

**CONSTITUTION OF THE
QUINTE FIGURE SKATING CLUB NO. 1000514**

ARTICLE 1. – NAME

The name of the Club shall be the **Quinte Figure Skating Club**, hereinafter referred to as the “Club”.

1.1 Definitions

In this constitution and all By-Laws of the club, unless the context otherwise requires, the following definitions will apply:

- (a) “board” means the board of directors of the Club
- (b) “by-laws” means all By-Laws of the Club
- (c) “director” means a director of the Club
- (d) “Club” means “The Quinte Figure Skating Club” (the “Club”)
- (e) “eligible person and member” as defined by Skate Canada [Skate Canada By-Law 1201(1)(c)(i).

1.2 Headings used in the By-Laws are for convenience of reference only and shall not affect the construction or interpretation thereof.

1.3 Any Club By-Law contrary to the By-Laws, Rules and Regulations of Skate Canada and those of Skate Canada – Eastern Ontario (the “Section”) shall be invalid. It is acknowledged that any provincial state governing a club has precedence over any inconsistent Skate Canada By-Laws relating to that Club. [Skate Canada By-Law 1201(1)(c)(iv)].

ARTICLE 2 – HEAD OFFICE

The Head Office of the Club is situated in the City of Belleville in the Province of Ontario.

ARTICLE 3. – SKATE CANADA

- (a) The Club is 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. [Skate Canada By-Law 1100(3)].
- (b) The Club shall pay such fees and such other charges as shall be required of clubs by Skate Canada. [Skate Canada By-Law 1201(1)(c)(viii) and 12-1(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 Skate Canada – Eastern Ontario Section of Skate Canada. [see Skate Canada By-Laws 1503 for definitions of Sections.]

ARTICLE 4. - CLUB OBJECTIVES

The objectives of the Club are:

- (a) To encourage the instruction, practice, enjoyment and advancement of its members in all aspects of skating in accordance with the Rules, Policies and Procedures Skate Canada.
- (b) To ensure that the Club is managed and operated by eligible persons who are duly registered as Members of Skate Canada. [Skate Canada 1201(1)(c)(iv)]
- (c) To 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) To operate Skate Canada figure skating and skating programs, and/or sanctioned Club programs.
- (e) To ensure that only Skate Canada Professional Coaches are permitted to teach figure skating and skating in the Club.
- (f) To promote fellowship among eligible persons and members through the Club's activities.
- (g) To acquire by purchase, lease, gift or other legal manner, any and all things real and personal which may be required by the Club to carry out the objectives of the Club.
- (h) To invest the moneys of the Club not immediately required in such manner as may from time to time, be determined.
- (i) To hold events in order to raise funds solely to assist the Club in carrying on its activities in furtherance of its objectives.
- (j) To cooperate with other organizations whether incorporated or not, which are similar, in whole or in part, to carry out the objectives of the Club.

ARTICLE 5. - BY-LAWS

- (a) The By-Laws, appended to the Constitution, shall describe the organization and functions of the Club, and the means by which members of the Club may elect the Club Board Directors and control the property and activities of the Club.
- (b) 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-Law. [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 the club. [Skate Canada By-Law 1201(1)(c)(iv)]

BY-LAWS OF THE QUINTE FIGURE SKATING CLUB

A. MEMBERSHIP

BY-LAW 1 **Club membership** shall be open to all, irrespective of race, nationality, or ethnic origin, colour, religion, sex, sexual orientation,

marital status, family status, disability or conviction for an offense for which a pardon has been granted.

- BY-LAW 2 **Skate Canada and Club By-Laws, Rules and Regulations:** All members shall uphold, observe and conform to the By-Laws of the Club, and such regulations as determined from time to time 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 [Skate Canada By-Law 1201(1)(1), Rule 2012 and 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 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 arrears shall be considered as having terminated their Club membership.
- BY-LAW 5 **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. Cancellation or suspension of membership for violations of By-Law 4 shall be by two thirds majority decision of the Board of Directors [Skate Canada by-Law 1204]
- BY-LAW 6 **Members skating out of classification** must have Board sanction. The Board of Directors may define program classification on an as required basis.
- BY-LAW 7 **Membership classes as established by the Board of Directors shall be effective from September 1st to August 31st, which is designated the membership year** [Skate Canada By-Law 1100(8)].
- (a) **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 Members of Skate Canada are considered to have an active membership. Individual members of legal voting age (Ontario = 18 years old) 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.) (Note that if rights and privileges differ between members of different Skating Programs, this differentiation must be clearly specified.)**

- (b) **Individual Membership:** Non-skating members who have paid the fees as set by the Club and are members of Skate Canada are considered to have an individual membership. Individual members of legal voting age (Ontario = 18 years old) shall be entitled to one vote at each Annual General Meeting and Special Meeting of the Club. This would normally include Club Board of Directors, Skate Canada Officials and other adults serving on Club Committees.
- (c) **Special Membership:** Parent or guardian of legally underage Active Members who have paid the fees as set by the Club and are Members of Skate Canada are considered to have Special Membership.
- (d) **Partial Membership:** All eligible skaters who are Members or Restricted Members of Skate Canada through another HOME Club and have paid a fee as set by the Club are considered to have Partial Membership. **PARTIAL MEMBERS HAVE NO VOTE AT THE ANNUAL GENERAL MEETING**, but may have a voice at the Annual General Meeting or Special Meeting of the Club.
- (e) **Honorary Membership:** The Annual General Meeting of members may elect any person(s) an Honorary Member of the Club. 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.** They may have a voice at the meetings of the Club.
- (f) **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 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 [Skate Canada By-Law 1201(1)(c)(xi), By-Law 1202(2) and rule 2001].
- (g) **Non-Voting Active Members:** An active member (non-voting rights) is a member who meets certain criteria. For example, if the Club offers a CanPower Skate program and this program is not germane to the purpose of the Club, it may want to restrict voting rights [Skate Canada By-Law 1201(1)(c)(i) and 1202(1)(e)]. NB: CanPower Skate Members have no voting rights but may have a voice at the Annual General Meeting or Special Meetings of members. These active members (non voting rights) may not be represented by Special Members.

B. LIABILITY

BY-LAW 8

The Club shall not be responsible for any damages or injury or loss of property of any Club member, or of guests or visitors to the club's leased or owned premises, 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 [Skate Canada By-Law 1201(1)(c)viii)].

C. CLUB MANAGEMENT

- BY-LAW 9 **Members of the Board of Directors, Committees and Club Delegate(s) to Skate Canada.** The members of the Board of Directors, members and chairs of committees and the Club Delegate(s) to Skate Canada must be members in good standing of the Club, be registered as members of Skate Canada, be of legal age, and be eligible persons [with the exception of the Coaching Representative(s)] as defined by Skate Canada Rules. [Skate Canada By-Law 1305(1) and 1305(3)]
- BY-LAW 10 **The general management** of the Club shall be vested in a Board of Directors (consisting of: President, Vice-President, Treasurer, Secretary, Membership Chairperson, Two (2) Directors as well as one (1) Coaches' Representative. The Board of Directors may exercise all such powers and do all such acts and things as may be exercised or done by the Club and which are not specified in the By-Laws or by any resolution of the Club and which are not specified or required to be done by the Club at a meeting of the members. All members of the Board of Directors shall be elected at the Annual General Meeting (hereinafter referred to as "AGM").
- BY-LAW 11 The Board of Directors shall serve without remuneration and they shall not directly or indirectly receive any profit from this position, except that a Board member may be reimbursed reasonable expenses incurred in the performance of the Club duties, which are in accordance with Skate Canada. All expenses are to be approved by **two (2)** members of the Board of Directors.
- BY-LAW 12 Anyone holding office in another skating club may not be elected to the Board of Directors.
- BY-LAW 13 The Board members shall be eligible for re-election.
- BY-LAW 14 The President, Vice-President, Treasurer, Secretary, Membership Chairperson and Directors shall be elected at the AGM for a term of two (2) years, as detailed in Appendix A to this document. The Coaches' Rep is voted on by the coaches and is for a term of one (1) year.
- BY-LAW 15 Any vacancy on the Board of Directors may be filled, by a vote of the Board of Directors, for the period up to the next AGM of the Club but the continuing Board of Directors may act, notwithstanding such vacancy.
- BY-LAW 16 A member of the Board of Directors may resign at any time by giving notice in writing or notwithstanding By-Law 25, may be removed

from office at any time upon resolution approved by a two-thirds majority of the Board of Directors. [See also By-Law 25]

BY-LAW 17 Each Board Member should avoid **conflicts of interest** between his/her position as a member of the Board of Directors and his/her personal life. Should a conflict arise, the Board Member(s) must declare the conflict before the Board of Directors and refrain from voting on such matters.

D. DUTIES OF OFFICERS

BY-LAW 18 **The President** shall be the Chief Executive Officer of the Club and shall exercise general supervision over its affairs. The President, when present, will act as Chairperson of all Board of Directors and General Meetings of the Club.

BY-LAW 19 **The President** shall hold office until a successor has been duly elected at the AGM.

BY-LAW 20 **The President** shall be an ex-officio member of all committees.

BY-LAW 21 **The Vice-President** shall be responsible for the organizational functions of any other responsibilities as deemed necessary for the general operations of the Club. The Vice-President will also perform the functions of the President if the President is not present. In the event that the President resigns from the position, the Vice-President shall assume the duties of the President until the next AGM.

BY-LAW 22 **The Treasurer** shall be responsible for the safe control of all club funds, for preparing and submitting to the Board monthly reports, an annual budget and keeping such records as are required for financial review. The Treasurer is also responsible for submitting an unaudited annual financial statement for viewing at the AGM.

BY-LAW 23 A list of the positions of the Board of Directors is attached hereto and marked as Appendix "A" to this Constitution. Functions and responsibilities are to be determined and/or altered by the Board of Directors from time to time.

BY-LAW 24 The Board of Directors shall hold monthly meetings upon a day previously decided upon. Each member of the Board of Directors shall be notified and receive a copy of the minutes of the previous meeting in advance. Special Board meetings may be called by the President, and Board Members shall be notified within (7) days before the meeting. A member of the Board of Directors may also call a Special Board Meeting with seven (7) written notices to the Board Members, signed by two-thirds majority of the Board of Directors.

- BY-LAW 25 A member of the board must attend 75% of the monthly Board meetings or a resignation may be requested. [Reference QFSC By-Law 16]
- BY-LAW 26 A quorum for the Board Meetings shall and for the transaction of business consist of 50% +1 of the Board members in office.
- BY-LAW 27 **The Secretary** shall keep minutes of the resolutions and proceedings of all meetings of the Board of Directors and the Club. The minutes shall be filed in a special book and copies of the minutes shall then be made available upon request to all Club members within ten (10) working days after being accepted by the Board of Directors.
- BY-LAW 28 A majority vote of the Board members present at a meeting of the Board of Directors shall decide any question. The President shall vote only in the case of a tie. Exceptions to this By-law are covered by By-Law 2.
- BY-LAW 29 The club delegate to Skate Canada and/or Skate Canada – Eastern Ontario Section and such other organizations as may require representatives of the Club shall be appointed on an as required basis by the Board of Directors and shall be Club members in good standing.
- BY-LAW 30 Committees shall be established from time to time, for the good management of the Club and are not necessarily restricted to those listed in this Constitution.
- BY-LAW 31 The Board of Directors shall appoint committee chairs to *standing* and/or *ad hoc* committees who shall look after the duties assigned to them. Such duties are to be accurately described in writing and provided to the appointed Chairperson. All Committee chairs must submit the names of their committee members to the Board of Directors for approval.
- BY-LAW 32 Rules of Order for all meetings, General and Board of Directors, shall be outlined in *Roberts 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]

E. SIGNING AUTHORITIES

- BY-LAW 33 The President, Vice President, and Treasurer are designated as the signing authorities of the Club.
- BY-LAW 34 The Treasurer and one of the President or Vice-President shall sign all cheques, i.e. two (2) signatures being required.

BY-LAW 35 All legal documents including contracts entered into on behalf of the Club shall be approved by a majority vote of the Board of Directors and signed by any two of the signing authorities.

F. FINANCES

BY-LAW 36 Funds may be raised for the purposes of the Club.

BY-LAW 37 All funds of the Club shall be deposited in the name of the Club in such Canadian Chartered Banks or Trust Companies under the *Canadian Bankers Act* as designated by the Board of Directors.

BY-LAW 38 All disbursements of Club funds shall be by cheque or other auditable document.

BY-LAW 39 The fiscal year of the Club shall terminate April 30th each year.

BY-LAW 40 A review of the financial transactions of the Club must be made by a qualified and certified auditor as designated at the AGM. The auditor shall not be a member or family member of the Board of Directors.

BY-LAW 41 An unreviewed financial statement of the Club's operations for the previous fiscal year shall be tabled at the AGM including a comparison from the preceding fiscal year.

By-Law 42 Any member of the Board of Directors may receive funds and must transmit them to the Treasurer as soon as possible.

G. PROFESSIONAL COACHES

BY-LAW 43 Coaches may be selected as the Board of Directors considers necessary and shall be under written contract to the Club under terms agreed upon between the Board of Directors and Coach.

BY-LAW 44 Coaches shall advise the Board of Directors in writing of their fee rates and any fee changes thereafter, for private lessons to members. The fees for teaching Club programs will be determined by the Board of Directors.

BY-LAW 45 The Club Coaches may help co-ordinate a special event and may assume the position of Manager or Chairperson, as required.

BY-LAW 46 The Coaches will be directly responsible to the President, through the normal chain of command.

H. CLUB TROPHIES

BY-LAW 47 Trophies belonging to the Club shall be on permanent display whenever possible. Attached as Appendix "B" is a current list of Quinte Figure Skating trophies that should be maintained and kept current.

I. SPECIAL EVENTS

BY-LAW 48 Special events may be held each year at the discretion of the Board of Directors. The Board of Directors shall appoint a Chairperson for each special event who shall have complete charge of arrangements and shall be responsible to the Board of Directors. Such chairperson need not necessarily be a member of the Board of Directors.

BY-LAW 49 A budget of expenses and revenues must be submitted by the special event chairperson to the treasurer for approval by the Board of Directors. Any other incidental expenses must receive prior approval of the Treasurer.

J. OFF-SEASON SCHOOLS

BY-LAW 50 Spring and Summer Skating Schools may be held in each year at the discretion of the Board of Directors. If schools are held, the Board of Directors shall have complete charge of the school, including administration, preparation of schedules and budgets.

K. ANNUAL GENERAL MEETING – NOMINATING COMMITTEE

BY-LAW 51 The Nominating Committee Chairperson shall be appointed by the Board of Directors and the Committee members' names posted on the Club bulletin board at least thirty (30) days prior to the AGM.

BY-LAW 52 The Nominating Committee shall consist of four (4) members; two (2) from the general membership and two (2) from the Board of Directors.

BY-LAW 53 The Nominating Committee shall obtain names of persons willing to serve and prepare a slate from the names gathered.

BY-LAW 54 For any nomination to be valid, it must be signed by the nominee and approved by four (2) voting members in good standing and submitted in writing to the Nominating Committee Chairperson.

BY-LAW 55 The slate of nominees shall be posted fifteen (15) days prior to the AGM on the Club's bulletin board.

BY-LAW 56 Additional nominations, if in accordance with By-Law 54 will be accepted up to five (3) business days prior to the AGM.

BY-LAW 57 No nominations shall be received from the floor at the AGM.

L. ANNUAL GENERAL MEETINGS AND SPECIAL GENERAL MEETINGS

BY-LAW 58 The AGM shall be held every year no later than sixty (60) days following the closing of the Club's fiscal year, April 30th.

BY-LAW 59 The AGM shall be held on a date set by the Club Board of Directors, but no later than June 30th.

BY-LAW 60 The Board of Directors shall forward the Notice of AGM or Special General Meetings to all voting members in good standing and shall post it on the Club's bulletin board at least ten (10) days prior to the meeting.

BY-LAW 61 At any AGM or Special General Meeting of the Club a quorum shall be 10% of the eligible voting membership.

BY-LAW 62 Three (3) scrutineers shall be appointed by the Chairperson as soon as the AGM or Special Meeting convenes to determine whether a quorum is present at the meeting.

BY-LAW 63 If, within half an hour from the time appointed for any meeting, a quorum of voting members is not present the meeting shall stand adjourned for not more than two (2) weeks, and if at the newly convened meeting a quorum is not present within half an hour of the time appointed for the meeting, the voting members present shall be a quorum.

BY-LAW 64 The purpose of the AGM shall be as follows:

- (a) Reading of the Notice of Meeting
- (b) Quorum
- (c) Approval of Agenda
- (d) Approval of the Minutes of the preceding Annual General Meeting/Special Meeting
- (e) Confirmation of Actions taken by the Board of Directors
- (f) Presentation and Approval of Treasurer's Report (Annual Financial Statement)
- (g) Approval of the Auditor's Report
- (h) Appointment of Auditors for the coming fiscal year
- (i) Nomination of Honorary Members
- (j) Amendments to the Constitution and By-Laws
- (k) Transactions, such other business as may be properly brought before the AGM
- (l) Election of the Board of Directors
- (m) Adjournment

- BY-LAW 65 In the event of more than one nomination for any position, an election, by secret ballot, will be held at the AGM. A simple majority will serve to elect a candidate.
- BY-LAW 66 Special General Meetings may be held at any time at the request of the Board of directors or by a majority of voting members in good standing.
- BY-LAW 67 AGM and Special General Meetings shall be open to all voting members in good standing. Except by invitation from the Board of Directors no other persons may attend.
- BY-LAW 68 Voting for the Directors shall be by secret ballot and a simple majority will serve to elect a candidate. The President, Vice President, Treasurer, Secretary and two (2) Directors shall be elected by separate ballots.
- BY-LAW 69 All other voting may be decided by a majority of votes on a show of hands unless a majority of voting members present request the voting be by secret ballot. Exception to majority vote is covered in By-Law 69.
- BY-LAW 70 Any voting member, as defined in By-Law 2, may vote at the AGM and Special General Meetings, but proxy votes shall not be allowed.

M. AMENDMENTS TO THE CONSTITUTION

- BY-LAW 71 Proposed amendments must be submitted, in writing, to a Board Member, at least twenty-one (21) days prior to the AGM or Special General Meeting. Amendments not submitted in this manner shall not be accepted for consideration. Amendments will only be accepted from the Club members in good standing.
- BY-LAW 72 By-Laws of this Constitution may be enacted or amended by a vote of 50% +1 of the Board of Directors whenever required. Such By-Laws or amendments must be presented at the next AGM 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 for one calendar year.
- BY-LAW 73 No part of this constitution may be amended except by a vote of at least two-thirds of the voting members in good standing, present at an AGM or Special General Meeting.
- BY-LAW 74 All amendments to the By-Laws, upon receiving approval of any general or special meeting of members, become effective immediately or on a date specified for the same. All such amendments shall be

submitted to Skate Canada. 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.

The revised Constitution was approved at the **Special Board Meeting** held in the City of Belleville, on the _____ day of _____, 2013.

President: _____
Lori Slatter

Vice-President: _____
Leah Davis

Treasurer: _____
Maribeth Foote

Secretary: _____
Lisa Trumpour Panetta