

# **Bylaws**

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**Club Name: NORALTA SKATING CLUB**

**Incorporation Date: 1979/03/02**

**Bylaw Revision Date: 2019/09/22**

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## BYLAWS OF THE

NORALTA SKATING CLUB

Name of Club

1000136

Club Number

1979/03/02

Date of Incorporation

2019/09/22

Date of Revision to Bylaws

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

The Name of the Club shall be NORALTA SKATING CLUB, hereinafter called the Club.

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

- a) The Club shall be a not-for-profit 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.
- b) The Club shall pay such fees and such other charges as shall be required of clubs from time to time by Skate Canada.
- c) The Club shall abide by all Skate Canada Bylaws, rules and regulations as per Skate Canada Bylaws.
- d) The Club is located in the Alberta-NWT/Nunavut Section of Skate Canada.

### **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.
- 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 Skate Canada Professional Coaches are permitted to instruct figure skating and skating in the Club.

**ARTICLE 4: BYLAWS OF THE CLUB**

- a) The Bylaws 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 Bylaws, Rules and Regulations of Skate Canada and those of the Section in which the Club operates shall take precedence over any Club Bylaws.
- c) Any Club Bylaw contrary to the Bylaws, 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 Bylaw relating to that club.

## **BYLAWS OF THE**

### **NORALTA SKATING CLUB**

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#### **MEMBERSHIP**

##### **Bylaw 1: Club Membership**

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

##### **Bylaw 2: Skate Canada and Club Bylaws, Rules and Regulations**

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

##### **Bylaw 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.

##### **Bylaw 4: Member in Good Standing**

For a member of the Club to be considered in good standing with the Club, that member must pay all 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 15 days of the date set for payment. Members in arrears shall be considered as having terminated their club membership. *Any member wishing to withdraw from membership may do so upon a notice in writing to the Board of Directors through the Secretary.*

##### **Bylaw 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.

##### **Bylaw 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. *Any member of the Club may be removed by the members with a 2/3 majority vote of quorum present at a Special General Meeting duly called for this purpose for any cause which is contrary to the rules of Skate Canada or for which the Club may deem reasonable. Special General Meeting rules will apply for notification and quorum.*

#### Bylaw 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. This is limited to Board of Directors and Skate Canada Officials. 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.
- **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. Special Members shall be restricted to one vote per family regardless of how many children are in the family.
- **Partial Membership:** All eligible skaters who are Associate Member or Restricted Member of Skate Canada through another HOME club and have paid a reduced fee as set by the Club. Partial Members have no vote at the Annual General Meeting and Special Meetings of the Club.
- **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. Honorary Members shall not vote at meetings of the club. They may have a voice at the meetings of the club.
- **Individual Member (Non-voting rights)** – An individual member (Non-Voting rights) is a member who volunteers for the Club and does not meet any of the above.

#### **LIABILITY**

##### Bylaw 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.

#### **CLUB MANAGEMENT**

##### Bylaw 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.

Bylaw 10: General Management of the Club

*The Board of Directors as a whole has the authority to control the operations and affairs 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, two 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 term of office for each position shall be staggered such that only half of the Board of Directors positions require determination by vote at the Annual General Meeting in any given year. The President and two Directors at Large shall be elected in odd numbered years and the remaining three Directors at Large shall be elected in even numbered years. The Board of Directors shall appoint the Vice-President, Secretary, and Treasurer from the elected Directors at Large. The officers so elected, along with the Past President, shall form the Board of Directors and shall serve until their successors are elected and installed. The Coaching Representative shall be elected annually by and from within the coaches of the club. The Past President shall be ex-officio and shall hold office until a new President has been duly elected.*

The Coaching Representative shall be elected as per Skate Canada Bylaws. If the Coaching Representative is a paid coach of the Club he or she will not be a voting board member.

*Bylaw 11: Officers of the Board of Directors*

*Officers of the Board of Directors have signing authority and can make decisions for the Board of Directors when granted that power by the Board. Officers of the Board of Directors will be the President, Vice-President, Secretary and Treasurer.*

Bylaw 12: 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. Quorum requirement for Special General Meetings will apply.

Bylaw 13: 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. 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.

*Bylaw 14: Board of Director Meetings*

*Board of Director Meetings shall be held as often as required, but at least once a quarter, and shall be called by the President. A special Board of Directors Meeting may be called on the instructions of any three members thereof provided they request the President in writing to call such a meeting, and state the business to be brought before the meeting. Meetings of the Board of Directors shall be called by email with three (3) days' notice given. Meetings may be held if a quorum is not present, provided however, that any business transactions at such meeting shall be ratified at the next regularly called meeting of the Board, otherwise they shall be null and void. All meetings of the Board of Directors shall be open to the general club membership. The Board of*

*Directors shall close the meeting to the general membership when discussing personnel or disciplinary issues.*

*Where it is anticipated that a decision will need to be made during times where it is difficult for the Board of Directors to physically meet, the Board may grant the Officers of the Board decision making power. Alternately the President may request the secretary to notify the Board of Directors of the need for a decision, providing at least twenty-four (24) hours for a response either by telephone, e-mail or text message.*

Bylaw 15: 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.

Bylaw 16: 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.

Bylaw 17: 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. *The President shall set the agenda and when present, preside at all meetings of the Club and Board of Directors. The President provides Club leadership and represents the Club at official functions when required.*

Bylaw 18: Role of Vice-President

*The Vice President is responsible to assist the President in his/her duties, if required, and to preside over meetings in the absence of the President. The Vice-President shall support the work of the Club Administrator as required.*

Bylaw 19: 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 legal documents. Any two of the President, the Vice-president, the Treasurer, the Secretary, and Director of Operations shall sign all cheques.

Bylaw 20: 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.

Bylaw 21: Committees – President as ex-officio member

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

Bylaw 22: 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.

Bylaw 23: 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.

Bylaw 24: 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 Bylaws or special rules of the Association.

Bylaw 25

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.

## **ANNUAL GENERAL MEETING**

Bylaw 26: Timing, Quorum, Special Meeting Request

An Annual General Meeting shall be held within 180 days of the close of the *April 30<sup>th</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 15 Club Members. A quorum for an Annual General Meeting or Special Meeting shall be *15* eligible-voting members.

Bylaw 27: Written Notice

Written notice of all Annual General Meeting and Special Meetings shall be provided 10 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 Bylaws, and a complete list of the candidates nominated for elections. Written notice is provided to the last known email provided by each eligible voting member.

Bylaw 28: 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. *All votes must be made in person and not by proxy.*

Bylaw 29: 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(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.



### Bylaw 30: 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
- Treasurer's Report (Annual Financial Statement)
- Other Reports
- Election of Board of Directors
- Amendments to the Bylaws
- Appointment of Auditors (as applicable)
- New Business

### AMENDMENTS

#### Bylaw 31: Right to Submit, Process for Submitting

Any member of the Club, in good standing, may propose an amendment to the 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 Bylaws of the Club shall be accepted from the floor at any meeting.

#### Bylaw 32: Interim Amendments

Bylaws may be enacted or amended by a majority vote (50% plus 1) of the Board of Directors whenever required. Such Bylaws 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.

#### Bylaw 33: 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.

#### Bylaw 34: Effective Force of Amendments to Bylaws

All amendments to the Bylaws 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 submitted to Skate Canada: Alberta-NWT/Nunavut Section Office. Skate Canada and the Alberta-NWT/Nunavut Section 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 Bylaw.

### FUNDS

#### Bylaw 35

The Treasurer or person directed by the Treasure shall deposit all funds of the Club in such banks or other institutions as may be designated by the Board of Directors.

Bylaw 36

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

Bylaw 37

*The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Club elected for the purpose at the Annual Meeting.*

Bylaw 38      Dissolution

In the event that the club ceases to exist, the net assets from liquidation shall go to the Alberta Figure Skating Foundation Organization.

Bylaw 39      Access to Books and Records

*The books and records of the Club may be inspected by any member of the Club at the Annual Meeting provided for herein, or at any time upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board of Directors shall at all times have access to such books and records.*

Bylaw 40      Renumeration

No Remuneration may be paid to any officer/director.

Bylaw 41      Borrowing Powers

*For the purpose of carrying out its objectives, the Club may borrow, raise or secure the payment of money in such manner as it thinks fit, and in particular, issue debentures, but this power shall be exercised only under the authority of the Club, and in no case shall debentures be issued without a special resolution of the members. Such a special resolution can only be done at a General Meeting where 21 days or more notice of the meeting has been given to the membership. A minimum of 75% of the members in attendance must vote in favour of this Special Resolution.*

Bylaw 42      Appeals

*Club members in good standing with the Club may appeal decisions of the Board of Directors. Notice of appeal must be received by the President within one month of the decision being made. Appeals will be addressed at the next board meeting and may be presented either in written or presentation format. All decisions for the Board regarding the appeal will be final.*

## **COMMITTEES**

Bylaw 43:      Subcommittees

The Board of Directors shall establish subcommittee(s) when required. The subcommittee(s) shall receive direction from and be accountable to the Board of Directors. These sub-committee(s) may include but are not limited to:

- Carnival/Ice Show Committee/Chair
- Test Committee/Chair
- Raffle Committee/Chair

**Adopted by:**

**NORALTA SKATING CLUB**

(Club Name)

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on \_\_\_\_\_ of \_\_\_\_\_  
(day) (month) (year)

**Signed**

\_\_\_\_\_  
(President)

\_\_\_\_\_  
(Date)

**Signed**

\_\_\_\_\_  
(Club Board Member)

\_\_\_\_\_  
(Date)