

CONSTITUTION OF THE
PIERREFONDS FIGURE SKATING CLUB, INC.
NO.

ARTICLE 1

The name of the Club shall be THE PIERREFONDS FIGURE SKATING CLUB INC. / LE CLUB DE PATINAGE ARTISTIQUE PIERREFONDS hereinafter called The Club.

ARTICLE 2

- a) The Club shall be a not-for-profit organisation affiliated to Skate Canada, The Fédération and to the Lac St. Louis Region.
- b) From the annual assessment of the members, the Club will pay all required assessments by Skate Canada, as established from time to time by Skate Canada and also the ones required by the Fédération and the Lac St. Louis Region.

ARTICLE 3

Goals and Objectives: The goals and objectives of the Club are:

- a) to encourage the instruction, practice, enjoyment and advancement of its members in all aspects of figure skating in accordance with the By-laws, Policies and Procedures of Skate Canada.
- b) to encourage and cultivate a spirit of fraternal feeling, good fellowship and courtesy among skaters.
- c) with respect to any aspect of figure skating, make sure that the Club is managed and operated by eligible persons duly registered as associate members of Skate Canada.
- d) The Club will sponsor, produce or cooperate in the production of Ice Carnivals and Ice Shows.
- e) to uphold the eligible status of its members. In this manner, the Club must not, wilfully, take or omit any action, which would knowingly jeopardize the eligibility of one of its members.
- f) to provide the programs promoted by Skate Canada and exclusively these programs.
- g) to allow exclusively the certified coaches of Skate Canada the right to teach figure skating within the Club in accordance with the Club Rules.

ARTICLE 4

By – Laws

- a) The By-Laws appended to this Constitution, shall describe the Organization and function of the Club and the means by which the members of the Club may elect the Club Executive and control the property and activities of the Club.

- b) The Club must respect the by-laws of Skate Canada and the Fédération applicable to it. In case of conflict, the official by-laws of Skate Canada will have precedence on all conflicting by-laws. It is understood that all Provincial laws governing the Club, will have precedence on all conflicting by-laws, including Skate Canada by-laws.
- c) Changes to this Constitution and By-Laws, other than directed by the Provincial Secretary, may be made only after due notice to the General Membership and after approval at a Meeting of the General Membership.
- d) In the event of a conflict in the interpretation of this Constitution and By-Laws, the English text shall prevail.

GENERAL BY-LAWS

Membership

BY-LAW ONE

Subject to the approval of the Board of Directors, membership in the Club shall be open to residents of the City of Montreal, Pierrefonds/Roxboro & Ile Bizard/Ste Genevieve Borough, and to other communities as vacancies permit, without the discrimination as to age, sex, ethnic origin or any exclusion motive provided by the law. However, the Club reserves the right to refuse the membership request to any person who, in the past, was found guilty of any infringement to the Criminal Code.

BY-LAW TWO

All members shall uphold, observe and conform to the Rules of Skate Canada and the Fédération, the By-Laws of the Club and such Regulations and Procedures as set forth from time to time by the Board of Directors of the Club.

BY-LAW THREE

All members of the Club shall be registered with Skate Canada and pay such registration fees to the Association as are set forth in the Skate Canada rule book. Voluntary withdrawal of a member of the Club shall not release this member of any dues owing, including those for the current membership year.

BY-LAW FOUR

To be considered in good standing, all members of The Club must pay within the time limits shown in By-Law 5, such Club Fees as are stipulated by the Board of Directors.

BY-LAW FIVE

Members in arrears will not be permitted to take part in any Club activity. If any arrears are not paid within thirty (30) days of the date set for payment, such members shall be considered as having terminated their membership.

BY-LAW SIX

Fees, age limits, skating rules and skating hours shall be as the Board of Directors decides from time to time. Club Membership shall commence on the first day of the Skate Canada year, or the date stipulated by the Club (whichever is the earlier) and terminate on the last day of the Skate Canada year. (August 31st)

BY-LAW SEVEN

- a) The Board of Directors of the Club may, by resolution, suspend or expel any member who omits to pay annual dues, who breaks the applicable by-laws or is found to have a prejudicial or unacceptable conduct.

Before suspending or expelling a member, the Board of Directors must, within 10 days, convey to the member in question, by registered post, the location where the hearing will take place and invite them to justify themselves in writing or to explain verbally, depending on the case, in the manner and form that will be agreed between the Board of Directors and the affected member.

If the suspension or expulsion is passed, the Board of Directors will not be held to reimburse the paid assessment for the current year.

- b) Any member of the Board of Directors missing three (3) consecutive meetings without just cause may be removed from office by a majority vote of the Board.

BY-LAW EIGHT

Categories of members:

- a) Individual Members

Members of the Board of Directors, Judges and Officials 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 (1) vote.

- b) Active Members

All eligible skaters, participating in a Club's skating program that have paid the fees as set by the Club and are Associate Members of Skate Canada. Active members of legal age shall be entitled to one (1) vote.

Active members under the legal age of eighteen (18) have no vote but are represented by Special Members.

- c) Special Members

All parents or legal guardian of a legally underage Active Member of the Club who has paid the fees as set by the Club and is an Associate Member of Skate Canada. Special members shall be entitled to one (1) vote.

- d) Partial Members

Any eligible skater who is an Associate Member of Skate Canada in another home club, and has paid a reduced fee as set by the Club. Partial members shall have no voting rights, are exempted from receiving benefits accorded to active home club members and may not hold office.

e) Honorary Membership

The Annual Meeting of Members may elect any person an Honorary Member of the Club. Honorary members are exempt from dues, shall not have any interest in the assets of the Club and cannot be members of the Board of Directors. Honorary members shall be entitled to one (1) vote.

Responsibility of the Club

BY-LAW NINE

- a) The Club shall not be responsible for any damage, injury or loss of goods 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.
- b) The Club shall participate in the responsibility and accident insurance regime of Skate Canada.

The Board of Directors

BY-LAW TEN

The general management of the Club shall be vested in a Board of Directors consisting of: the Immediate Past-President, President, Vice-President, Secretary, Treasurer, and up to a maximum of eight (8) Member Directors and a Delegate of the Coaches.

All of the above, with the exception of the Coaching Delegate, shall be elected every year, by the members, at an Annual General Meeting.

With the exception of the Coaches' Delegate, only the members in good standing of the Club and registered as associate members of Skate Canada are eligible as directors of the Club. To be eligible, a director must be of legal age, not being under guardianship or curator ship and not be insolvent or bankrupt.

The Board of Directors administers the affairs of the Club and has all the powers. The Directors must, while exercising their functions, respect the obligations the law, letters patent and by-laws imposed on them and be guided by the limits of powers awarded to them. They must proceed with prudence, diligence, care, honesty and loyalty in the best interest of the Club. Moreover, they must avoid situating themselves in conflict between their personal interest and the Club's.

The members of the Board of Directors are not remunerated. Nevertheless, they are entitled to receive reimbursements for reasonable and justified expenses incurred during the performance of their duties, on the Board of Directors approval.

BY-LAW ELEVEN

The Board shall hold office until the close of the meeting at which their successors have been duly elected.

BY-LAW TWELVE

Casual vacancies occurring in the Board may be filled by members appointed through a majority vote of the Board or in the case of the Coaching Delegate, by the Coaching Staff.

BY-LAW THIRTEEN

The President shall act as Chairman of all Board of Director and General meetings. In the absence of the President, this duty will be filled by the Vice-President. In order to be eligible for election as President, the

candidate shall have served as a full member of the Board of Directors for a term of office of not less than one (1) year and that service shall have been within the past five (5) years. The President shall be Ex-Officio Member of all committees.

BY-LAW FOURTEEN

The Treasurer shall be responsible for the financial administration of the Club, for preparing and submitting to the Board an annual budget and keeping such records as are required for audit. All cheques and legal documents shall be signed by the Treasurer and one of the following: the President, or Vice-President All funds shall be deposited by the Treasurer in such banks or other institutions as may be designated by the Board. The Treasurer shall present a written report at the Annual General Meeting.

BY-LAW FIFTEEN

The Secretary attends the members, Executive and Board of Directors meetings and drafts the minutes. The Secretary shall deal with all correspondence subject to the approval of the President or his delegate, shall issue all notices for Board or General Meetings, and shall be responsible for submitting to Skate Canada and The Fédération such reports as are required by Skate Canada Rules and Regulations. The registers, by-laws and minutes are under his (her) custody and kept at all times at the office of the Club.

BY-LAW SIXTEEN

By-Law to authorize the Directors to borrow and give security. (See Annex "A").

BY-LAW SEVENTEEN

Provided that the Board of Directors has been given seven (7) days notice of an intended meeting, a quorum of the Board of Directors Committee shall consist of 50% + 1 members of the Board, including the Chairman. Provided that the Secretary has been reasonably and suitably advised, three (3) members of the Executive Committee may call a Directors meeting. The Secretary shall then advise the remaining members and shall attend the meeting.

BY-LAW EIGHTEEN

The President shall appoint Chairmen to Standing Committees who shall look after duties assigned to them. These shall consist of Membership Committee, Ice Committee, Test and Competition Committee, Carnival Committee, Ways and Means Committee, Recreational Programs Committee and/or any other committee that might be deemed necessary. All Committee Chairman must submit the names of their committees to the Executive for approval.

BY-LAW NINETEEN

The Board of Directors attend, annually, at nominating a delegate to Skate Canada, and inform Skate Canada of same.

In the same manner, the Board of Directors attend to nominate a Regional representative. The regional representative will attend the meeting of the Lac Saint Louis Region, as spelled out in the By-Laws of the Regional association, and report back to the Board of Directors.

BY-LAW TWENTY

The members of the Board of Directors, Members and Chairmen of Committees, and the Delegate to Skate Canada must be members in good standing of the Club, be registered as Associate Members with Skate Canada, be of legal age and be eligible persons as defined by Skate Canada.

BY-LAW TWENTY-ONE

A majority of the Board of Directors shall be Residents of the City of Montreal, Pierrefonds/Roxboro & Ile Bizard/Ste Genevieve Boroughs, and be Canadian citizens within the meaning of the Canadian Citizenship Act.

Annual and General Meetings

BY-LAW TWENTY-TWO

The Club's fiscal period shall end March 31st of each year, and the Annual General Meeting shall be held within ninety (90) days of that date. Postponement may only take place upon approval of the Board of Directors. Other General Meetings may be held from time to time upon the request of the Board of Directors or upon written request of 10% of the members. The members being present constitute the quorum for any meeting of the Members.

BY-LAW TWENTY-THREE

Notice of all General and Annual Meetings shall be mailed (15) days in advance to each eligible voting member. The notice of meeting shall include the date, time and place of the meeting, full details of any proposed amendments to these By-Laws and a complete list of the candidates nominated for elections. It must also be posted publicly in a busy location of the arena.

BY-LAW TWENTY-FOUR

Voting on Club elections shall be by secret ballot and a simple majority shall elect a candidate. Voting on any other matters may be by a show of hands.

BY-LAW TWENTY-FIVE

The right of vote at any Annual or General Meeting is reserved to active members and non-skating active members, 18 years of age and present at the meeting. The right of vote extends to the Coaching representative and to special members who exercise this right for their child under age. In the case of special members, the right of vote is limited to one vote per family.

BY-LAW TWENTY-SIX

The Order of Business at Annual General Meetings or Special Meetings of the Club shall be as follows:

- Opening of the meeting
- Report as to Quorum
- Adopt the order of business
- Approval of minutes of the last Annual General Meeting
- Confirmation of the actions taken by the Board
- Treasurer's Report (Financial Statements)
- Committee Reports
- Amendments to the Constitution and By-Laws
- Elections of Directors
- Appointment of Auditors
- Miscellaneous
- Closing of the Meeting

The only items to be discussed at a special meeting of the members shall be those specified in the Notice of Meeting.

BY-LAW TWENTY-SEVEN

All disbursements of the funds of the Club shall be by cheque or other auditable document. All disbursements must be authorized by the Executive Committee.

BY-LAW TWENTY-EIGHT

An audit of the financial statements of the Club shall be made each year by an Auditor designated by the Board and the Audited statement will be made available to the membership of the Club.

Committees

BY-LAW TWENTY-NINE

Executive Committee

The Executive Committee shall consist of the President who shall be Chairman of the said committee and the following: Vice-President, Treasurer, Secretary and any two (2) Directors. The Executive Committee shall be responsible for the day to day administration of the Club and shall meet as often as possible for the order and administration of the Club. The President shall report on the activities of the Executive Committee at each regularly constituted meeting of the Board of Directors.

BY-LAW THIRTY

Publicity Committee

The Publicity Committee shall publicize all Club activities and events by way of Press Releases, articles, media publicity advertising in an effort to increase public interest and awareness in the Club and its Membership.

BY-LAW THIRTY-ONE

Ice Committee

The Ice Committee shall be responsible for planning the ice requirements and scheduling for all sessions and test days of the Club. This committee shall also be responsible for the supervision of the skating sessions and for the preparation of rules governing behaviour on and around the skating surface.

BY-LAW THIRTY-TWO

Test and Competition Committee

The Test and Competition Committee shall be responsible for arranging and supervising all tests and competitions in accordance with the Rules and Regulations of Skate Canada, obtaining judges for Skate Canada Tests, keeping Club records of Tests, preparing Test Records and forwarding them to Skate Canada.

BY-LAW THIRTY-THREE

Ways and Means Committee

The Ways and Means Committee shall be responsible for overseeing the various Fund Raising projects of the Club. They shall also be responsible for arranging social events and activities.

BY-LAW THIRTY-FOUR

Carnival Committee

The Carnival Committee shall be responsible for the planning and production of Ice Shows at such times as the Board elects to have a carnival. A Club Coaching Delegate may be appointed to help produce the show but shall not assume the position of Chairman of the Carnival Committee.

BY-LAW THIRTY-FIVE

Recreational Program Committee

The Recreational Program Committee shall be responsible for grouping skaters and organizing sessions for Recreational programs in consultation with the Club's coaching staff, for arranging suitable instructors for groups, for the coordination of the coaches teaching schedule and supervision of the instructors.

BY LAW THIRTY-SIX

Nominating Committee

The Nominating Committee shall consist of (4) members: two (2) from the Board of Directors and two (2) members at large. This committee is responsible for selecting at least a full slate of candidates for election to Club Office and shall present such a slate to the Board of Directors no later than twenty-one (21) days before the Annual General Meeting. Other nominations may be made by any Member in good standing by a submission in writing to the Nominating Committee Chairman at least three (3) days prior to the Annual General Meeting. Each nominee must indicate acceptance in writing. Nominations from the floor at the Annual General Meeting will not be accepted.

Amendments

BY-LAW THIRTY-SEVEN

Any member 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 Board of Directors. The proposed amendment will be presented to the Annual General Meeting or Special Meeting falling twenty-one days or more after the date of submission. No amendment to the Constitution or By-Laws of the Club shall be accepted from the floor at any meeting.

BY-LAW THIRTY-EIGHT

By-Laws may be enacted or amended by a majority vote of the Board of Directors whenever required. Such By-Laws or amendments must be presented at the next Annual General Meeting for ratification. If they fail to be ratified they will cease to be effective and may not be re-enacted by the Board for one (1) calendar year.

BY-LAW THIRTY-NINE

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

BY-LAW FORTY

All amendments become effective immediately when they are passed unless the motion of amendment specifies otherwise. All such amendments shall be submitted to the National Office of Skate Canada.

BY-LAW FORTY-ONE

Conflicts of Interest

Any director having an interest, either personally, or as a member of a society or corporation, in a contract with the Club has to resign. She (he) must inform his interest to the Board of Directors when the contract is discussed, make it mentioned in the minutes, to abstain and vote on this question. At the request of the President or any of the Directors, the director having an interest must leave the meeting while the Board of directors discuss and vote on the purchase or the contract in question.

Adopted on _____ of _____ 20_____
(day) (month) (year)

Ratified on _____ of _____ 20_____
(day) (month) (year)

Signature _____
(President)

Signature _____
(Secretary)