



## Club Constitution and By-laws

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**Club Name: Prince of Wales Skating Club**

**Incorporation Date: 1967**

**Constitution Revision Date: May 21, 2008**

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## CONSTITUTION OF THE

Prince of Wales Skating Club

(1000621)

Date of Incorporation:

Date of Revision to Constitution:

1967

May 21, 2008

### **ARTICLE 1: NAME OF CLUB**

The Name of the Club shall be Prince of Wales 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 from time to time 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 Newfoundland/ Labrador 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 [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 [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 that club. [Skate Canada by-law 1201 (1) (c) (iv).]

## **BY-LAWS OF THE**

Prince of Wales Skating Club

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### **MEMBERSHIP**

#### By-law 1: Club Membership

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

#### By-law 2: Skate Canada and Club By-laws, Rules and Regulations

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

#### By-law 3: Membership Fees

Members of the Club 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. (See Skate Canada By-law 1201 (1) (c) (ix), Skate Canada By-law 1202 (1) (a), Rule 2101, Policies and Procedures.)

#### By-law 4: Member in Good Standing

For a member of the Club to be considered in good standing with the Club, that member must pay Club fees as 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: 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, 1 September, or the date that fees are paid (whichever is the latter) and terminate on the last day of the Skate Canada membership year, 31 August.

#### 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 of Directors shall give to the individual an explanation for the termination of membership on request. The individual, if he so desires, shall have the right of appeal, first to the Board of Directors, and then to a General meeting of members. The Club Board shall develop a suspension and expulsion policy in accordance with the Skate Canada Complaint, Suspension

and Expulsion Policy and Procedure that contains a provision for suspending or expelling of any member of the Club from such membership on terms and conditions that are deemed appropriate and necessary by the Club Board of Directors. This policy shall be approved by the Club Board of Directors from time to time and 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:

- **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.
- **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. (Underage Active Members have no vote but may be represented by Special Members)
- **Special Membership:** Parent or guardian of legally underage Active Members who have paid the fees as set by the Club and are Associate Members of Skate Canada.
- **Partial Membership:** All eligible skaters who are Associate Members or Restricted Members of Skate Canada through another HOME club and have paid a reduced fee as set by the Club. Members have no vote and may not hold office. .
- **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)

#### **LIABILITY**

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

## **CLUB MANAGEMENT**

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

The members of the Board of Directors, members and Chairs of committees, program administrators, 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:

Title	Elected Every
Immediate Past President	N/A
President	Odd Year
Vice-President,	Even Year
Secretary,	Odd Year
Treasurer,	Even Year

and which may also include, but not be restricted to the following:

Canskate Program Administrator	Odd Year
Adult Program Administrator	Even Year
Junior Program Administrator (includes pre-junior)	Even Year
Seniors Program Administrator	Odd Year
Canpowerskate Program Administrator	Even Year
Synchro Program Administrator	Odd Year
Test Co-ordinator	Even Year
Competition and exhibition Co-ordinator	Odd Year
Publicity Co-ordinator	Even Year
Ice Co-ordinator	Odd Year
Cash coordinator	Even Year
Coaching representative	Odd Year
CanPower Coaching Representative	Even Year

All of the above with the exception of the Past President and coaching rep shall be elected every two years with half the executive elected each year at an annual meeting.

The coaching representatives 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 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 Fee payment

The Club shall pay the fee for Associate Member of Skate Canada for all Board of Directors members.

#### By-Law 13 Executive Committee

There shall be an Executive committee of the Club consisting of the President, Vice President, Treasurer, Secretary and immediate Past-President. The Executive Committee shall oversee the implementation of policies set by the Board of directors and shall oversee the operations of the Club. The Executive Committee shall have the powers of the Board of Directors between meetings and any decision by the Executive Committee in lieu of the Board of Directors must be brought to the next Board of directors meeting for ratification. Meetings of the Executive committee shall be at the call of the President at such time and place as members of the Executive Committee shall decide is most convenient. A quorum of the Executive committee shall consist of three members, including the President. A majority vote of those present shall be sufficient to decide any question.

#### By-law 14: Voting at Board of Directors Meetings

A quorum of the Board of Directors shall consist of ~~25%~~ 50% plus 1 members of the Board of Directors, including the Chair. Two members of the Executive committee (By-Law 13) shall be present for a quorum.

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.

#### By-law 15: 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 16: 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 17: Role of President

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

#### By-Law 18: Role of Vice-President

The Vice-President shall liaise with and be responsible for all contracts with the Club's professional coaches, inclusive of PowerSkating coaches. The Vice President in consultation with the Program Administrators and the Board of Directors shall arrange for suitable professional (Skate Canada) coaches for all recreational programs.

#### By-law 19: 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 Secretary, and the Treasurer shall sign all cheques and legal documents. Note: It is recommended that the Treasurer be one of the signatories.

#### By-law 20: 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. The Secretary shall represent the club at the Avalon Region monthly meeting and report to the Board of Directors.

#### By-law 21: Committees – President as ex-officio member

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

#### By-law 22: 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 23: 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 - Skate Canada By-law 1201 (1) (c) (ii).

#### By-law 24: 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 By-law 1603).

#### By-law 25 Advisory committee

The Past-President may, if required, convene an advisory committee consisting of former Club volunteers to assist in resolving difficult issues, and to provide other advice as required. This committee shall consist of 3 to 5 members and be chaired by the Past-President.

### **SKATE CANADA CLUB DELEGATE AND REGION COUNCILORS**

#### By-law 26

The Club Delegate to Skate Canada and/or the Section shall be appointed annually 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.

### **ANNUAL GENERAL MEETING**

#### By-law 27: Timing, Quorum, Special Meeting Request

An Annual General Meeting shall be held within 60 days of the end of the fiscal year (April 30<sup>th</sup>). Other general meetings may be held from time to time upon the request of the Board of Directors or upon written request of 10 per cent of Club Members. A quorum for an Annual General Meeting or Special Meeting shall be 50 per cent of the current Executive.

#### By-law 28 Written Notice

All eligible voting members of the Club shall be notified of all general and annual meetings at least 10 days in advance of the meeting. The notice shall include the time and place of the meeting, the agenda, details of any proposed amendments to these By-Laws, and a complete list of the candidates nominated for elections.

#### By-law 29 Voting on Club Elections

Voting on Club elections and other matters shall be by a show of hands and a simple majority shall suffice.

#### By-law 30: 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 Coaching representatives, 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)

and Honourary members. Special Members shall be restricted to one vote per family regardless of how many children are in the family.

#### By-law 31: 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 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 32: 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 33: 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 34: Voting of Amendments

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

#### By-law 35: Effective Force of Amendments to By-laws

All amendments to the by-laws upon receiving approval of any general or special meeting of members 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 36

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

### By-law 37

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

### By-law 38

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. In lieu of such a review, an audit of the financial transactions of the Club may be made by an Auditor recommended by the Finance Committee to the Board of Directors and the audited statement shall be made available to the membership of the Club.

### By-law 39 Dissolution

In the event that the club ceases to exist, the net assets from liquidation shall go to Skate Newfoundland and Labrador.

## **COMMITTEES**

### By-law 40: 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. This committee shall be responsible for preparing the Club's annual budget and advising the Executive as to proposed expenditures and investments. The finance Committee shall recommend to the Executive a fee schedule for the next skating season based on the Club's annual budget. It shall be chaired by the President and its membership shall consist of the Treasurer and the Club's program administrators. It shall meet within 30 days of the Annual General Meeting of the Club and the Annual General Meeting of the Section, whichever is later, to prepare the budget for the following skating season. The finance committee shall each year recommend to the Executive Committee an auditor to prepare an audited statement of the Club's finance for the year ending April 30<sup>th</sup> .or identify a qualified person to prepare an independent financial review.

#### By-law 41: 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 at the Annual General Meeting in the year which an election is to be held. The nominating committee shall consist of a minimum of two members, one from the Board of Directors and one from the membership. **Nominations should be received by the secretary at least 14 days before the date of the AGM. Any club member in good standing can nominate a candidate for election.** Such nominations should be submitted in writing. Each nominee must indicate acceptance of the nomination at the Annual Meeting prior to the commencement of elections.

#### By-law 42: Skating Programs Committee/Chair

In consultation with the club coaching staff the committee shall coordinate 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.

#### By-Law 43

##### Carnival Committee

The Carnival Committee will be struck by the Board of Directors six months prior to the date of the carnival. This committee shall appoint a chairperson and shall be responsible for the planning and production of the carnival. A Club Professional Coach may be appointed to produce the carnival but shall not assume the position of Chairperson of the Carnival Committee.

#### By-Law 44

##### Synchronised skating Committee

This committee shall be responsible for the activities of all Synchronised skating teams. It shall be chaired by the Synchronised Skating Program administrator and its membership shall consist of the Synchronised Skating team co-ordinators who are responsible for individual team management, finances, fund raising, costumes and any other area deemed necessary for the effective administration of a precision team. The Synchronised Skating committee will co-ordinate club team try-outs, if any, in consultation with the team coaches, register teams in competitions, make all travel and accommodation arrangements and will contact the Section Synchronised Skating co-ordinator for technical information and locations of Synchronised Skating competitions.

## PROGRAM ADMINISTRATORS AND CO-ORDINATORS

### By-Law 45 Budgets

Each Program Administrator and each Co-ordinator for the Club shall be responsible for preparing and presenting an annual budget to the Finance committee for its consideration.

### By-Law 46

#### Program Administrators

Each Program Administrator for Canskate, Adult, Junior, Senior, Canpowerskate and Synchronized skating shall be responsible for grouping skaters and organizing the sessions in consultation with the Club's coaching staff. Program Administrators in consultation with the program assistants co-ordinator, shall arrange for suitable amateur coaches for the groups. Each program administrator shall schedule an adult supervisor for his skating sessions from individual or special members of the Club. Each program administrator is responsible for conducting parent/ skater orientation sessions.

### By-Law 47 Program Administrator responsibilities

Each Program Administrator shall be fully responsible for his duties, including registration, collection of program fees, co-ordination of ice bookings with the Ice Co-ordinator, ordering supplies for his program, co-ordination of the program with the coaches, and maintaining appropriate records.

### By-Law 48

Each Program Administrator is responsible for maintaining a detailed record of all revenues and expenses associated with his programs, for authorizing all expenses, for submitting fee receipts as soon as possible, but in no cases later than two weeks after registration, to the club cash co-ordinator for deposit in the bank, and for informing the Treasurer and the Ice Co-ordinator of any changes in the ice schedule of his program.

### By-Law 49

Each Co-ordinator is responsible for maintaining appropriate Club records and for submitting a record of accounts receivable and accounts payable to the Club Treasurer .

### By-Law 50 Test Co-ordinator

The Test Co-ordinator shall be responsible for arranging and supervising all tests in consultation with the appointed referees, obtaining judges for Skate Canada Tests through the Section's Judges Chairperson, keeping Club records of Tests, preparing Test records for forwarding to Skate Canada. and for the encouragement of potential Skate Canada evaluators. In addition this Co-ordinator shall assist and promote Judges Schools and Clinics for the Club membership in co-operation with the region or section.

#### By-Law 51 Competition and Exhibition Co-ordinator

The Competition and Exhibition Co-ordinator shall be responsible for co-ordinating the registration of all active members in competitions. This co-ordinator will also arrange Club approved internal competitions and exhibitions for Club skaters. This Co-ordinator is responsible for have the Ice Co-ordinator book ice as required for internal competitions and exhibitions and for informing the Ice Coordinator and Treasurer of any changes in ice schedule.

#### By-Law 52 Publicity Co-ordinator

The Publicity Co-ordinator is responsible for keeping Club members informed on Club activities and Skate Canada programs via a Club newsletter, and for promoting Club activities to the community and Club members. This coordinator will arrange for news items, competition results and pictures of club events and members to be supplied to the news media and posted on the club bulletin board.

#### By-Law 53 Ice Co-ordinator

The Ice Co-ordinator is responsible for booking the ice requirements for all sessions and test days of the Club, and for interface on ice rentals with the ice rink management and with the Club's Program Administrators.

#### By-Law 54 Membership Co-ordinator

The Membership Co-ordinator is responsible for maintaining Club membership records, for registering all Club members with the Skate Canada National Office and for advising the Club Board of Directors regarding changes in membership rules and fee structures. The membership co-ordinator is responsible for promoting and developing membership in the Club by informing the public of Club programs, special activities, and dates of Club registration. The membership co-ordinator may, in conjunction with the program administrators, produce posters, videos and other promotional material, and speak to interested groups regarding various programs offered by the Club.

#### By-Law 55 Program assistant Co-ordinator

The program assistant Co-ordinator is responsible for recruiting program assistants, for scheduling the program assistants to meet the requirements of the recreational programs run by the Club, for co-ordinating program assistants training sessions, and for interfacing with the professional coaches on program assistants assistance.

#### By-Law 56 Club Administrator

The Board of Directors shall be responsible for contracting, on a yearly basis, and subject to Board of Directors approval, a part time Club Administrator to assist the Executive in the administration of the Club during the Club's skating season. The Board of Directors shall approve the job description and remuneration for this position.

**Adopted by:**

Prince of Wales Skating Club (1000621)

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(Club Name)

on the 21<sup>st</sup> of May 2008  
(day) (month) (year)

Signed

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(President)

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(Date)

Signed

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(Club Board Member)

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(Date)