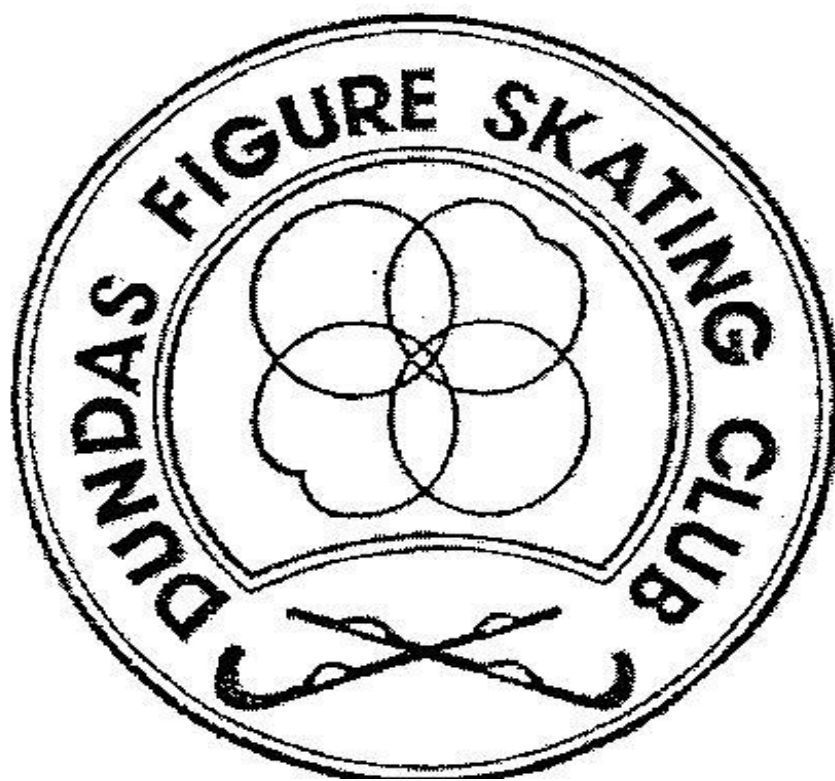


Constitution
And By-Laws
of the

Dundas Figure Skating Club Incorporated



June 2010

**Constitution and By-Laws
of the
DUNDAS FIGURE SKATING CLUB INC.**

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Constitution
of the
DUNDAS FIGURE SKATING CLUB

Article 1. Name

The name of the club shall be the Dundas Figure Skating Club Incorporated, herein after called the 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 and is a member of the Western Ontario Section of Skate Canada.

Article 3. 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 with respect to any of its operation, is to be managed and operated by eligible persons who are duly registered as Associate Members of Skate Canada.
- c) The Club shall protect the eligible status of its members. The Club shall not take or omit action that would knowingly jeopardize the eligible status of its members.

Article 4. By-Laws

- a) The By-Laws, appended to this Constitution, shall describe the organization and functions of the Club, the classes and terms of membership in the club, and the means by which members of the Club may elect the Board of Directors, herein after called the Board, and shall control the property and activities of the Club.
- b) The Rules and Regulations of Skate Canada and those of the Section in which the club operates shall take precedence over any Club By-Laws.
- c) Any By-Law contrary to the Rules of Skate Canada and those of the section shall be invalid.

By-Laws
of the
DUNDAS FIGURE SKATING CLUB

1. Membership

By-Law 1. Membership in the Club shall be open to all persons irrespective of gender, age, race or colour.

By-Law 2. All members shall uphold, observe and conform to the Rules of Skate Canada, the By-Laws of the Club and such regulations as set forth from time to time by the Board of Directors.

By-Law 3. All members of the Club (except Special Members) shall be Associate Members of Skate Canada and shall pay the association fee as set forth by Skate Canada rules.

By-Law 4. All members of the Club, to be considered in good standing, must have paid such membership fees as are stipulated by the Board, within the limits shown in By-Law 5.

By-Law 5. Members in arrears of paying their fees will not be permitted to take part in any club activity. If fees are not paid within 60 days, such members shall be considered as having their membership terminated.

By-Law 6. Fees, age limits, skating rules and skating hours shall be as the Board decides from time to time. Club membership shall commence on the first day of the Skate Canada skating year, 1 September, or the date that fees are paid, (whichever is the latter) and shall terminate on the last day of the Skate Canada skating year, 31 August.

By-Law 7. The Board of Directors may, by written notice, suspend or terminate membership of a member for acting contrary to the Rules and Regulations of Skate Canada or the Club, or for conduct injurious to the image of the Club or figure skating as an amateur sport. The Board shall give written explanation for the termination of membership on request to the individual. The individual, if he/she so desires, shall have the right of appeal to the Board and to a General Meeting of members.

By-Law 8. The classes of membership, eligibility, and privileges shall be as follows:

Individual Membership: Non-skating members who have paid the fees set by the Club and are Associate Members of Skate Canada. Individual members of legal age shall not be entitled to a vote.

Active Membership: All eligible skaters who have paid the fees as set forth by the Club and are Associate Members of Skate Canada. All Active Members of

the legal age of 18 years have one vote each. Underage Active Members have no vote but are represented by Special Members.

Special Members: 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. Special members shall be restricted to one vote per family regardless of how many children are in the family.

Honourary Membership: An Honourary Member may be elected at any Annual Meeting of the Club, after recommendation by the Board of Directors. An Honourary Member shall not have interests in the assets of the Club. Honourary Members shall be entitled to one vote.

2. Liability

By-Law 9. The Club shall not be responsible for any damage, 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; and further, every member, guest or visitor shall use the club facilities at his or her own risk. The Club shall participate in Skate Canada Club Liability Insurance program.

3. Board of Directors

By-Law 10. There shall be a Board of Directors composed of nine (9) adult members who have designated Dundas as Home Club or parents of members of the Club provided such members have designated Dundas as Home Club.

By-Law 11. Annual General Meeting (A.G.M.)

1. The membership at the A.G.M. shall elect nine (9) officers to represent the club for the following year.
2. In addition 2 non elected positions may be filled on the Board. These shall be Past President and Coaches' Representative. The Board of Directors immediately following the A.G.M. shall elect their Executive, which will consist of a President, Vice President, Secretary and Treasurer.

By-Law 12. The Board shall hold office until the close of the meeting at which their successors have been duly elected.

By-Law 13. If a Board position becomes vacant, the Board shall appoint a club member as a Board member for the balance of the year. In the case of the Coaching representative, the coaching staff will elect by a majority vote a replacement representative.

By-Law 14. A quorum of the Board shall consist of 50% plus one (1) member of the Club Board, one of whom must be the President, Vice President, Secretary or Treasurer.

By-Law 15. At the first meeting of the Board of Directors after the Annual Meeting, Board Members shall be appointed to the positions listed below. A Member may hold more than one position:

1. Test
2. Competitions
3. Membership
4. Pro-Liaison
5. Marketing
6. Ice
7. Brochures

A position description is listed in the Schedules.

By-Law 16. The Board of Directors shall meet at least once in every month, during the skating season. The date of such meetings shall be stated by the President, or in his/her absence by the Vice President. Any member of the Executive may call a Board meeting upon written notice to all members of the Board of Directors at least three (3) days prior to the meeting. The notice shall state the date of the meeting, and the purpose for which the meeting is called.

By-Law 17. The Board shall have entire authority in the management of the affairs and finances of the club, and shall have general control of all its property. All rights and powers connected therein shall be vested in them.

By-Law 18. The Board of Directors shall make such rules as they deem proper respecting the use of Club property, prescribe rules for the admissions of strangers, fix penalties for offences against the rules, and make rule for the government of the committees appointed by them. They shall also, from time to time as necessary, introduce By-Laws to govern the club as they become necessary.

By-Law 19. All appropriations from the Club funds shall be decided on by the Board of Directors.

By-Law 20. The position of a director shall be ipso facto vacated: 1. If by notice in writing to the Club he/she resigns. 2. If he/she misses three (3) consecutive meetings without satisfactory explanation to the Board of Directors.

By-Law 21. The members of the Board of Directors, members and Chairpersons of committees, and delegates of Skate Canada must be members in good standing of the Club, be registered as Associate Members of Skate Canada, be of legal and eligible persons with the exception of the Coaching Representative.

By-Law 22. A majority of the Board of Directors shall be Canadian citizens within the meaning of the Canadian Citizenship Act.

By-Law 23. The Coaches' Representative shall be elected by the professional coaching staff. The Coaches' Representative shall have voting rights.

By- Law 24. A delegate to Skate Canada shall be appointed annually by the Board of Directors. The delegate need not be a member of the Board. The Skate Canada National Office shall be advised of the name of the appointed delegate.

See Skate Canada Rules as to appointment of delegates and use of proxies etc.

By-Law 25. A delegate to the Western Ontario Section shall be appointed by the Board of Directors. The delegate need not be a member of the Board but must be a member of the Club. The Western Ontario Section shall be advised of the name of the appropriate delegate and/or alternate.

By-Law 26. A delegate to the Hallwent Figure Skating Council shall be appointed annually by the Board of Directors. The delegate need not be a member of the Board but must be a member of the Club. The Hallwent Council shall be advised of the name of the appointed delegate and/or alternate.

4. Meetings

By-Law 27. An Annual Meeting shall be held within 60 days of the close of the skating season at which the Board of Directors for the following year shall be elected. Other special general meetings may be held from time to time upon the request of the Board of Directors or upon written request of ten (10) per cent of eligible members of the Club.

A quorum for an Annual or General Meeting shall be 50% plus one (1) member of the Board.

By-Law 28. Notices of the Annual General Meeting shall be mailed by the secretary to every member at least seven (7) days in advance thereof, and/or posted by the secretary for the same length of time on the Club Bulletin Board. The notice shall include the time and place of the meeting, the agenda, and full details of any proposed amendments to the Constitution.

By-Law 29. 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 30. The order of business at Annual or General Meetings of the Club shall be as follows:

- a. Minutes of the preceding General Meeting
- b. Confirmation of the actions taken by the Board
- c. President's Report
- d. Treasurer's Report
- e. Other Reports
- f. Election of the Board of Directors
- g. Amendments to the Constitution and By-Laws
- h. Appointment of Auditors
- i. New Business

5. Funds

- By-Law 31. All funds shall be deposited by the Treasurer or his/her delegate in such banks or other institutions as may be designated by the Board of Directors.
- By-Law 32. All disbursements of funds of the Club shall be by cheque of other auditable document.
- By-Law 33. An audit of the financial transactions of the Club shall be made each year by an Auditor designated by the Board of Directors and the audited statement shall be made available to the membership of the Club.

6. Committees

- By-Law 34. Ice Show
The Ice Show Committee, at those times the Board of Directors elects to hold an Ice Show, shall be responsible for the planning and production of an Ice Show within the budget approved by the Board. A club professional may be appointed to produce the show but shall not assume the position of Manager or Chairperson of the Ice Show Committee.
- By-Law 35. Nominating Committee
The nominating committee shall consist of three members from the Board of Directors. This committee is responsible for selecting at least a full slate of Candidates for election to the Board of Directors and shall present such a slate to the Directors no later than 21 days before the Annual General Meeting. Other nominations may be made by any member in good standing by 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. No nominations from the floor at the Annual Meeting will be accepted.

7. Amendments to the Constitution, By-Laws and Schedules

- By-Law 36. 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 Board of Directors. The proposed amendment will be presented to the next Annual General Meeting falling 21 days or more after the date of submission.
- By-Law 37. By-Laws may be enacted or amended by a majority vote of the Board whenever required. Such By-Laws or amendments must be presented at the next Annual General Meeting for ratification. 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.

No amendments to the Constitution or By-Laws, of the Club, will be accepted from the floor at any meeting.

Skate Canada reserves the right of refusal of any amendments. Such refusal shall only be made if the intent of such amendment is to violate in principle, or spirit, any Skate Canada rule.

By-Law 38. Any amendment, to be accepted or ratified must pass by a vote of 2/3 of those present and eligible to vote at an Annual or General Meeting of the Club.

By-Law 39. All amendments become effective immediately after they are passed unless the motion of amendment specifies otherwise.

8. Rules

By-Law 40. The functions of the Club and the conduct of its members shall be governed by the regulations listed below in order of precedence.

- a. Rules and By-Laws of Skate Canada and the Western Ontario Section.
- b. Constitution of the Club
- c. "Robert's Rule of Order"

Schedules

The following are general descriptions of the Board positions for the Dundas Figure Skating Club. The positions include but are not limited to:

- Schedule 1. The president shall act as Chairperson of all Board, General and Annual General Meetings. In his/her absence, this duty will be filled by the Vice-President.
- The Past-President, if not re-elected to the Board, has the right to attend all meetings for the following year in an advisory capacity with no right to vote.
- Schedule 2. The Vice-President shall act as assistant to the President shadowing him/her for the duration of the current President's term, in preparation for that role.
- Schedule 3. The secretary shall deal with all correspondence subject to the approval of the President or his/her delegate, shall issue all notices for Board or General Meetings, and shall be responsible for submitting to Skate Canada and the Western Ontario Section, such reports as are required by Skate Canada and the Section.
- Schedule 4. The Treasurer shall be responsible for the safe control of all Club funds, for preparing and submitting to the Board an annual budget and keeping such records as are required for an audit. All cheques and legal documents shall be signed by any two of: the President, Vice-President, Treasurer, or Secretary.
- Schedule 5. The Test Chairperson shall be responsible for making all arrangements for tests. Dates will be approved by the Board of Directors. Skater's records must be kept up to date by the Test Chairperson.
- Schedule 6. The Competition Chairperson shall be responsible for organizing the annual Club Competition, and any other Competition type events that may arise. The Chairperson will inform Club professionals and Club members of upcoming skating competitions, by way of posting notices.
- Schedule 7. The Membership Chairperson shall have the authority to admit or refuse membership in line with the current policies. They shall report to the Board of Directors regularly regarding number of members, fees collected, outstanding accounts and also to assist the Executive in preparing registration forms and membership bulletins, They shall be responsible for keeping up to date on Club activities.
- Schedule 8. The Pro-Liaison Chairperson is responsible for liaising with the professional coaches, ensuring an annual election of the coaches' representative, and negotiating a contract for the approval of the Board of Directors.
- Schedule 9. The Marketing Chairperson shall be responsible for advertising and promoting the Club and its activities.

- Schedule 10. The professional Coaches' Representative shall represent the professional coaching staff at all Board meetings. The Representative will bring coaching issues to the meetings, and take coaching related matters back to the coaching staff.
- Schedule 11. The Ice Chairperson shall be responsible for negotiating a contract for ice rental for yearly activities with the approval of the Club Executive. These times shall include regular skating sessions, extra test dates, Club Competitions, Ice Show dates or additional ice time required.
- Schedule 12. The Brochure Chairperson is responsible for the preparation and distribution of the registration brochures.

Date June 2010

Signatures: President: Kendra Coats

Vice President: Wendy Hils