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June 22, 2017

Service Alberta
Registries
P.O. Box 1007 Stn. Main
Edmonton, Alberta
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Re: Ardrossan Strathcona Figure Skating Club
Corporate Access Number (503014714)
Amendment to the Bylaws – Special Resolution

I hereby certify the following resolution was passed at a meeting of Ardrossan Strathcona Figure Skating Club on June 7, 2017:

Motion: That the members of Ardrossan Strathcona Figure Skating Club, by special resolution at the Annual General Meeting on June 7, 2017, repeal the 1983 Association Bylaws and approve the 2017 Association Bylaws.

Moved by: Doug Blades

Seconded by: Andrea Broen

Carried.88 % vote in favour

Therefore, the existing Bylaws are repealed. They are replaced by the attached Bylaws.

Date: June 22, 2017

Terrell Fletcher
President, Ardrossan Strathcona Figure Skating Club

By-laws of Ardrossan Strathcona Figure Skating Club

Club Number: 100084.

ARTICLE 1: NAME OF CLUB

The name of the Club shall be Ardrossan Strathcona Figure Skating Club hereinafter called the Club.

ARTICLE 2: SKATE CANADA

- A not-for-profit figure skating club that is a member of Skate Canada and is managed by a volunteer board of directors for the general purpose of providing Skate Canada figure skating or skating programs for Skate Canada members.
- The Club shall pay such fees and such other charges as shall be required of clubs from time to time by Skate Canada.
- The Club shall abide by all Skate Canada By-laws, rules and regulations.
- The Club is located in the Alberta/NWT/Nunavut Section of Skate Canada.

ARTICLE 3: PURPOSE OF THE CLUB

- 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.
- 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.
- 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.
- The Club shall operate only Skate Canada figure skating and skating programs.
- Only Skate Canada Professional Coaches are permitted to teach figure skating and skating in the Club.

ARTICLE 4: BY-LAWS OF THE CLUB

- The By-laws shall describe the organization and functions of the Club, and how members of the Club may elect the Club Board of Directors and control the property and activities of the Club.
- 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.
- Any Club By-law contrary to the By-laws, Rules and Regulations of Skate Canada and those of the Section shall be invalid. It is acknowledged that any provincial statute governing a club has precedence over any inconsistent Skate Canada by-law relating to that club.

BY-LAWS OF THE Ardrossan Strathcona Figure Skating Club

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.

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 and register as stipulated by the Club Board of Directors in advance. Members will not be permitted to take part in any Club activities (including tests and competitions) if these fees and registration are not received by the published deadline. Members in arrears shall be considered as having terminated their club membership unless written arrangements for payment have been made with the club treasurer.

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.

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 Bylaws, Rules and Regulations of Skate Canada or of the Club. 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 or 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: (Executive and Officials) 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. They must be either Active Members or Special Members of the HOME club to be elected to office.

Active Membership: (CanSkate, StarSkate, Competitive, AdultSkate, CanPower Skate) 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. These members may hold elected office. (Underage Active Members have no vote but may be represented by Special Members)

Special Membership: (parents of skaters under the voting age) 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. Special Members may hold elected office and vote on behalf of their child who is an Active Member.

Partial Membership: (skating members of another club) Any eligible skater who is an Associate Member or Restricted Member of Skate Canada through another HOME club and have paid a reduced fee as set by the Club, may have ice time for practice only. Partial Members have no vote and may not hold office.

Honorary Membership: (members who deserve recognitions) The Annual Meeting of members may elect any person as 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, shall not hold elected office and shall not vote at meetings of the club. They may have a voice at the meetings of the club.

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.

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.

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, and the Club Delegate to Skate Canada must be HOME club (Active and/or Special Members) 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: the immediate Past President, President, Vice-president, Secretary, Treasurer, a minimum of three (3) Directors at large to a maximum of 6 Directors at large and a Coaching Representative. All of the above, with the exception of the Past President and the Coaching Representative shall be elected for 2 year terms at the annual general meeting. The Past President shall be ex-officio and shall hold office until a new President has been duly

elected. The coach's representative will liaise with the coaches, who may attend meetings as required.

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: Voting at Board of Directors Meetings

A quorum of the Board of Directors shall consist of 50% plus one member 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.

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 4 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 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 will fill this duty.

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 Secretary and the Treasurer shall sign all cheques and legal documents. The Treasurer will also be the Chair of all Fundraising Committees and shall coordinate the volunteers for each committee.

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 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 will also be responsible to coordinate updates to the Website and ensure notices are to all members whether electronically or manually.

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 be of legal age (18 years). They must be members in good standing of the club and be Associate Members of the Association, as per By-law 7 Classes of Club Membership.

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: Skate Canada Delegate**

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. 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 Meeting Request**

An Annual General Meeting shall be held within 60 days after April 30th. Other general meetings may be held from time to time upon the request of the Board of Directors or upon written request of 20 % of Club Members. A quorum for an Annual General Meeting or Special Meeting shall be 10 per cent of the eligible-voting members.

By-law 24: Written Notice/Electronic Notice

Written or Electronic notice of all Annual General Meetings and Special Meetings shall be provided 15 days in advance to each eligible voting member, via an email to their last known email address on file. The notice shall include the time and place of the meeting, the agenda, and full details of any proposed amendments to these By-laws.

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 on any matters pertaining to skating shall be restricted to eligible club members (as detailed in By-law 7) who are registered as Associate Members of Skate Canada and are 18 years of age and to Special Members of the club voting on behalf of their underage children (who are members of the club and registered as an Associate Member of Skate Canada). Special Members shall be restricted to one vote per family regardless of how many children are in the family.

By-law 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/Special meeting
- Confirmation of the actions taken by the Board of Directors
- President's Report
- Treasurer's Report (Annual Financial Statement)
- Other Reports
- Election of Board of Directors
- Amendments to the By-laws
- Appointment of Auditors (as applicable)
- New Business

AMENDMENTS

By-law 28: Right to Submit, Process for Submitting

Any member of the Club, in good standing, may propose an amendment to the 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 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% 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 30: Voting of Amendments

Any amendment, to be accepted or ratified, must pass by a vote of 66% of those present and eligible to vote and present at an Annual General Meeting, of the Club. The By-laws may be rescinded, altered, or added to by a "Special Resolution".

By-law 31: Effective Force of Amendments to By-laws

All amendments to the by-laws upon receiving approval of any general or special meeting of members and upon approval of the provincial government (if applicable) shall come into force immediately or on a date specified for same. 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: Banking

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: Disbursement of Club Funds

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

By-law 34: Financial Review

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 distributed as determined by the Board of Directors, for example to ARAS. Individuals would not benefit from the dissolution of the Club.

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 revenue and expenditures to its members.

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

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.

By-law 39: 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, CanPower, STARSkate, Competitive Skate, and Talent Identification and Development. Note: Special sub-committees as deemed necessary by the club may be formed. These subcommittees may include but are not limited to:

- Carnival/Ice Show Committee/Chair
- Ice Committee/Chair
- Test Committee/Chair
- Music Committee/Chair
- Club Competition Committee/Chair

Adopted by: Ardrossan Strathcona Figure Skating Club

June 7, 2017