

## CONSTITUTION OF THE BURLINGTON SKATING CENTRE

### ARTICLE 1 THE CLUB

The name of the Club shall be THE BURLINGTON SKATING CENTRE, hereinafter called the Club. The term Centre shall coincide with Skate Canada's definition of a club.

### ARTICLE 2 SKATE CANADA

- A. The Club shall be a member of Skate Canada.
- B. The Club shall pay such fees and such other charges as shall be required of clubs by Skate Canada.
- C. The club is located in the Ontario Section (Skate Ontario) of Skate Canada.

### ARTICLE 3 SKATE CANADA DEFINITIONS

- A. Eligible Person: An eligible person in skating is a person who participates in the sport primarily for pleasure and not as a means of livelihood and who, except as otherwise permitted by Skate Canada has received no financial benefit in connection with his or her participation therein.
- B. Associate Members: All members of clubs shall be Associate Members of Skate Canada and shall be registered by Skate Canada upon payment of the annual registration fee.

### ARTICLE 4 PURPOSE

- 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 and Policies of Skate Canada.
- B. 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.
- C. The Club shall carry out the general policies and uphold the principles of Skate Canada. 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.
- D. The Club shall sponsor and produce, or cause to produce, and cooperate in the production of ice carnivals and shows at such intervals as the Board of Directors shall direct.

### ARTICLE 5 BY-LAWS

- A. The by-laws, appended to this Constitution, shall describe the organization and functions of the Club, and means by which members of the Club may elect the Board of Directors and control the property, finances, and activities of the Club.
- B. The Rules and Regulations of Skate Canada and Skate Ontario shall take precedence over any Club by-law.
- C. Any by-law contrary to the Rules of Skate Canada and Skate Ontario shall be invalid.

### ARTICLE 6 AMENDMENTS

Amendments to this Constitution may be proposed in accordance with the procedures outlined in the by-laws of the Club. Amendments may be voted on at Annual or Special meetings of the Club as set forth in the by-laws of the Club.

## **BURLINGTON SKATING CENTRE BY-LAWS**

### **BY-LAW 1 MEMBERSHIP**

Membership in the Club shall be open to all individuals irrespective of age, creed, gender or race.

### **BY-LAW 2 MEMBER OBLIGATION**

All members shall uphold, observe, and conform to the Official Rules of Skate Canada, the by-laws of the Club, the Club Rules and Code of Conduct, Criminal Code of Canada and such regulations as set forth from time to time by the Board of Directors of the Club.

### **BY-LAW 3 MEMBER AND SKATE CANADA**

Members of the Club shall be registered with Skate Canada and pay such registration fees as are established by Skate Canada. Club membership with Skate Canada shall commence on the first day of September, the first day of Skate Canada's Membership Year, and terminate on the last day of August.

### **BY-LAW 4 MEMBERS IN GOOD STANDING**

To be considered a member of the Club in good standing, all fees or charges stipulated by the Board of Directors shall be paid within the prescribed time frame outlined in by-law 5.

### **BY-LAW 5 MEMBERS IN ARREARS**

Payments in arrears shall be paid within thirty (30) days of the date set for payment or as established by the Board of Directors. Members in arrears will not be permitted to take part in any Club activity. Members in arrears shall be considered as having terminated their membership. All fees and any other indebtedness to the Club must be paid in full in order to be eligible to vote at the Annual Meeting or any Special Meeting called by the Board of Directors.

### **BY-LAW 6 TERMINATION OF MEMBERSHIP**

The Board of Directors may, by written notice, terminate membership of a member contrary to the rules and regulations of Skate Canada or the Club. The Board of Directors shall give a written explanation to the member outlining reason(s) for the termination on request. The member shall have the right of appeal to the Board of Directors or a Special Meeting of members. The appeal must be in writing and be received by the Board of Directors within thirty (30) days of the notice of termination.

### **BY-LAW 7 MEMBERSHIP CLASSIFICATIONS**

The general membership shall consist of members from the following classifications. Each classification shall have the eligibility and privileges as outlined.

A. **ACTIVE MEMBERSHIP** All eligible skaters that have paid the fees as set forth by the Club and are Associate Members of Skate Canada are classified as Active Members. All Active members of the Club that have attained the age of eighteen (18) shall be entitled to one vote. All Active Members under the age of eighteen (18) have no vote but are represented by Special Members.

B. **SPECIAL MEMBERSHIP** Parents or guardians of Active Members who have not reached the age of eighteen years are classified as Special Members. Special Members shall be entitled to one vote per family.

C. **INDIVIDUAL MEMBERSHIP** Non-skating members who have paid the fees set by the Club and are Associate Members of Skate Canada. These non-skating members may include the Board of Directors, Skate Canada Officials (judges, evaluators and accountants) and other people serving on Club Standing Committees. Individual members that have attained the age of eighteen (18) shall be entitled to one vote.

D. **AFFILIATE MEMBERSHIP** Any eligible skater who is an Associate Member of Skate Canada but does not participate in any skating activity in the Club, excluding carnival or other special event is classified as an Affiliate Member. An Affiliate Member shall not be entitled to vote and may not hold office.

E. **HONORARY MEMBERSHIP** The Board of Directors may grant special memberships to individuals to be classified as Honorary Members. The Board of Directors may grant an Honorary Membership with or without fees and for such periods as they elect in each instance. An Honorary Member shall not have interests in the assets of the Club and shall be entitled to one vote. An Honorary Member shall become an Associate Member of Skate Canada.

F. **SYNCHRONIZED MEMBERSHIP** An eligible skater that has paid the fees as set forth by the Club, are Associate Members of Skate Canada, and participate solely in the Synchronized Skating program of the Club is classified as a Synchronized Only Member. Synchronized Only Members shall enjoy the same rights and privileges as all Club members, including voting privileges, as well as enjoy the rights and privileges as set out in the Synchronized Program. Synchronized members that have attained the age of (18) eighteen shall be entitled to one vote.

#### **BY-LAW 8 CLUB 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. Further, 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 Insurance program.

#### **BY-LAW 9 CLUB MANAGEMENT**

- A. The general management of the Club shall be vested in a Board of Directors consisting of (9) or (10) people including: immediate Past President, President, Vice-President, Secretary, Treasurer, three directors at large, a Professional Coaching Representative, and a Synchronized Organization Representative. Seven of these people shall be elected by the voting membership for two year terms at the Annual General Meeting.. The Synchronized Representative shall be determined by the Synchro organization as per their selection criteria and the Professional Coaching Representative shall be elected annually by and from within the coaching staff of the club as per Skate Canada by-laws. The Past President shall hold a term of one or two years upon completion of their term as President as per the discretion of the elected Board of Directors.
- B. In closed session, following the Annual General Meeting, the Board of Directors shall elect the positions (portfolios) of the Directors of the Board from the elected members to the Board.
- C. The Board of Directors, members of Standing Committees, and the delegate to Skate Canada must be members in good standing with the Club, be registered as Associate Members of Skate Canada, be of legal age, hold a satisfactory criminal record check, and be eligible persons with the exception of the Professional Representative to the Board.
- D. A majority of the Board of Directors shall be Canadian citizens within the meaning of the Canadian Citizenship Act.

#### **BY-LAW 10 BOARD EXCLUSIONS**

No paid employee of the Club and no spouse, parent, brother, sister, son or daughter of a Skate Canada Club coach shall hold office as a Director of the Club without written approval of the WOS Board of Directors.

## **BY-LAW 11 RIGHTS OF THE BOARD OF DIRECTORS**

The Board of Directors shall have the right to establish fees, age limits, funding activities, skating rules and skating hours of operation. The Board of Directors shall have the right to hire and/or terminate the personnel they deem necessary to carry out the operations of the Club. The hiring, employment terms, conditions and fees for professional coaches, choreographers, and others paid for services by the Club shall be determined by a vote of the Board of Directors.

## **BY-LAW 12 CASUAL VACANCIES**

Casual vacancies occurring on the Board of Directors may be filled from the eligible membership by a majority vote of the Board of Directors. The term of the appointed Director due to a casual vacancy shall run until the next Annual meeting. Casual vacancies of the Professional Coaching Representative and Synchronized Organization Representative shall be appointed by the Professional staff and the Synchronized Coaching Organization respectively.

## **BY-LAW 13 REMOVAL FROM THE BOARD OF DIRECTORS**

Any Director(s) who fails to fulfill the assigned duties of their position or jeopardizes the integrity of the Board may, at any time, be suspended, with cause, from office. Such suspension shall be approved by a two-thirds majority vote of the Board. The suspended Director shall have the right to appeal to the Board within thirty (30) days of the suspension. Further appeal may be made by the suspended Director to the general membership within thirty (30) days. If any Board of Director is absent for more than three consecutive scheduled meetings, without good cause and without prior notification to the President or Secretary, then that office may be declared vacant by a majority vote to the Board of Directors. The vacancy caused by such removal or suspension shall be filled from the eligible membership by a majority vote of the Board of Directors. The term of the appointed Director shall run until the next Annual meeting.

## **BY-LAW 14 ELECTED POSITIONS ON THE BOARD OF DIRECTORS**

The executive officers of the Board of Directors shall consist of a President, Vice-President, Treasurer, and Secretary. The other elected officials shall be Directors-At-Large. The duties of the Directors-At-Large shall be defined in the policy guidelines for the Duties of the Board of Directors (herein referred to as the Duties) as approved by a majority vote of the Board of Directors.

- A. **PRESIDENT.** The President shall act as Chairperson and Chief Executive at all executive and general meetings. The President shall oversee the business and affairs of the Club, ensure that all orders and resolutions are carried out, have general governance and provide direction to all other directors and officers of the Club, and ensure that the duties of the said directors and officers are performed properly in accordance with the by-laws. In the absence of the President, these duties shall be filled by the Vice-President.
- B. **VICE-PRESIDENT.** The Vice-President shall act as Chairperson in the absence of the President. All other duties of the Vice-President shall be defined in the Duties
- C. **TREASURER.** The Treasurer shall be responsible for the safe control of all Clubs funds, for preparing and submitting annual or seasonal budgets to the Board of Directors and keeping such records as are required for an audit. The Board of Directors shall approve all working budgets by a majority vote. All other duties of the Treasurer shall be defined in the Duties.

- D. **SECRETARY.** The Secretary shall take minutes, receive and distribute all correspondence addressed to the Club, deal with all correspondence subject to the approval of the Board, shall issue all notices of executive or annual or special meetings and shall submit such reports to Skate Canada and Skate Ontario as required. All other duties of the Secretary shall be defined in the Duties.
- E. **DIRECTORS AT LARGE.** The directors at large may be defined as:
- 1) Test Chair / StarSkate Director
  - 2) Director of Skater Development and Fundraising
  - 3) Competitive Director

#### **BY-LAW 15 SKATE CANADA DELEGATE AND REGION COUNCILORS**

One delegate to Skate Canada or alternate shall be appointed annually by the Board of Directors. The delegate does not have to be a Board of Director. The Skate Canada National office shall be advised of the appointed delegate's name. The Club shall appoint a Councillor and an alternate Councillor to serve on the Region Council as required by the By-laws of the Region Council. The delegates and councillors shall be an eligible person, a member in good standing of the Club, of legal age and an Associate Member of Skate Canada. The Club delegate shall attend the Skate Canada Annual General Meeting as a Club representative or supply a proxy to a delegate as per the Rules of Skate Canada. The delegates and councillors shall report on activities at these meetings and shall be entitled to receive compensation for pre-approved expenses related to attendance at required meetings.

#### **BY-LAW 16 STANDING COMMITTEE**

The Board of Directors shall guarantee the formation of certain standing committees to undertake specific responsibilities on the part of the Club. Any standing committee may have a Treasurer appointed to it. The Treasurer of a standing committee shall comply with the financial management and internal control guidelines and policies as may be established by the Treasurer of the Club. The by-laws and actions of the standing committees shall be in compliance with the by-laws and rules of the Club. The chair of the committee must submit the names of their committee members to the Board of Directors for approval. Members on standing committees shall be eligible members in good standing. The President of the Board or designee shall be a member of all standing committees. The following standing committees shall be established within the Club.

- A. **SKATER DEVELOPMENT AND FUNDRAISING COMMITTEE.** The Skater Development Committee shall be a self-sustaining committee of the Club, which is responsible for the raising and allocation of funds for skater development within the Club. The President of the Board or designee shall be a member of the Skater Development Committee and the official liaison between the Board and the Committee. The overall goals and objectives of the Skater Development Committee shall be approved by the Board of Directors on a yearly basis. The goals and objectives of the Skater Development Committee must address the positive development needs of the active members of the Club. The financial budget of the Development Committee shall be approved by the Board of Directors. The Skater Development Committee shall provide financial reports to the Board of Directors at the monthly Board meetings, as well as reports of committee activities.
- B. **GALA COMMITTEE.** The Gala Committee shall be responsible for the planning and production of the Gala. A Club Skate Canada coach may be appointed to produce the show but shall not assume the position of the Chair of the Gala Committee. A member of the Board of Directors shall be a member of the Gala Committee. Financial reports shall be presented to the Board, as well as reports of committee activities.
- C. **NOMINATING COMMITTEE.** The Nominating Committee must be made up of equal members from the Board of Directors and the general membership. The Committee is responsible for selecting a full slate of candidates for the election to Club office and shall present such slate to the Board no later than outlined in By-Law 22.

D. **COMPETITIVE COMMITTEE.** The Competitive Committee shall be a self-sustaining standing committee of the Club which is responsible for the allocation of funds to provide an enriched program for the competitive skaters within the club. The overall goals and objectives of the Competitive Committee shall be approved by the Board of Directors on a yearly basis. The financial budget of the committee shall be approved by the Board of Directors. The Competitive Committee shall provide financial reports to the Board of Directors at the monthly Board meetings as well as reports of committee activities. The President of the Board or designate shall be a member of the Competitive Committee and the official liaison between the Board and the Committee.

#### **BY-LAW 17 WORKING COMMITTEES**

The Board of Directors may appoint additional working committees as may be required from the membership of the Club, provided they are members in good standing. The President or designee shall be an ex-officio member of all committees. All committee chairpersons must submit the names of their committee members to the Board of Directors.

#### **BY-LAW 18 BOARD QUORUM**

A quorum of the Board of Directors shall consist of five (5) members of the Board of Directors, including the President. In the event that a quorum cannot be established within one-half hour after the scheduled commencement time of the meeting of the Board, the scheduled meeting will be terminated with no business passed except for the scheduling of a replacement meeting. The replacement meeting shall be scheduled no later than thirty (30) days from the date of the terminated meeting.

#### **BY-LAW 19 BOARD CONDUCT OF BUSINESS**

The conduct of business of executive, monthly, annual, or special meetings of the Board shall be in compliance with Robert's Rule of Order. Voting on motions at all meetings of the Board shall be in show of hands and shall be determined by simple majority, unless otherwise specified in these by-laws. The President shall vote only to break a deadlock.

#### **BY-LAW 20 CLUB FUNDS**

- A. All funds with the exception of those managed by the Synchronized Skating Organization, shall be the responsibility of the Treasurer of the Club.
- B. All funds of the Club shall be deposited by the Centre, as designated by the Treasurer, in such banks or other institutions as designated by the Board of Directors.
- C. All disbursements of the funds of the Club shall be by cheque or petty cash. All cheques or other legal documents shall be signed by any two of the President, Vice-President or the Treasurer.
- D. Any extraordinary financial, long term commitment shall be brought to an Annual or Special Meeting of the Membership
- E. An audit or financial review by an appointed group shall be made of the financial transactions of the Club each year. A financial statement shall be made available to the membership of the Club.

#### **BY-LAW 21 SPECIAL MEETINGS**

Special Meetings may be held upon the request of the Board of Directors or upon written request of no less than five percent (5%) of the general membership of the Club. Such Special meetings shall discuss only the specific agenda items as defined in the original meeting notice. A mutually acceptable date for the Special meeting must be agreed to by the petitioners and the Board of Directors. Notice of all Special meetings shall be given ten (10) days in advance to all members. A quorum of the Special meeting shall be three (3%) of the general membership. Voting shall be on a show of hands or secret ballot. A simple majority shall decide the vote. The President will vote only to break a deadlock. Rules for passing by-law amendments and by-laws under by-law 22 shall apply to Special Meetings.

## **BY-LAW 22 ANNUAL MEETING**

The Burlington Skating Centre year end will be March 31<sup>st</sup>.

An Annual Meeting shall be held within sixty (60) days of the close of the year end. Notice of all Annual Meetings shall be given twenty one (21) days in advance to all members. The notice shall include the date, time and place of the meeting, the agenda, full details of any proposed amendments to the by-laws or the Constitution of the Club, and the number of available elected positions.

- A. A quorum at an Annual Meeting shall consist of three percent (3%) of the eligible voting members including Board Members. Voting in Club elections or agenda items shall be restricted to members eligible to vote. Special members shall be restricted to one vote per family regardless of how many members under the age of eighteen (18) years are in the family.
- B. Nominations may be made, by a member in good standing, by a submission in writing to the Nominating Committee at least three (3) days before the Annual Meeting. Each Nominee must indicate acceptance, in writing, prior to the commencement of Elections. Notice of new nominations shall be posted at all the arena(s) in service at the time.
- C. Nominations from the floor at the Annual Meeting will not be accepted.
- D. Any member in good standing who is eligible to vote has the right to stand for election and has the right to nominate any member in good standing for election. Each nomination must be accompanied by written acceptance of the nominee.
- E. Any member absent from the meeting may stand for election at the meeting, providing such member has submitted consent in writing to accept such office, if elected.
- F. Voting on Club elections to the Board of Directors shall be by secret ballot and a simple majority shall elect a candidate. Voting on other matters shall be by show of hands, or by secret ballot, as determined by the President. There shall be no voting by proxy at an Annual Meeting.
- G. The order of business at the Annual General Meeting of the Club shall be as follows:
  - Reading of Notice of Meeting
  - Quorum
  - Minutes of the preceding Annual Meeting
  - Confirmation of the actions taken by the Board of Directors
  - Report of the President
  - Report of the Treasurer
  - Reports from Directors of the Board
  - Other reports
  - Membership feedback
  - Amendments to the Constitution or By-laws
  - Election to Board of Directors

## **BY-LAW 23 AMENDMENTS TO THE CONSTITUTION OR BY-LAWS**

- A. By-laws may be enacted or amended by a majority vote of the Board of Directors. Such by-laws or amendments may be acted upon by the Board and must be presented at the next Annual meeting or a Special meeting for ratification.
- B. Any member of the Club in good standing may propose an amendment to the Constitution or By-laws of the Club. A proposal by a member must be submitted in writing to the Board of Directors at least thirty days (30) prior to the Annual Meeting. Such member proposed amendments to the by-laws or Constitution shall be entertained by the Board and be presented at the next Annual meeting or at a Special Meeting for ratification
- C. Any amendment, to be accepted or ratified, must pass by a vote of two-thirds of those present and eligible to vote.
- D. If any proposed by-law or amendment fails to be ratified the by-law or amendment shall cease to be effective and may not be re-enacted for one (1) calendar year.

- E. No amendment to the Constitution or By-laws of the Club shall be accepted from the floor at any meeting; however this restriction shall not apply to amendments of the proposed amendments when being acted on by the meeting.
- F. All amendments to the Constitution or By-laws shall be submitted to Skate Canada within thirty (30) days of ratification by the members. 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.
- G. All by-law amendments and by-laws become effective immediately once they are passed unless a motion of amendment specifies otherwise.

**ADOPTED BY: BURLINGTON SKATING CENTRE**

On the May 25 day of 2017,

Signed: *Cheryl Young*

**President**

*Deborah DiMauro*

**Secretary**

**May 25, 2017**