duly called for that purpose.

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. In the event a quorum is not present at a meeting the Board of Directors has the option to make a motion, second it and distribute it electronically for response when an urgent decision is required, in order to meet quorum requirements for a decision.

By-law 13: Board of Directors Vacancies

Casual vacancy occurring between any two Annual General Meetings 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 his/her absence, the Vice-president will fill this duty.

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 audited annual financial statement. Any two of the President, the Vice-president, the Treasurer, or the hired Club Administrator shall sign all cheques and legal documents. 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 as well as such reports as may be required by the Non-Profit Corporations Act or another body having legal entitlement to such reports from the Club.

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 each Director at large as a Chair or as the Chairperson for a Standing Committee as determined from time to time by the Board of Directors and 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 Associate Members of the Association. Skate Canada By-law 1201 (1) (c) (ii).

By-law 21: Rules of Order

Rules of order for all meetings, General and Board of Directors, shall be as outlined in Robert's 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 AND REGION COUNCILORS

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 Club shall appoint a Councilor and an alternate Councilor to serve on the Region Council as required by the By-laws of the Region Council. The delegates and councilors 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 31st fiscal year on a date fixed by the Directors. Other general meetings may be held from time to time upon the request of the Board of Directors or upon written request of 15 Club Members. A quorum for an Annual General Meeting or Special Meeting shall be 20 members or 5% of the eligible-voting members.

By-law 24: Written Notice

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 may be by secret ballot and a simple majority shall elect a candidate. Voting on other matters may be by a show of hands except where a ballot is requested by at least three members. Eligible members may cast a vote provided that they are in good standing with the club.

By-law 26: Eligibility to Vote

Voting for Club elections or on any matters pertaining to skating 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 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. Members who are a paid employee of the Club or another figure skating club, or the spouse of a professional figure skating instructor are not permitted to vote. No member shall be entitled to more than one vote on any question. Members who are entitled to vote and are not attending the Annual General Meeting or a special meeting may give proxies to delegates entitled to carry proxies for the purpose of voting. No persons may carry more than two voting member proxies. Proxies shall be in such form as the Board of Directors prescribe, and shall be handed to the Meeting Chair prior to the start of the meeting.

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
- Quorum

- Approval of Agenda
- Minutes of the preceding General/Special meeting
- Confirmation of the actions taken by the Board of Directors
- Secretary's Report
- 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 bylaws 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 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 casting a vote 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. All such amendments shall be provided to Skate Canada for their records. Skate Canada reserves the right of refusal of any amendment. Such refusal shall only be made if the intent of such amendment is to violate, in principle or spirit, any Skate Canada Rule and/or By-law.

FUNDS

By-law 32

The Treasurer shall 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

A person designated by the Board of Directors shall make a review of the financial transactions of the Club each year and the financial statements shall be made available to the membership of the Club.

By-law 35 Dissolution

In the event that the club ceases to exist, the net assets from liquidation shall be donated to one or more recognized organizations in Canada as may be decided by the Club in general meeting, or failing that, as determined by the Lieutenant Governor-in-Council of the Province of Saskatchewan.

COMMITTEES

Directors at large will be assigned to Chair one or more of the various Committee or Chair positions determined from time to time by the Board of Directors. Examples of the most likely "Standing Committees" that a Club will require are listed below (but are not limited to those listed below), and may vary according to the Club's requirements at any given time. Terms of reference for each Chair or Committee shall be approved by the Club Board of Directors.

By-law 36: Finance Committee/Chair

This Committee shall be responsible for preparing the Club's annual budget and supervising the finances of the Club including the presentation of an independently reviewed annual statement of revenues and expenditures to its members. The Treasurer shall be on this committee.

By-law 37: Nominating Committee

This Committee is responsible for selecting at least a full slate of candidates for election to the Club's Board of Directors and shall present such a slate to the Board of Directors no later than 21 days before an Annual Meeting in the year which an election is to be held. The Nominating Committee shall consist of a minimum of two members, one from the Board of Directors and one from the membership. Other nominations may be made by any member in good standing by a written submission to the nominating committee at least 3 days before the Annual Meeting. Each nominee must indicate acceptance in writing prior to the commencement of elections. Nominations from the floor at the Annual Meeting will not be accepted.

By-law 38: Membership Committee/Chair

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

By-law 39: Skating Programs Committee/Chair

In consultation with the Club coaching staff, the Committee shall coordinate and oversee implementation and delivery of all Skate Canada skating programs including, but not limited to, CanSkate, CanPowerSkate, Synchronized Skating, STARSkate, Competitive Skate, and Talent Identification and Development. Reporting to the Skating Programs Committee is the Recreational Skating Programs Sub-committee.

Note: Special Program Sub-committees, as deemed necessary by the club, may be formed. These Sub-committees may include, but are not limited to:

- Carnival/Ice Show Committee/Chair
- Ice Committee/Chair
- Test Committee/Chair
- Music Committee/Chair
- Club Competition Committee/Chair
- Synchronized Committee/Chair
- Recreation Program Committee/Chair
- Fundraising Committee

This fully revised Skate Regina Constitution and By-laws document conforms to the new standard format established by Skate Canada in February 2002 and is consistent with the requirements of Skate Canada.

This new Constitution and By-laws document will replace the original Regina Figure Skating Club By-laws as approved on June 26, 1978 and all amendments approved at the general meetings on January 331, 1979, March 17, 1982, March 13, 1984, March 20, 1985, September 29, 1987, May 17, 2006, May 28, 2014, and June 6, 2016.

Adopted by:

Skate Regina

on the 6th day of June, 2016

Signed

Shawn Penwick

(President)

June 6, 2016

(Date)

Signed

[Signature]

(Club Board Member)

June 6, 2016

(Date)