



**Skate Canada Club Name: Red Deer Skating Club**

**Skate Canada Club #: 1000147**

**Incorporation Date: March 23, 1981**

**Incorporation Number: 50250165**

**Bylaw Revision Date: April 25, 2025**

**Approved by Membership: April 27, 2025**

## **1. DEFINITIONS**

### **1.1 Definitions**

In these Bylaws, unless otherwise indicated, the following words and phrases are defined here.

#### **a. Annual General Meeting**

The Annual General Meeting of members at which an audited financial statement, setting out the Club's income, disbursement, assets and liabilities and signed by the Club's Auditor, will be presented;

#### **b. Board of Directors**

The Board of Directors of the Red Deer Skating Club;

#### **c. Bylaws**

These Bylaws, as reviewed and approved by the Skate Canada: Alberta – NWT/Nunavut Section, and filed with, and approved by, Alberta Corporate Registry;

#### **d. Club**

A not-for-profit organization that is operating for the general purpose of providing solely Skate Canada skating programs and is managed by a volunteer Board of Directors;

#### **e. Days**

Days including weekends and holidays;

#### **f. Director**

An individual elected or appointed to serve on the Board including the President;

#### **g. Member**

Each entity or individual that meets the requirements of any of the Member classes as defined;

#### **h. Registrant**

Includes an individual who is registered by a Club with Skate Canada and who is subject to all rules, regulations and policies of Skate Canada;

#### **i. Skate Canada**

Skate Canada – Patinage Canada, incorporated or continued under the laws of Canada and recognized as a National Sport Organization;

#### **j. Skate Canada: Alberta – NWT/Nunavut Section**

Skate Canada: Alberta – NWT/Nunavut, incorporated or continued under the Alberta Societies Act, referred to as Skate AB|NT|NU or the Section and recognized as the Provincial Sport Organization for Skate Canada programming;

**k. Skate Canada Coach**

A skating expert with the required National Coaching Certification Program qualifications to provide a remunerated service at Skate Canada sanctioned Clubs and Skating Schools, both on and off ice. These individuals shall have registered, provided full payment and have met all professional coach registration requirements as set annually by Skate Canada;

**l. Special Meeting**

A meeting of the members which is not the Annual General Meeting;

**m. Special Resolution**

- i. A resolution passed at an Annual General Meeting or Special Meeting of which not less than 21 days' notice specifying the intention to propose the resolution has been duly given; and
- ii. by the vote of not less than 75% of those members who, if entitled to do so, vote in person or by electronic means; or
- iii. a resolution consented to in writing by all Members who would have been entitled at a meeting of the Members to vote on that resolution.

**n. Voting Member**

A Board Director or Club Member who is entitled to vote at an Annual General Meeting or Special Meeting as defined under the Classes of Club Membership.

**1.2 Plural and Singular Forms**

In these Bylaws, a word defined in the plural form includes the singular and vice versa.

**2. SKATE CANADA AND SKATE CANADA: ALBERTA – NWT / NUNAVUT**

- 2.1 The name of the Club shall be Red Deer Skating Club hereinafter called the Club.
- 2.2 The Club shall pay such fees and such other charges as shall be required of Clubs from time to time by Skate Canada.
- 2.3 The Club shall abide by all Skate Canada Bylaws, rules, and regulations as per Skate Canada Bylaws.
- 2.4 The Club is located in the Alberta-NWT/Nunavut Section of Skate Canada.

**3. BYLAWS OF THE CLUB**

- 3.1 Bylaws shall describe the organization and structure 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.

- 3.2 Any Club Bylaw contrary to the Bylaws, Rules, and Regulations of Skate Canada and those of the Skate AB I NT I NU Section shall be invalid. It is acknowledged that any provincial statute governing a Club has precedence over any inconsistent Skate Canada Bylaw relating to that Club.
- 3.3 In the event that any provision of these Bylaws is determined to be invalid, illegal, or unenforceable by a court of competent jurisdiction or any governing authority, such invalidity, illegality, or unenforceability shall not affect the validity of the remaining provisions of these Bylaws. The provisions of these Bylaws shall remain in full force and effect as if such invalid, illegal, or unenforceable provision had never been included, and the invalid provision shall be replaced by a valid provision that most closely reflects the intent of the original provision.

#### **4. MEMBERSHIP**

##### **4.1 Club Membership**

Membership of the Club shall be open to all.

##### **4.2 Skate Canada and Club Bylaws, Rules, and Regulations**

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

##### **4.3 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.

##### **4.4 Membership Year**

Club membership shall commence on the first day of the Skate Canada membership year, 1 September, or the date that the Membership Fees are paid (whichever is the latter) and terminate on the last day of the Skate Canada membership year, 31 August.

##### **4.5 Member in Good Standing**

In addition to Membership Fees for a member of the Club to be considered in good standing with the Club, that member must pay additional Club fees as stipulated by the Club Board of Directors in advance of the membership year. 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.

##### **4.6 Setting of Club Fees, Rules, and Skating Hours**

Additional Club fees, skating rules, and skating hours of the Club shall be as the Board of Directors decides from time to time.

#### 4.7 Dispute Reporting and Resolution

The Club Board shall have a policy and procedure to handle general disputes within the Club to standardize the measures and procedures to ensure Club Members have a process to report general disputes, confidence that there will be no retaliation or reprisal for reports made in good faith and reports will be investigated and dealt with within a fair and timely manner.

#### 4.8 Suspension and Expulsion

The Membership of a Club Member may be terminated or suspended by Majority Resolution of the Board in the event that a Member fails to remain in good standing with Skate Canada or fails to observe and conform to the rules and regulations of Skate Canada, Skate Canada: Alberta – NWT/Nunavut, the rules of the Club or these Bylaws. The Board shall have a Misconduct reporting policy and procedure in accordance with Skate Canada Misconduct Reporting and Resolution Procedure and will defer to Skate Canada Safe Sport and/or the Office of the Sport Integrity Commissioner (OSIC), when appropriate.

This policy shall be approved by the Board from time to time and shall be in writing and made available to all Members in advance of its implementation.

#### 4.9 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 Registrants of Skate Canada. Individual members of the legal age of 18 shall be entitled to one vote at each Annual General Meeting and Special Meetings of the Club. Ex: Officials, Region Representatives, Board of Directors.

**Active Membership:** All eligible skaters who participate in a Club Skating Program and who have paid the full fees as set by the Club and are Registrants 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 Meetings of the Club. (Underage Active Members have no vote but may be represented by Special Members)

**Special Membership:** Representative of legally underage Active Members who have paid the full fees as set by the Club and are Registrants of Skate Canada. Special Members shall be restricted to one vote per child registered through the Club.

#### 4.10 Termination of Club Membership

A Member may terminate their Club Membership in writing to the Board of Directors and in accordance with the policy as set forth by the Club. Termination of Club Membership does not mean termination of Skate Canada registrant status.

## **5. LIABILITY**

### **5.1 Liability**

The Club shall not be responsible for any damages, injury, illness, or loss of property to any member, guest, or visitor to the Club regardless of the reason or nature of such damage, loss, illness, 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.

## **6 CLUB MANAGEMENT**

### **6.1 Eligibility to Serve: Members of Board of Directors, Committees**

The members of the Board of Directors, and members and Chairs of committees, must be members in good standing of the Club, be registrants in good standing of Skate Canada, and be of legal age. No member of the Board of Directors and Committees shall receive compensation for their role(s) or service(s) to the Club.

### **6.2 General Management of the Club**

The general management of the Club shall be vested in a Board of Directors consisting of: President, Vice-President, Secretary/Treasurer, a minimum of 6 Directors at Large and a Coaching Representative. The above, except the Coaching Representative, shall be elected for two-year terms at the Annual General Meeting. The President and Secretary/Treasurer as well as Director 1, Director 2, and Director 3 shall be elected in even numbered years and the Vice-President and Director 4, Director 5 and Director 6 shall be elected in odd numbered years. A Past-President position may be appointed ex-officio. The Coaching Representative shall be elected annually, by and from within, the Skate Canada Coaches of the Club and may not vote if they are remunerated by the Club in any manner for services related to the programming of the Club.

No Directors may be related to each other or to the Coaches Representative by marriage or heredity (including but not limited to: spouse, parent, sibling, children or in-laws).

### **6.3 Maximum Number of Terms**

The maximum number of consecutive terms a Board member may serve shall be limited to three (3) terms. Following a period of no less than one (1) year during which the individual is not serving on the Board, such individual shall be eligible to re-apply for a Board position.

### **6.4 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 of the Club by a 2/3 majority vote at a Special Meeting duly called for that purpose.

6.5 Conflict of Interest

Board Members shall avoid conflicts of interest or perceived conflicts of interests. The Board Member must disclose fully and promptly such interest, the nature and extent of such interest to the Board or Committee.

6.6 Meetings of the Board of Directors

Board of Director Meetings shall be held as often as required, but at least once a quarter, and shall be called by the President.

Meetings of the Board of Directors shall be called by email with a minimum of 7 days notice.

All meetings of the Board of Directors shall be open to Club Members. The Board of Directors shall close the meeting to the general membership when discussing personnel or disciplinary issues.

6.7 Voting at Board of Directors Meetings

A quorum of the Board of Directors shall consist of 50% plus 1 member of the Board of Directors, including the President. Issues arising at any meeting of the Board of Directors shall be decided by a majority of votes. The President shall only vote in the event of a tie, when that vote would change the result of the motion.

6.7 Board of Directors Vacancies

Board positions not filled at an Annual General Meeting of the Club or a vacancy occurring between Annual General Meetings of the Club, may be appointed, 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. This process shall be outlined and approved by the Board of Directors.

6.8 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 written notification to the President or Secretary, then that office may be declared vacant by a majority vote of the Board of Directors.

6.9 Role of President

The President shall act as Chair of all Board of Directors and general meetings. In the absence of the President, the Vice-president will fill this duty.

6.10 Role of Secretary/Treasurer

The Secretary/Treasurer or their delegate shall deal with all correspondence subject to the approval of the President or their delegate, shall issue all notices for Board of Directors and general meetings, shall take minutes at all meetings, and shall be responsible for submitting or ensuring submission to Skate Canada and the Skate AB I NT I NU Section such reports as are required by Skate Canada rules and other regulations.

6.11 Committees – President as ex-officio member

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

6.12 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.

6.13 Rules of Order

In the absence of Club Meeting Procedures, rules of order for all meetings, General and Board of Directors, shall be as outlined in Roberts Rules of Order.

## **7. ANNUAL GENERAL MEETING AND SPECIAL MEETINGS**

7.1 Timing, Quorum, and Meeting Requests

An Annual General Meeting shall be held within 45 days of the close of the financial year. Special Meetings may be held from time to time upon the request of the Board of Directors, or upon written request of 50 eligible voting Club Members, stating the reason for calling such a meeting. A quorum for an Annual General Meeting or Special Meeting shall be 50 eligible voting Club Members and must be present at the start and throughout the meeting.

7.2 Failure to Meet Quorum

In the event that a quorum is not met within thirty (30) minutes of the scheduled start time of the meeting the President shall have the authority to cancel the meeting. If the meeting is cancelled, it shall be rescheduled within three (3) weeks of the original meeting date, at a time and location to be determined by the President, and the rescheduled meeting shall be advertised to all members at least 7 days in advance.

Subsequent Quorum Requirement: If 75% of quorum is not met at the rescheduled meeting within thirty (30) minutes of the scheduled start time, the meeting will again be cancelled. In this case, the meeting shall be rescheduled again within three (3) weeks, of the rescheduled meeting date, at a time and location to be determined by the President, and the final rescheduled meeting shall be advertised to all members at least 7 days in advance. The final rescheduled meeting will proceed with the members in attendance regardless of whether a quorum is met.

7.3 Nomination Process

Nominations may be made by any member in good standing by a written submission to the nominating committee by the deadline approved and advertised by the Board of Directors which will be at least 21 days but not more than 60 days before the Annual Meeting. Each nominee must indicate acceptance in writing at the time of nomination. No Nominations will be accepted from the floor at the Annual General Meeting.



#### 7.4 Written Notice

Written notice of all Annual General Meetings and Special Meetings shall be provided 7 days in advance to each eligible voting member. The notice shall include the time and place of the meeting, the agenda, full details of any proposed amendments to these Bylaws, and a complete list of the candidates nominated for elections. Notice is provided to the last known email provided by each eligible voting member.

#### 7.5 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. Voting by proxy is not permitted.

#### 7.6 Eligibility to Vote

Voting at any Annual General Meeting or Special Meeting shall be restricted to eligible voting members of the Club as defined in the Classes of Club Membership. Eligible voting members must be In Good Standing as defined by the Club dispute policy and procedures and/or the Skate Canada Safe Sport and Resolution Framework. Proxy voting is not permitted.

For Clarity: Where *“Special Members shall be restricted to one vote per child registered through the Club.”* within Bylaw 7 (Classes of Club Membership) and a family member is on the Board of Directors for the Club that Board Member would carry one vote.

All Board Members should organize additional attendees to represent the votes of each family underage skater (<18 years) at an AGM or Special Meeting. (*proxy voting is not permitted*).

Further, should a parent/guardian of an underage skater (<18 years) also be an adult registrant of Skate Canada (Adult Skater) and the Club they are only entitled to carry one vote. They should organize an additional attendee to represent the vote of their underage registrant.

#### 7.7 Order of Business

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

- Reading of the Notice of Meeting
- Quorum
- Approval of Agenda
- Minutes of the preceding General/Special Meeting
- Confirmation of the actions (motions) made by the Board of Directors for the respective season
- Secretary's /Treasurer's Report (Annual Financial Statement or Audited Statement)
- Other Reports
- Proposed Amendments to the Club Bylaws
- Appointment of Auditors (as applicable)
- Election of Board of Directors
- New Business

## **8. AMENDMENTS**

### **8.1 Right to Submit, Process for Submitting**

Any eligible voting member of the Club, in good standing, may propose an amendment to the Bylaws of the Club. This proposal must be submitted in writing to the Club Board of Directors. The proposed amendment will be presented at the Annual General Meeting or Special Meeting. All amendments must be submitted at least 30 days before the respective meeting. No amendment to the Bylaws of the Club shall be accepted from the floor at any meeting.

### **8.2 By-law amendments by Board of Directors**

By-Laws may be enacted or amended by a majority vote (50% plus one) of the Board of Directors whenever required. Such By-laws or amendments must be presented at the next Special or Annual meeting for ratification, 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.

### **8.3 Voting of Amendments**

Any amendment, to be accepted or ratified, by special resolution must pass by a vote of 75% of those eligible to vote and present at an Annual General Meeting or Special Meetings of the Club.

### **8.4 Effective Force of Amendments to Bylaws**

All amendments to the Bylaws upon receiving approval of any general or special meeting of members and upon approval of Alberta Corporate Registry shall come into force immediately or on a date specified for same. All such amendments shall be signed by two members of the Club Board of Directors and submitted to Skate AB I N T I N U Section Office within 30 days of Member approval at a General or Special Meeting. Skate Canada and the Skate AB I N T I N U Section reserve the right of refusal of any amendment. Such refusal shall only be made if the intent of such amendment is to violate, in principle or spirit, any Skate Canada rule and/or Bylaw.

## **9. FUNDS**

### **9.1 Financial Year**

The Financial year of the Club shall be April 1<sup>st</sup> to March 31<sup>st</sup>.

### **9.2 Contracts of the Society**

The Board shall be responsible for the oversight of all Contracts as necessary for Club operations. Contracts for one-time purchases and infrastructure must be approved by a 2/3 majority of the Board and require two (2) signatures from the Board of Directors.

### **9.3 Borrowing**

The Board of Directors does NOT have the authority to borrow funds.

9.4 Disbursement of Club Funds and Executed Club Contracts

All disbursements of Club funds and execution of Club Contracts must have the approval of two signing authorities. Any two of the Past- President, the President, the Vice President and the Treasurer shall sign/approve all cheques, other auditable methods, and Club Contracts.

9.5 Review of Financial Statements

A person designated by the Board of Directors shall make an audit of the financial transactions of the Club each year and the financial statements shall be made available to the membership of the Club. Any member may request to view the financials upon written request including a specific reason and specific timeframe of the request. The Club's books will be Audited annually by an independent professional accountant in good standing with the Chartered Professional Accountants of Alberta (CPAA). The audited report must be presented at the Annual General Meeting. The club will complete an annual return, including an audited report yearly.

9.6 Corporate Seal

The Red Deer Skating Club does not utilize a Seal of the Society.

9.7 Dissolution of the Club

In the event that the Club ceases to exist, the net assets from liquidation shall go to Skate Canada: Alberta-NWT/Nunavut Section.

## 10. COMMITTEES

10.1 Creation of Committees

The Board of Directors shall form a Finance Committee and a Nominating Committee annually and may form other Committees to assist the Board. Committees should be provided with a committee role description which outlines the work each committee is tasked with and states the outcomes each committee is to achieve. Role descriptions are to be approved by the Board of Directors. A Committee Chair must be assigned, and the committee must adhere to Committee Terms of Reference. The President of the Board of Directors may sit ex-officio (non-voting) on all Committees.

10.2 Finance Committee/Chair

The Finance 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 expenditure to its members.

10.3 Nominating Committee

The Nominating Committee shall consist of a minimum of two Members. The Committee members must not be up for election and shall not participate in the voting of the election. This committee is responsible for leading recruitment of candidates and supporting the election process.

#### 10.4 Special Committees

Special committees / sub committees as deemed necessary by the Club may be formed at the discretion of the Board.

### 11. CLUB OPERATIONS

11.1 The Club, with regard to any aspect of its operation, is to be managed and operated by a volunteer Board of Directors, who are registrants of Skate Canada with the specific purposes:

- a. To operate only Skate Canada programming to its members
- b. To maintain membership in good standing with Skate Canada and the Skate Canada: Alberta – NWT/Nunavut section.
- c. 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.
- d. 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.
- e. Only Skate Canada Coaches are permitted to provide figure skating and skating programs.

#### **Adopted by:**

RED DEER SKATING CLUB

(Club Name)

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

Signed

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

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

Signed

\_\_\_\_\_  
(Club Board Director)

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