

WTSC Constitution and By-laws

Club Name: West Toronto Figure Skating Club doing business as West Toronto Skating Club

**179 Brock Avenue
Toronto, On.
Canada
M6K 2L7**

Incorporation Date: 9 Dec. 1981

Corporation Type: Ontario Corp. Non-share

Ontario Corp. Number: 500009

Constitution Revision Date: April 29, 2014

ARTICLE 1: NAME OF CLUB

The Name of the Club shall be the West Toronto Figure Skating Club doing business as the West Toronto Skating Club hereinafter called the Club.

ARTICLE 2: SKATE CANADA

- a) 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 By-laws, rules and regulations as per Skate Canada By-law 1201 (1) (c) (iv).
- d) The Club is located in the Central Ontario Section of Skate Canada. See Skate Canada By-law 1503 for definition of Sections.

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 teach figure skating and skating in the Club.

ARTICLE 4: BY-LAWS OF THE CLUB

- a) The By-laws, appended to this Constitution, 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 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-laws.
- 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 that Club.

BY-LAWS OF THE WEST TORONTO SKATING CLUB

MEMBERSHIP

By-law 1: Club Membership

Membership in the Club shall be open and inclusive, shall reflect the diversity of the community and be open to all irrespective of age, ethnicity, culture, sex, gender identity, sexual orientation, language, socio-economic status or disability.

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 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.

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 such Club fees as are stipulated by the Club Board of Directors. 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, at the discretion of the Board.

By-law 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 upon payment of the Club Membership fee, and shall end on the last day of the Club's fiscal year.

By-law 6: Suspension and Expulsion from the Club

The Board of Directors may, by written notice, 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 Board shall give the individual a written explanation for the termination of membership, upon request. The individual shall have the right to appeal to the Board and to a general meeting of the members.

By-law 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. Individual members of legal age of 18 shall be entitled to one vote at each Annual General Meeting and Special Meeting of the Club for the duration of their paid membership.

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 for the duration of their membership. (Underage Active Members have no vote but may be represented by Special Members.)

Special Membership: Parents or guardians of legally underage Active Members who have paid the fees as set by the Club and are Associate Members of Skate Canada. There will be one Special Membership accorded to a family, regardless of the number of underage active members there are registered with the Club.

Other Classes of Membership: Other Classes of membership, eligibility and privileges may be set out by the Board from time to time.

VOTING

By-law 8: Voting

Voting on any matter pertaining to Club business shall be restricted to Club members who are registered as Associate Members of Skate Canada, plus the elected Coaches' Representative.

LIABILITY

By-law 9: 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

By-law 10: General Management of the Club

The general management of the club shall be vested in a Board of Directors consisting of: The Past President, President, Vice President, Secretary, Treasurer, Coach Liaison, 3 Directors at Large and a Coaching Representative (for a total of ten). 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. Terms of office shall be staggered, so that when the terms of four directors expire, the terms of the other four will continue for another year. The Coaching Representative shall be elected annually by and from within the coaches of the Club as per Skate Canada by-laws. The Past President shall be ex-officio and shall hold office until a new President has been duly

elected.

By-law 11: Eligibility

Directors shall be at the date of election, or must become within ten days of election, a member in good standing of the Club, and be at least eighteen years of age. Directors shall not be paid employees of the Club (with the exception of the Coaches' Representative), and no spouse, parent, brother, sister, son, daughter or in-law of a SkateCanada coach of the Club shall hold office as a director.

By-law 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.

By-law 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.

By-law 14: Board of Directors Vacancies

Casual vacancies 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 of Directors or in the case of the Coaching Representative, by the coaching staff.

By-law 15: 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.

By-law 16: Role of President

The President shall act as Chair of all Board of Directors and general meetings. In his/her absence, another Board member may be asked to fulfill this duty.

By-law 17: 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 three designated Directors shall sign all cheques and legal documents. (Note: It is recommended that the Treasurer be one of the signatories.)

By-law 18: 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.

By-law 19: Committees – President as ex-officio member

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

By-law 20: Committees – Appointment

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.

By-law 21: Committees: Eligibility to Serve

All members of Club Committees shall be of legal age (18 years). They must be members in good standing of the Club and be Associate Members of SkateCanada.

By-law 22: Rules of Order

Rules of order for all meetings, General and Board of Directors, shall be 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.

ANNUAL GENERAL MEETING**By-law 23: Timing, Quorum, Special Meeting Request**

An Annual General Meeting shall be held within 90 days of the close of the fiscal year, which shall be August 31, or such other date as the Board may from time to time by resolution determine. Other general meetings may be held from time to time upon the request of the Board of Directors or upon written request of 25% per cent of Club Members. A quorum for an Annual General Meeting or Special Meeting shall be 5% per cent of the eligible-voting members.

By-law 24: Written Notice

Written notice of all Annual General Meeting and Special Meetings shall be provided to members 21 days in advance. The notice shall include the time and place of the meeting, the agenda and full details of any proposed amendments to these By-laws (if any). The notice of the AGM shall also include an invitation to members to make nominations for the Board of Directors, set out the nomination rules including a date by which nominations must be received.

By-Law 25: Nomination for election

A Nominating Committee consisting of three members of the Club not running for

election shall be appointed by the Board. Nominations must be made in writing to the Nominating Committee by two members in good standing. Each nominee must indicate acceptance in writing at the time of their nomination.

Nominations for election shall be vetted by the Nominating Committee to ensure that they are complete, observe the eligibility rules, and have been submitted on time. If there are enough nominations to exactly fill positions coming vacant, or fewer than enough, the committee will recommend a slate of candidates to the Board of Directors no later than 11 days before the Annual Meeting for circulation by the Board to the general Membership. If there are more nominees than positions coming vacant, the committee will provide the Board with a ballot comprising the names of all nominees. All nominations are for Director at large. (The Board will designate particular roles at its pleasure.) Nominations from the floor at the Annual Meeting will not be accepted.

By-law 26: 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.

By-law 27: Proxies

Members may, by means of a proxy, appoint a person who need not be a member of the Club to attend and act on their behalf. A proxy must be in writing, and be submitted to the meeting secretary at the commencement of the meeting.

By-law 28: 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 Coaches' representative 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.

By-law 29: Order of Business

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

Call to order

Call for proxies

Quorum

Approval of Agenda

Minutes of the preceding General/Special meeting

Confirmation of the actions taken by the Board of Directors

Secretary's Report

Treasurer's Report (Annual Financial Statement)

Other Reports

Election of Board of Directors

Amendments to the Constitution and By-laws

Appointment of Auditors (as applicable)
New Business

AMENDMENTS

By-law 30: Right to Submit, Process for Submitting

Any member of the Club may propose an amendment to the Constitution or by-laws 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 Constitution or By-laws of the Club shall be accepted from the floor at any meeting.

By-law 30: 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 32: Voting of Amendments

Any amendment, to be accepted or ratified, must pass by a two thirds majority vote of those eligible to vote and present in person or by proxy at an Annual General Meeting of the Club.

By-law 33: 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) shall come into force immediately or on a date specified for same.

FUNDS

By-law 34

The Treasurer shall ensure that all funds of the Club are deposited in such banks or other institutions as may be designated by the Board of Directors.

By-law 35

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

By-law 36

A qualified independent financial consultant shall be designated by the Board of Directors to review the finances of the Club each year. This review shall be made available to the membership of the Club.

By-law 37 Dissolution

In the event that the club ceases to exist, the net assets from liquidation shall go to SkateCanada COS.

Adopted by: West Toronto Figure Skating Club (doing business as the West Toronto Skating Club)

on _____ of _____ (day) (month) (year)

Signed

_____ (President)

Signed

_____ (Club Board Member)

_____ (Date)

_____ (Date)