



New Hamburg Skating Club (NHSC)

Constitution and By-Laws

Incorporation Date: February, 1984

Revision Date: 17 July 2018

Revision # 2018-01

1291 Nafziger Road

Unit #1
Baden, ON
N3A 0C4



NHSC CONSTITUTION & BY-LAWS

Club Number: 100067

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NHSC CONSTITUTION

1. NAME OF CLUB

The name of the Club is New Hamburg Skating Club, hereinafter referred to as the Club.

2. SKATE CANADA

- a) The Club is a not-for-profit skating club, is a member of Skate Canada, and is managed by a volunteer board of directors for the general purpose of providing Skate Canada figure skating or skating programs for Skate Canada members. [Skate Canada By-Law 1100 (3)]
- b) The Club shall pay such fees and such other charges as required of clubs from time to time by Skate Canada. [Skate Canada By-Laws 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. [Skate Canada By-Law 1201 (1) (c) (iv)]
- d) The Club is part of Skate Ontario and Skate Canada.

3. PURPOSE OF THE CLUB

- a) The purpose of the Club is 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. [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 Skate Canada Professional Coaches are permitted to teach figure skating and skating in the Club.

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4. BY-LAWS OF THE CLUB

- a) The By-Laws, appended to this Constitution, describe the organization and functions of the Club, and the means by which members of the Club may elect the Club Board of Directors and control the property and activities of the Club.
- b) The By-Laws, Rules and Regulations of Skate Canada and those of the Skate Ontario Section 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 Skate Ontario are 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 (1) (c) (iv)]

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NHSC BY-LAWS

MEMBERSHIP

By-Law 1: Club Membership

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

By-Law 2: Skate Canada and Club By-Laws, Rules and Regulations

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

By-Law 3: Membership Fees

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

By-Law 4: Member in Good Standing

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

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

Fees, skating rules and skating hours of the Club are established by the Board of Directors. Club membership commences on the first day of the Skate Canada membership year, September 1st, or the date that fees are paid (whichever is later) and terminates on the last day of the Skate Canada membership year, August 31st.

By-Law 6: Suspension and Expulsion from the Club

The Board of Directors may suspend or expel a member of the club for acting contrary to the By-Laws, Rules and Regulations of Skate Canada or of the Club. The Club Board of Directors 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

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policy will be approved by the Club Board of Directors from time to time and it will 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. [Skate Canada By-Law 1204]

By-Law 7: Classes of Club Membership

The classes of membership, eligibility and privileges are as follows:

i) 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 are entitled to one vote at each Annual General Meeting and Special Meeting of the Club.

ii) 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 are 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.

iii) 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.

iv) 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.

v) Honorary Membership

The Annual General Meeting of members may elect any person an Honorary Member of the Club. An Honorary Member is exempt from Club dues (but not Skate Canada dues) and is not entitled to vote at Annual and Special meetings of the Club unless otherwise qualified; however, they may have a voice at these meetings.

vi) Restricted Membership

An individual who is a paid employee of the Club, Section or Association, a non-active

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coach, a performing professional skater or a professional dance partner. A restricted member is not permitted to hold elected office, may not vote at Annual or Special meetings, is not permitted to compete in competitions, and is not permitted to officiate at tests or competitions. [Skate Canada By-Laws 1201 (1) (c) (xi), 1202 (w), and Rule 2001]

LIABILITY

By-Law 8: Liability

The Club is not 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 uses the Club facilities at his or her own risk. The Club shall participate in the Skate Canada Club Liability and Member Accident Insurance programs. [Skate Canada By-Law 1201 (1) (c) (viii)]

CLUB MANAGEMENT AND OPERATIONS

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

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

By-Law 10: General Management of the Club

The general management of the Club is vested in an elected Board of Directors (hereinafter referred to as the Board), and at least one Administrator as appointed by the Board, and is conducted in alignment with Skate Canada and Region By-Laws, Rules and Regulations, and the interests of general membership. Board of Directors must be eligible persons of legal age (18 years).

The Board is comprised of the following:

- Immediate Past President
- President
- Vice President
- Secretary
- Treasurer
- 3 Directors at Large

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Administrator

Coaches' Representative

All of the above, with the exception of the Past President, the Coaching Representative and the Administrator(s), are elected at the Annual General Meeting. The Coaching Representative is elected annually, by and from within the coaches of the Club, and according to Skate Canada By-Laws. The Past President is ex-officio and shall hold office for one year only. The Past President has a voice at Board of Director's meetings of the

Club but may not vote. An Administrator must be present at all Board, Annual General and Special meetings of the Club, but may not vote.

If a coach holds the Administrator position, they will not partake in meetings that discuss coaching affairs; however, they will be informed and expected to keep confidentiality

By-Law 11: Holding of Board of Directors Office

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

By-Law 12: Voting at Board of Directors Meetings

Meetings of the Board are held regularly; meeting frequency and timing is established following each Annual General Meeting. A quorum for meetings of the Board consists of 50%-plus-1 members of the Board, including the Chair. Questions arising at any meeting of the Board are decided by a majority of votes. The meeting Chair may vote only when the vote would change the result. Therefore, the Chair may vote to break a tie, and thus pass the motion, or to create a tie, and thus defeat a motion. A majority of the Board forms a quorum. [Skate Canada By-Law 1420 (5)]

By-Law 13: Board of Directors Vacancies

Casual vacancy occurring between 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, or in the case of the Coaching Representative, by the coaching staff.

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If a member resigns their position within the first 60 days after taking office, a vacated position may not be acclaimed; rather a Special Meeting must be called to fill the said position.

By-Law 14: Board of Directors Member Absenteeism

If a Board Member is absent for more than 3 consecutive scheduled Board 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.

By-Law 15: Role of President

The President shall:

- Schedule and preside over all Board, Annual General and Special meetings
- Prepare an agenda for each meeting
- Ensure correct parliamentary procedure is adhered to using Robert's Rules
- Supervise all operations of the Club
- Be the point of contact for the Club and liaise with other organizations (e.g. Skate Canada)
- Co-sign all cheques and legal documents (except for ice contracts)
- Review all incoming mail and share with the Board
- Must have been a member of the board in the previous 1 of 2 seasons. If no person is willing to take the position, a person that does not meet the qualifications will be considered.
- This is a 2-year term position. This position runs non-carnival year and carnival year (ie. 2014-2015 to 2015/2016)

By-Law 15A: Role of Vice-President

The Vice-President shall:

- Act for the President in his/her absence, including chairing Board, Annual General or Special meetings
- Assume the role of President in the event that the President is no longer able to fulfill his/her duties after 60 days have passed of taking office
- Shall be an ex-officio member of all committees
- Have signing authority for cheques and legal documents
- This is a 2-year term position. This position runs non-carnival year and carnival year (ie. 2014-2015 to 2015/2016)

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By-Law 16: Role of Secretary

The Secretary shall:

Attend all Board, Annual General and Special meetings of the Club, and keep accurate minutes of meetings

Receive and file all written correspondence

Complete and send any forms or reports required by the Region, Section and Skate Canada

Maintain Club files (e.g. National office, Carnival, membership, competitions) Issue all notices for Board, Annual General or Special meetings

This is a 2-year term position. This position runs carnival year and non-carnival year (ie. 2013-2014 to 2014/2015)

By-Law 17: Role of Treasurer

The Treasurer shall:

Attend all Board, Annual General and Special meetings of the Club, and provide a financial report at meetings

Keep a full and accurate account of all revenues and expenditures using a set of books or computer software

Collect and deposit all funds received in a timely manner

Pay all operating expenses and have board approval for all non-budgeted expenses in excess of \$200.00

Invest Club funds and manage financial assets as directed by the Board

Have signing authority for cheques and legal documents, and act as signing officer for all financial business

Prepare financial records and deliver them for independent review, as appointed at the Annual General meeting

Prepare, balance and submit to an accountant an income/expense spreadsheet for filing of income taxes

Issue invoices to members in arrears

This is a 2-year term position. This position runs carnival year and non-carnival year (ie. 2013-2014 to 2014/2015)

By-Law 18: Role of Directors At Large

Directors at Large have no specific assigned responsibilities, although they must assume one or more Committee Chair roles (refer to By-Law 22). The Directors at Large shall attend all Board, Annual General and Special meetings of the Club and vote on matters pertaining to club

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management.

By-Law 19: Coaching Representative

The Coaching Representative shall:

- Attend all Board, Annual General and Special meetings of the Club, and provide a coaches' report at meetings
- Bring concerns of the professional coaches to the Board and communicate decisions and information from meetings to the coaching staff

By-Law 20: Role of Past President

The Past President shall:

- Act as an advisor to the current present
- Assist the Board in maintaining continuity in the operations of the Club

By-Law 21: Role of Administrator

The Administrator does not participate in decision-making related to Club management but executes core Club operations activities. The Administrator function may be performed by one or more Administrators, in which case a single individual will be appointed in the role and will delegate duties to others.

The Administrator role may include the following responsibilities:

Registration / Membership

- Plan the annual registration of members for the Club
- Maintain currency of registration forms
- Forward updated registration information and fees (including coach memberships and fees) to Skate Canada
- Register all Board members with Skate Canada
- Issue and distribute Skate Canada membership cards
- Maintain an up-to-date and accurate membership list and provide updates to session conveners and interested Committee Chairs as changes occur
- Respond to email and phone enquiries regarding registration
- Communicate confirmation of session registration to members
- Issue tax receipts for fees received and provide to Treasurer in a timely fashion
- Publicize and promote registration, including coordination of registration events (e.g. Wilmot Leisure Fair), and promote and develop membership in the Club

Skating Session Delivery

In consultation with Club coaching staff, coordinate and oversee implementation and

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delivery of all Skate Canada skating programs, including but not limited to CanSkate, CanPowerSkate, Synchro Skate, StarSkate, Competitive Skate, and talent identification and development

Set the budgetary projections for approval by the Board (based on prior years expenses and income and membership trends)

Liaise with township to book and cancel ice time (Administrator is the designated signatory for ice contracts)

Organize and oversee all off-season schools

Organize off-ice sessions

Office Administration

Maintain office and supplies

Manage distribution and tracking of keys to office and storage rooms

Manage the Club mailboxes (Canada Post and email) and ensure the appropriate

Club officials receive all correspondence, etc. pertaining to their role

By-Law 22: Committees

The following committees may be formed to augment the operations of the Club:

Testing

Publicity

Fundraising

Sponsorship

Bursary

Carnival

Website

Social / Member Events

Other committees may be formed as the needs of the Club dictate.

The President will appoint standing committee Chairs who shall look after duties assigned to them. An appointed committee Chair may be a Board member or a representative from the Club membership community (refer to By-Law 23: Eligibility to Serve).

The Vice-President is an ex-officio member of all committees. All Committee Chairs will submit the names of their committee members to the President for approval.

By-Law 23: Committees – Eligibility to Serve

All members of Committees must be eligible persons of legal age (18 years). They must be registered as Skate Canada members and be in good standing of the Club and be Associate

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Members of Skate Canada. [Skate Canada By-Law 1201 (1) (c) (ii)]

By-Law 23A: Committee Appointments

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

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

By-Law 24: Rules of Order

Rules of order for all Board, Annual General or Special meetings are 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 1203]

SKATE CANADA CLUB DELEGATE AND REGION COUNCILORS

By-Law 25: Region/Section Delegate

The Club Delegate to Skate Canada and/or the Section is appointed annually by the Board. The Delegate need not be a member of the Board. The Section and/or Skate Canada National Office will 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 report on activities at these meetings and are entitled to receive compensation for pre-approved expenses related to attendance at required meetings.

ANNUAL GENERAL MEETING

By-Law 25A: Nominations

Nominations for vacant positions may be submitted ahead of time or may come from the floor during for vacant position at an Annual General Meeting or Special Meeting. A person that is absent may be nominated provided they have written correspondence or can be reached by telephone confirming their interest in the position.

By-Law 26: Timing, Quorum, And Special Meeting Request

An Annual General Meeting is held within 60 days of the close of the March 31st fiscal year. Other general meetings may be held from time to time upon the request of the Board of Directors or upon written request of 10 per cent of Club Members. A quorum for an Annual General Meeting or Special Meeting is 10 per cent of the eligible voting members. [Skate

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Canada By-Law 1201 (1) (c) (i)]

By-Law 27: Written Notice

Written notice of all Annual General Meetings and Special Meetings is provided 30 days in advance to each eligible voting member. The notice includes 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 28: Voting on Club Elections

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

By-Law 29: Eligibility to Vote

Voting for club elections or on any matters pertaining to skating are 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 are restricted to one vote per family, regardless of how many children are in the family.

Members who are entitled to vote and are not attending the Annual General Meeting or Special Meeting may give their vote via proxy to delegates entitled to members eligible to vote. No person can carry more than 15 proxy votes per meeting. The proxies must be submitted on the proxy form and submitted in writing to the Secretary at the Annual General Meeting or Special Meeting for recording purposes. Proxy votes must be recorded in the meeting minutes.

By-Law 30: Order of Business

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

- Reading of the Notice of Meeting
- Quorum
- Approval of Agenda
- Minutes of the preceding General/Special meeting
- Treasurer's Report (Annual Financial Statement)
- Other Reports (e.g. Test Chair Report, PA Report, Coaches Report)
- Election of Board of Directors
- Amendments to the Constitution & By-Laws
- Appointment of Independent Financial Review (as applicable)
- New Business

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AMENDMENTS

By-Law 31: Right to Submit, Process for Submitting

Any member of the Club, in good standing, may propose an amendment to the Constitution or By-Laws of the club. The proposed amendment will be presented at the Annual General Meeting or Special Meetings. All amendments must be submitted in writing to the Club Board of Directors at least 30 days before the respective meeting. No amendment to the Constitution or By-Laws of the Club is accepted from the floor at any meeting.

By-Law 32: Interim Amendments

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

By-Law 33: Voting of Amendments

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

By-Law 34: 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) come into force immediately or on a date specified for same. All such amendments will be submitted to Skate Canada. Skate Canada reserves the right of refusal of any amendment. Such refusal will be made only if the intent of such amendment is to violate, in principle or spirit, any Skate Canada rule and/or by-law.

FUNDS

By-Law 35: Deposits of Funds

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

By-Law 36: Disbursements of Funds

All disbursements of Club funds will be by cheque or other auditable document. All cheques require a minimum of 2 signatures.

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By-Law 37: Annual Financial Review

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 will be made available to the membership of the Club.

By-Law 38: Dissolution

In the event that the club ceases to exist, the net assets from liquidation will go to the Township of Wilmot – arena update program.

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The aforementioned Constitution and By-Laws
are hereby adopted by the New Hamburg Skating Club
on the 17th day of July 2018.

NHSC President

Date

NHSC Board Member

Date