



UPPER CANADA SKATING CLUB

CONSTITUTION AND BY-LAWS

Revised May 6, 2015

UPPER CANADA SKATING CLUB CONSTITUTION

Article 1: Name of Club:

The name of the Club shall be Upper Canada Skating Club hereinafter called "The Club".

Article 2: Skate Canada

- a) A not-for-profit figure skating or skating club, or the figure skating or skating section of a not-for-profit 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) (ii), 1201 (1) (c) (viii) and 1201 (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 Central Ontario 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 [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.

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 to that Club.

UPPER CANADA SKATING CLUB BY-LAWS

By-law 1: Membership

Membership in the Club shall be open to all, irrespective of sex, age, creed or colour provided maximum numbers have not been reached.

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 Club fees as are stipulated by the Club Board of Directors in advance of the membership year in question. All fees must be paid by November 1st. 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 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, September 1st, or the date that fees are paid (whichever is the latter) and terminate on the last day of the Skate Canada membership year, August 31st. Candidates for admission to membership shall submit a written application containing such information as the Board of Directors may, from time to time require.

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 shall develop a suspension and expulsion policy in accordance with 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 as 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.

By-law 7: Classes of Club Membership

The classes of membership, eligibility and privileges shall be as follows:

- a) 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 be entitled to one vote.
- b) 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 legal age of 18 have one vote each. Underage Active Members have no vote but may be represented by Special Members (as in c)
- c) Special Membership: Parent or guardian of legally underage Active Members who have paid the fees as set by the Club.
- d) 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) and shall not have interests in the assets of the Club. Honorary Members shall not vote at meetings of the Club unless otherwise qualified. They may have a voice at the meetings of the Club.
- e) 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 a 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.

By-law 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/her own risk. The Club shall participate in Skate Canada Club Liability and Member Accident Insurance programs [Skate Canada By-law 1201 (1) (c) (viii)].

By-law 9: Members of Board of Directors, Committees and Club Delegates 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 shall be vested in a Board of Directors consisting of: immediate Past President, President, Vice-President, Secretary, Registrar, Test/Competition Chair, Treasurer and Coaching Representative. If all positions are not filled, the duties will be rotated to other members of the board.

The length of term for all board members, excluding the immediate Past President and Coaching Representative, shall be a minimum of 2 years and a maximum of 3 years. After 3 years, board members will have to be re-elected at the Annual General Meeting.

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 By-laws.

By-law 11: Holding of Board of Directors Office

The Board of Directors shall hold office until the close of the meeting at which their successors (if any) 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 12: 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. NOTE: 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. A majority of the Board of Directors shall form a quorum.

By-law 13: 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.

By-law 14: 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 (or any board member), then that office may be declared vacant by a majority vote of the Board of Directors.

By-law 15: Role of President

The President shall act as Chair of all Board of Directors and General Meetings. In his/her absence, the Vice-President (or another board member if there is no Vice-President) will fill this duty. As Chair, the President will prepare an agenda for each meeting and is responsible for delegating work.

By-law 16: 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 sign all the cheques and legal documents. NOTE: It is recommended that the Treasurer be one of the signatories.

By-law 17: 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 meetings and General Meetings, shall take the minutes at all meetings, and provide a list of follow-up items from said meetings. 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 18: Committees-President as ex-officio member

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

By-law 19: 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.

By-law 20: 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.

By-law 21: 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 by-laws or special rules of the Association.

SKATE CANADA CLUB DELEGATE AND REGION COUNCILORS

By-law 22

The Club Delegate to Skate Canada and/or the Section shall be appointed annual 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. The Club shall appoint a Councilor and an alternate Councilor to serve on the Region Council as required by the By-laws of the Region Council. The delegates and councilors shall report on activities at these meetings and shall be entitled to receive compensation for pre-approved expenses related to attendance at required meetings.

ANNUAL GENERAL MEETING

By-law 23: Timing, Quorum, Special Meetings

An Annual General Meeting shall be held within 90 days of the close of the winter fiscal year (normally around March 15th). Other General Meetings may be held from time to time upon the request of the Board of Directors. A quorum for an Annual General Meeting or Special Meeting shall be 5% of the eligible-voting members.

By-law 24: Notice of Annual General Meeting

Notice of all Annual General Meeting and Special Meetings shall be provided 15 days in advance to each eligible voting member. The notice shall include the time and place of the meeting, the agenda, and full details of any proposed amendments to these By-laws. Nominations can be accepted from the floor at the Annual General Meeting or by ballot prior to the meeting.

By-law 25: 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 26: Eligibility To Vote

Voting for Club elections, or 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 children who are members of the Club and registered as an Associate Member of Skate Canada. Special Members shall be restricted to one (1) vote per family regardless of how many children are in the family.

By-law 27: 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 or Special meeting
- President's Report
- Registrar's Report
- Treasurer's Report
- Amendments to the Constitution and by-laws
- Election of the board of directors
- Adjournment

AMENDMENTS

By-law 28: 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. 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 29: Interim Amendments

By-laws may be enacted or amended by a majority vote (50% +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 30: Voting of Amendments

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

By-law 31: Effective Force of Amendments by 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. 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.

FUNDS

By-law 32

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

By-law 33

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

By-law 34

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 shall be made available to the membership of the Club.

By-law 35: Dissolution

In the event that the club ceases to exist, the net assets from liquidation shall be donated to a charitable organization as voted on by the current Board of Directors

COMMITTEES

By-law 36: Finance Committee/Chair

This committee shall be responsible for preparing the Club's annual budget and supervising the finances of the club including the presentation of an independently reviewed annual statement of revenues and expenditures to its members. A Finance Committee/Chair will only be used when the club membership reaches 1,000 active members or at the Discretion of the Board of Directors.

By-law 37: Nominating Committee

This committee is responsible for selecting at least a full slate of candidates for election to the Club Board of Directors and shall present such a slate to the Board of Directors no later than 21 days before

an Annual General Meeting in a year which an election is to be held. The nominating committee shall consist of a minimum of 2 members, one from the Board of Directors and one from the membership. Other nominations may be made by any member in good standing by a written submission to the nominating committee at least 3 days before the Annual General Meeting. Each nominee must indicate acceptance in writing prior to the commencement of elections. Nominations from the floor at the Annual General Meeting will not be accepted.

A Nominating Committee will only be used when the club membership reaches 1,000 active members or at the discretion of the Board of Directors however the rules for nominations still apply.

By-law 38: Membership Committee/Chair

This committee is responsible for promoting and developing membership in the club and for ensuring submission of club and member registrations to Skate Canada. A Membership Committee/Chair will only be used when the club membership reaches 1,000 active members or at the discretion of the Board of Directors.

By-law 39: Skating Programs Committee/Chair

In consultation with the club coaching staff, the committee shall co-ordinate and oversee implementation and delivery of all Skate Canada skating programs including but not limited to CanSkate, CanPowerSkate, Synchronized Skating, STARSkate, Competitive Skate and Talent Identification and Development. Reporting to the skating programs committee is the recreational skating programs sub-committee. A Skating Programs Committee/Chair will only be used when the club membership reaches 1,000 active members or at the discretion of the Board of Directors.

Special program sub-committees as deemed necessary by the club may be formed. These sub- committees may include but are not limited to:

- Carnival/Ice Show Committee/Chair
- Ice Committee/Chair
- Test Committee/Chair
- Music Committee/Chair
- Synchronized Committee/Chair
- Recreation Program Committee/Chair

INTERPRETATION

By-Law 40

Any question of interpretation of the By-laws, or of any rules or regulations made by the Directors or a Committee shall be decided by a majority vote of the Directors.

Adopted by:

Upper Canada Skating Club

On May 6, 2015

President-ZENAIDA CHINEA-CAMPBELL

Date

Treasurer-LAURIE JENNINGS

Date

Skate Canada

Club Code of Ethics

Skate Canada Club Code of Ethics

Skate Canada Mission Statement

Skate Canada is an Association dedicated to the principles of enabling every Canadian to participate in skating throughout their lifetime for fun, fitness and/or achievement.

Introduction

This mission can only be accomplished successfully if all stakeholders involved in the sport of skating (including skaters and parents, coaches, officials and club directors) share a common vision and understanding of their role to create and maintain a positive learning environment. However, it is the actions of each stakeholder that ultimately contribute to or undermine the existence of a positive skating environment.

The onus of establishing and maintaining appropriate ethical behaviour in the pursuit of this worthwhile objective falls on and must be accepted by the leaders in our sport. At the club or sanctioned skating school level, these people are: coaches, club directors and officials.

Ethical Conduct

To understand the fundamental principles of ethical conduct, it is useful to review the definition of the word "ethical":

- Relating to morals or moral principles;
- Philosophy which governs human character and conduct i.e. the distinction between right and wrong and/or moral duty and obligations to the community;
- Originating from the Greek word "theos" meaning character.

Ethical Conduct Standards For the Club

- 1) Obligations to the Skater and Parent
 - (a) To provide up-to-date quality Skate Canada skating programs to all members in accordance with delivery standards prescribed by Skate Canada.
 - (b) To provide the skater and parents(s) with the basic information necessary to enable them to choose a realistic and affordable course of action to achieve their goals and objectives.
 - (c) To outline clearly all club programs including cost and method of payment.
 - (d) To outline clearly all club policies including parent responsibilities, safety issues, carnival fees, test days, ice qualifications, etc.
 - (e) To ensure that sufficient, qualified coaches are available to teach all programs within the club, including private and group instruction.

- (f) To adopt a philosophy of being athlete-centred in all decision making.
- (g) To ensure that the best interests of all skaters in the club are taken into account in club decision making. To ensure that each skater is able to participate and progress at his/her own level and that no skater is held back.
- (h) To communicate as regularly and effectively as possible with skaters and parents as to club activities, changes in Skate Canada rules and regulations, club regulations and policies and other important or relevant information affecting the skater's participation in the sport.
- (i) To help ensure that a positive learning environment is maintained in the club.
- (j) To respect all members' racial and religious practices.
- (k) To inform all members regarding the club's constitution and by-laws and requirements for the Annual General Meeting.
- (l) To implement an appeal process to deal with customers requesting special consideration.

2) Obligations to the Sport

- (a) To maintain a current working knowledge of ISU, Skate Canada and Section rules, policies, regulations and programs so as to be able to deliver the product of skating in an organized and professional manner.
- (b) To exhibit the important character traits of honesty, reliability/dependability and cooperation when dealing with all participants in the sport.
- (c) To share responsibility with the Skate Canada Board, the Section, Skate Canada Officials (judges, evaluators, referees, accountants) and coaches to initiate and support actions that are required to meet the needs of skaters and skating in general.
- (d) To promote the Skate Canada and its programs and the sport of skating in general.

3) Obligations to the Coaches

- (a) To hire only qualified Skate Canada coaches who have paid the current Skate Canada coaching membership fees.
- (b) To convey at the beginning of each year the club's expectations and the responsibilities of the coach.
- (c) To provide a reasonable contract to coaches which does not infringe upon their right to earn a living.
- (d) To negotiate coaching contracts in good faith and honour their terms.
- (e) To treat all coaches and staff fairly and with respect.
- (f) To respect a coach's teaching methods and judgment regarding a skater's readiness for testing

- (g) To refrain from soliciting directly or indirectly another coach's students for a particular coach.
- (h) To refrain from interfering with a coach-skater or coach-parent relationship unless agreed upon by both parties.**
- (i) To refrain from firing a coach for unjust reasons or become slanderous towards a coach.
- (j) To provide accurate information when advertising to attract coaches to a location.
- (k) To accept the name of the coach representative who is selected by the coaches.
- (l) To hold club executive meetings at a convenient time as to permit the coaching representative to attend.
- (m) To involve the club coach representative in the process of developing policies, procedures and regulations for the operation of the club, to monitor the club's programs and overall performance.

Violation of Club/Coach Ethics

All violations are to be dealt with in the following manner:

- (a) Upon concern of either party, the Section Coaching Representative (or designate) and a Section representative as determined by the Section Chairperson shall be notified in writing. Notification shall be provided to the Skate Canada.
- (b) The matter will then be referred to the Section Conflict Resolution Committee.
- (c) The committee shall consist of at least three persons-The Section Coaching Representative or designate, the Section Chairperson or designate, the Area or Regional Representative or designate plus any other persons appointed by the Section.
- (d) The Conflict Resolution Committee will review the matter and if necessary, meet with the club and coach involved.
- (e) The Conflict Resolution Committee shall attempt to resolve the concern. The Committee shall then provide a recommendation to the Section Board and its decision is final and absolute.
- (f) A fee may be charged by the Section to the Club and Coach.