Constitution and By-laws

of the

Kitchener-Waterloo Skating Club

Kitchener-Waterloo Skating Club
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Revision: June 22, 2022

Constitution of the Kitchener-Waterloo Skating Club

Article 1: ORGANIZATION

1.1 The Club Name shall be Kitchener-Waterloo Skating Club, hereinafter called the Club.

1.2 The Club Office is located at 2001 University Avenue East, Suite 101, Waterloo, Ontario, N2K 4K4.

1.3 The Club shall maintain and keep active its incorporation in accordance with the Letters Patent in the Province of Ontario, originally dated September 28, 1938, as amended from time to time.

Article 2: SKATE CANADA

2.1 The Club shall be a Skating Club Member of Skate Canada.

2.2 The Club shall pay such fees and such other charges as shall be required of Skating Clubs by Skate Canada [Skate Canada Club and Skating School Minimum Operating Standards Policy, section 1.6]

2.3 The Club is located in the Ontario section of Skate Canada called Skate Ontario, hereinafter called the Section. [Skate Canada By-Laws Article 8]

2.4 The definitions in Article 1 of the Skate Canada By-Laws will apply to this Constitution and By-Laws.

Article 3: PURPOSE

3.1 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.

3.2 The Club, with regard to any aspect of its operation, is to be managed and operated by eligible persons who are registrants of Skate Canada. [Skate Canada Club and Skating School Minimum Operating Standards Policy, section 1.14]

3.3 The Club shall protect the eligibility status of its Members and shall not take or omit any action that would knowingly jeopardize the eligibility status of its Members. [Skate Canada Club and Skating School Minimum Operating Standards Policy, section 1.8]

3.4 To further its objectives, the Club may:

a) Raise, use, invest and reinvest money to support its operations provided that no property, funds or income of the Club should financially benefit any member.

b) Acquire, accept, solicit or receive any real or personal property either as an annual or other contribution or as an addition to the funds of the Club.

Article 4: BY-LAWS

4.1 The By-laws, appended to this Constitution, shall describe the organization and functions of the Club, the means by which Members may elect the Board of Directors (hereinafter called the

Board), and control the property and activities of the Club.

4.2 Any provincial statute governing the Club has precedence over any Skate Canada By-Law. [Skate Canada Club and Skating School Minimum Operating Standards Policy, section 1.8]

4.3 The Rules and Regulations of Skate Canada and the Section have precedence over any Club By-Law.

By-Law 1: MEMBERSHIP

1.1 Membership in the Club shall be open to all, regardless of age, sex, race, colour, national origin, religion, creed, sexual orientation, disability or handicap.

1.2 All Members shall abide by the rules of Skate Canada, Section, the Club Constitution and By-Laws, the Club Code of Conduct and the Policies and Regulations set forth from time to time by the Board.

1.3 All Members shall be registrants of Skate Canada-shall indicate the Club is their Home Club, and pay such registration fees as set by Skate Canada. [Skate Canada Club and Skating School Minimum Operating Standards Policy, section 1.1]

1.4 To be considered in good standing, Members must pay all such Club fees that are due. Members may not participate in Club activities if all fees are not paid in accordance with Club policies. Members not in good standing shall be considered as having terminated their Club membership.

1.5 The Club membership year shall be the same as that of Skate Canada.

1.6 The Board may suspend or terminate a membership for failing to abide by the terms of membership and shall provide the Member with a written explanation of their decision. The Member has the right of appeal to the Board and if the Board upholds such suspension or termination, has the right to appeal to a General Meeting. Such appeal shall follow the requirements for calling a Special General Meeting.

1.7 In the event of termination of membership or premature cancellation of membership by a Member, the Club is not obligated to return any fees paid.

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

a. **Individual Member:** Non-skating Member who is a registrant in good standing of Skate Canada, an eligible person, has not enrolled in a Club skating program during the current membership year and has been approved as an Individual Member by the Board in accordance with Club policies. Members of legal age shall be entitled to vote and to hold office.

b. **Active Member:** Skating Member who is a registrant in good standing of Skate Canada, an eligible person, and has enrolled in a Club skating program during the current membership year. Members of legal age shall be entitled to vote and to hold office.

c. **Special Member:** Parent or legal guardian of legally underage Active Members. Members of legal age shall be entitled to vote but may not hold office. A Special Member has one vote per family without regard for the number of children in the family.

d. **Community Member:** Non-skating Member who is a registrant in good standing of Skate Canada, an eligible person and has not enrolled in a Club skating program during the current membership year and has been approved as a Community Member by the Board in accordance with Club policies. Community Members shall not be entitled to vote nor hold office.

e. **Honorary Member:** A person selected to be an Honorary Member of the Club, as approved at a General Meeting. An Honorary Member shall be exempt from Club fees and shall not have any interest in Club assets. Honorary Members shall have a voice at all Meetings but shall not be entitled to vote nor hold office unless otherwise qualified.

f. **Restricted Member:** A person who Is a paid employee of the Club, Section or Skate Canada, a member of the Club Coaching Committee, a non-active coach, a performing professional skater or a professional dance partner. Members of legal age shall not be entitled to vote nor hold office except as allowed by By-Law 11.

1.9 No Individual or Active Member may simultaneously hold another class of membership.

1.10 A Restricted Member may serve as a Special Member, provided that the Active Members so represented does not have a parent or legal guardian who is not a Restricted Member. If all parents and /or legal guardians are Restricted Members and all are not a paid Club employee, then the paid Club employee may not serve as the Special Member.

By-Law 2: LIABILITY AND INDEMNITY

2.1 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, injury or loss; and further, every Member, guest or visitor shall use the Club facilities at his/her own risk.

2.2 The Club shall participate in the Skate Canada Club Liability and Member Accident Insurance programs.

2.3 Each Director, Officer, Employee, appointed Committee member or duly authorized agent of the Club and his/her heirs, executors, administrators and estate trustees or legal personal representatives shall be at all times indemnified and saved harmless out of the funds of the Club or liability or other insurance maintained by the Club for such purpose, provided that he/she acted honestly and in good faith with a view to the best interests of the Club and its members, and has exercised the care, diligence and skill that a reasonable and prudent person would exercise in comparable circumstances, from and against:

a) All costs, charges and expenses whatsoever which such person sustains or incurs as a result of any action, suit or proceeding which is brought, commenced or prosecuted against him/her in respect of any act, deed, or matter whatsoever by him/her while executing the duties of his/her office.

b) All other costs, charges and expenses reasonably sustained or incurred in or about or in relation to the affairs of the Club, except such costs, charges or expenses as are occasioned by his/her own willful act, neglect or default, or charges incurred for his/her own account.

By-Law 3: BOARD OF DIRECTORS

3.1 The general management of the Club shall be vested in the Board that shall meet monthly.

3.2 The Board shall consist of seven to ten Directors elected by the membership, and the Chairperson of the Coaching Committee.

3.3 Except as otherwise provided in the Act or the By-Laws, the Board has the authority to exercise the powers of the Club and may delegate any of its powers, duties, and functions; however, will maintain ownership and oversight of said powers, duties, and functions. Inter alia:

a) Set, amend and monitor the accomplishment of the vision, mission, values and strategic direction of the Club;

b) Determine and amend policies governing the management of the affairs of the Club;

c) Employ or engage under contract senior management staff, and monitor and evaluate the performance of senior management through an annual review process;

d) Determine or approve registration procedures and fees, dues, assessments, charges and other registration requirements for Members;

e) Review regularly financial reports and provide financial oversight and controls to ensure the Club's financial health;

f) Appoint, ensure accountability, and dissolve Committees of the Board as required;

g) Perform any other duties from time to time as may be in the best interests of the Club.

3.4 The Club Officers shall be the President, Vice-President, Vice-President: Finance, and Secretary.

3.5 After the election of the Directors at the Annual General Meeting, the Directors will meet *in camera and* elect the Officers from the elected Directors.

3.6 The elected Directors shall be elected for a two-year term with half of the positions elected in even numbered years and half of the positions elected in odd numbered years. A Director may be re-elected, and may serve up to a maximum of eight consecutive years and ten lifetime years. For the purpose of this section, any year in which a Director serves for at least six months shall be counted as a year, and a Director having served their maximum consecutive years shall not be re-elected until two full calendar years have passed. These provisions will not apply to Directors elected before they take effect.

3.7 The Board shall hold office until the close of the Annual General Meeting at which their successors have been duly elected.

3.8 A majority of the Board shall be Canadian Citizens, as defined by the Canadian Citizenship Act.

3.9 The Directors, and Committee Chairpersons (except the Coaching Committee Chairperson) must be an Individual or Active member of legal age.

3.10 No Director shall receive any direct or indirect remuneration for acting as a Director, except for reimbursement of reasonable expenses paid by the Director incurred in the carrying out of his/her duties and as approved by the majority vote of the Board.

3.11 The Board may fill an interim vacancy of an elected Director for the balance of the current year by an appointment approved by a majority vote of the Board.

3.12 If there is need to remove a Director, a Special General Meeting shall be called to deal with the issue in accordance By-Law 7 regarding General Meetings. The Director shall be provided notice of and the opportunity to be heard at the Special General Meeting.

3.13 The Board for any reason can decide to delegate the powers and/or responsibilities of any Officer or Director to any other Director, for a defined period of time, subject to majority approval of the Board.

3.14 The Board may approve such Policies as it deems necessary and such Policies shall be treated as Standing Rules in accordance with Robert's Rules of Order. [Robert's Rules of Order 49]

3.15 Any elected Director may resign from the Board of Directors by providing the President (or the two Vice-Presidents, in the case of the President) with written notice. Unless the notice states otherwise, the resignation will take immediate effect. An elected Director who also serves as a Club Officer will also be understood to resign from that role. An elected Director who is also a Committee Chairperson will be understood to continue chairing their Committee unless the notice states otherwise.

3.16 The President shall serve as Chairperson of all Board and General Meetings and be responsible for setting the agenda for these meetings.

3.17 The President shall be a Trustee of the Kitchener-Waterloo Skating Trust Fund.

3.18 The two Vice-Presidents may be vested with all of the powers of the President in his/her absence, disability or refusal to act, in accordance with By-Law 3.14.

3.19 The responsibilities of the Vice-President: Finance shall include but not be limited to:

a) Safe control of all Club funds

b) Recording or cause the recording of all financial transactions

c) Payment or cause the payment of all expenditures as authorized by the Board

d) Cause the preparation and presentation of monthly financial statements to the Board

e) Keeping such records as are required for financial audit and as required under law.

f) Preparation and submission of a budget to the Annual General Meeting

3.20 The responsibilities of the Secretary shall include but not be limited to:

a) Manage all correspondence for the Board

b) Issue all notices for Board and General Meetings

c) Take minutes for Board and General Meetings and speedily distribute such minutes

d) Maintain or cause the maintaining of the corporate minute book

e) Maintain or cause the maintaining of a Policy and Procedures book in the Club Office

f) Submit or cause to submit such reports to Skate Canada and Section as are required

By-Law 4: BOARD MEETINGS

4.1 A quorum of the Board shall be a simple majority of the occupied Board seats, including two Club Officers.

4.2 There shall not be proxy voting at a Board or Committee meeting except as allowed in By-Law 11.4.

4.3 All discussions at Board meetings are confidential and shall be held in confidence. All decisions of the Board are public and shall be communicated to those affected by the decisions.

4.4 Any person with an interest in the Club may make an application to the Board for permission to attend a Board meeting. The President may invite any guest to attend a Board meeting. Such a guest shall have a voice at the meeting only with the permission of the Board. Such presentations must be submitted in writing prior to the meeting unless otherwise decided by the majority vote of the Board members in attendance.

4.5 Minutes of Board meetings shall be distributed to the Board. A copy of the minutes shall be available in the Club Office for review by any voting Member of the Club, following approval of the minutes.

4.6 The functions of the Club and the conduct of members and all meetings within the Club shall be governed by the following regulations, in order of precedence:

a) Laws of Canada

b) Laws of the Province of Ontario

c) Constitution and By-Laws of Skate Canada

d) Constitution and By-Laws of Skate Ontario

e) Constitution and By-Laws of the Club

4.7 The rules contained in Robert's Rules of Order, circa 1876 and amended thereafter, shall govern KWSC in all cases in which they are applicable, and in which they are not inconsistent with the KWSC By-Laws and Standing Rules of Order. [Robert's Rules of Order 49]

By-Law 5: CLUB COMMITTEES

5.1 The Board may from time to time appoint any committees as it deems necessary or appropriate for such purposes and such powers as the Board shall see fit. Any such committees may formulate its own rules of procedure, subject to such directions as the Board may from time to time take. Any committee member may be removed by Special General Meeting.

5.2 Committee Chairpersons shall be elected by a majority vote of the Board.

a) Each Chairperson is accountable for having the committee complete the duties and responsibilities assigned and approved by the Board.

b) Each Chairperson is responsible for appointing committee members and reporting their names to the Board upon selection.

c) Committees may, by majority vote, establish and discontinue any number of sub-committees to assist in completion of the Committee's assigned duties and responsibilities.

d) The Committee Chairperson shall be ex-officio members of each such sub-committee.

e) Chairpersons' and members' term of office shall not exceed two years and shall terminate at

an AGM.

f) If deemed necessary, the Board may appoint or dismiss any Chairperson or committee member.

5.3 The Chairperson of any General, Board, or Committee meeting may, except when voting by ballot, vote only when the vote would change the result, when voting by show of hand. He/she may vote in favour to break a tie and pass the motion, or to vote opposed to create a tie and defeat a motion. When voting by ballot, the Chairperson must vote at the same time as other members otherwise giving up the right to vote on the question. [Robert's Rules of Order 38]

5.4 The Board may at any time delegate or take back such Board responsibilities to or from any Club Committee.

5.5 All decisions made by a Club Committee shall be subject to the approval of the Board.

5.6 Minutes of each Committee meeting shall be filed in the Club Office in accordance with Club policies.

By-Law 6: CLUB DELEGATE

6.1 The President shall be the Club Delegate to Skate Canada General Meetings. If unable to carry out these duties, the Board shall appoint the Club Delegate. [Skate Canada Club and Skating School Minimum Operating Standards Policy, section 4.14]

6.2 The President shall be the Club Delegate to Section General Meetings. If unable to carry out these duties, the Board shall appoint the Club Delegate.

By-Law 7: GENERAL MEETINGS

7.1 An Annual General Meeting of the Club (hereinafter called the AGM) shall be held prior to June 30th following the end of each fiscal year.

7.2 The Notice of Meeting for the AGM shall be posted a minimum of 40 days in advance. The Notice of Meeting shall include the time, date and place of the meeting, the order of business, registration deadline for eligible voting members at the AGM and full details of any proposed amendments to the Club Constitution and/or By-laws.

7.3 Posting a Notice of Meeting in a prominent location at the Club Office and on the Club website (if any), shall constitute minimum adequate notice to the Members.

7.4 A Special General Meeting may be held on the request of a majority vote of the Board, or on receipt of a written requisition signed by 25 voting Members that shall contain a description of the matter plus agenda and motions to be brought before the Special General Meeting and delivered to the Club Office. The Notice of Meeting shall be posted within seven days of receipt of a valid request. Such meeting is to be held no sooner than 7 days following the posting of notice and within 21 days of receipt of a valid request. The order of business at a Special General Meeting, shall be as posted in the Notice of Meeting and shall contain the matters that are contained in the written requisition in the case of a requisitioned meeting. No other business may be discussed or conducted at the meeting.

7.5 The non-receipt of any Notice by a Member shall not invalidate any decision rendered at a General Meeting.

7.6 A quorum for a General Meeting shall be 20 voting Members. Quorum shall only be required to call a General Meeting to order, and a General Meeting may be permitted to continue, and all actions considered binding, if quorum is lost after the General Meeting has been called to order. The minutes shall specify if any vote has been conducted in the absence of quorum.

7.7 General Meetings are open to all Members. All voting and Honorary Members shall have a voice in the proceedings. All others present shall be considered observers and may speak only with the approval of the meeting. The President may limit the number of observers, if necessary.

7.8 There shall not be proxy voting at a General Meeting, except as allowed in By-Law 11.4.

7.9 Elections shall be determined by written ballot and an elected candidate must receive a majority of the unspoiled votes cast. Voting on other matters will be by a show of hands, unless one-fifth of the voting members in attendance request voting by Yeas and Nays, or any one voting member requests a written ballot which shall have priority over any other form of voting.

7.10 The standard order of business at an AGM shall be as follows:

a) Reading the Notice of Meeting and Declaration of quorum
b) Introduction of Board and Guests
c) Minutes of the preceding AGM, and Special General Meetings, if any
d) Business arising from the minutes
e) Vice-President: Finance's Report and Auditor's Report
f) Senior Management's Report
g) President's Report
h) Other Reports
i) Adoption of Reports
j) Amendments to the Constitution and By-laws
k) Appointment of Scrutineers and Election of Directors
l) New Business
m) Appointment of Auditors
n) Introduction of new Board

7.11 The President, subject to the approval of the majority present, may amend the order of business for the AGM as necessary.

7.12 By majority vote at the AGM, the members shall approve an Auditor who shall examine and audit the financial accounts and report thereon to the next AGM.

7.13 An audited financial statement signed by the President and Vice-President: Finance shall be sent to the Members 7 days prior to the Annual General Meeting and presented at the AGM every other year. On the alternating years, a Notice to Reader should be sent to the Members 7 days prior to the Annual General Meeting and presented at the AGM. A copy shall be sent to Skate Canada no later than 15 days following the AGM. The statement shall be available in the Club Office for review by any voting Member.

By-Law 8: AMENDMENTS TO THE CONSTITUTION and BY-LAWS

8.1 Any Member may propose an amendment to the Constitution or By-Laws. The written amendment must be submitted to the Club Office by February 28 for inclusion in the AGM Notice of Meeting.

8.2 No amendment or an amendment to an amendment, to this Constitution or By-Laws shall be accepted from the floor at any meeting.

8.3 The Board may enact Amendments(s) for a specific purpose by a Special Resolution, notice of which must be provided in advance of the Board meeting, and only if the Amendments(s) relate to the transaction of Club business. No Amendments may be enacted following the posting of the notice of the AGM until after the AGM. If not ratified at the AGM, the Amendment(s) shall cease to be effective and may not be re-enacted by the Board until the earlier of one year following the AGM or the next AGM. [Robert's Rules of Order 18]

8.4 For amendments to be approved, the Special Resolution must be approved by a 2/3-majority vote at a General Meeting. The amendments shall be submitted to Skate Canada and Section within 30 days after the General Meeting.

8.5 An amendment is effective immediately upon approval unless otherwise stated.

8.6 The Constitution and By-Laws shall be available in the Club Office for review by any Member.

By-Law 9: FINANCES

9.1 The fiscal year of the Club shall be from April 1 to March 31.

9.2 The Vice-President: Finance shall cause the deposit of all funds paid to the Club or Club Committee into financial institutions approved by the Board, which are Federally Regulated Canadian Financial Institutions and only in accounts opened in the name of the Club.

9.3 Those funds not required for immediate expenditure may be invested in accordance with the investment policy approved by the Board. Such investments shall not be limited to those authorized by law for Trustees provided that they are reasonable, prudent and sound.

9.4 Disbursement of funds shall be subject to approval by the Board. The Board may delegate to the Executive Director the authority to disburse funds within limits set out by Club policies.

9.5 All cheques shall be signed by any two of the President, Vice President, Executive Director and the Vice-President: Finance. If any person is unable to fulfill this task, the Board may appoint a replacement. All signing authorities for the Club or Committee must be approved by a majority vote of the Board of Directors. The Board may delegate to the Executive Director signing authority with signing limits as set out by Club policies. All contracts and legal documents shall be signed by any 2 of the President, Vice President, Vice President: Finance, and Executive Director. For contractual or legal obligations of one year or less the Board may delegate authority to the President, Vice President, Vice President: Finance, and Executive Director with limits as set out by Club policies.

9.6 No two persons related by marriage, family, common-law, contract, employer-employee or supervisory relationship may be designated as signing authorities on the same financial account, nor may they sign any contract or agreement on behalf of the Club.

9.7 The balance, if any, of the Club Operating Account held at the conclusion of the fiscal year, with the exception of a reasonable and prudent amount required to fund ongoing operations of the

Club, shall be transferred to the Kitchener-Waterloo Skating Trust Fund. The amount to be retained shall be determined by the Board of Directors and shall be transferred within 60 days following the AGM.

9.8 In the event of dissolution of the Club, the net assets from liquidation shall go to the Kitchener Waterloo Skating Trust Fund or a 'not-for-profit' or charitable organization designated by the Board and ratified at a General Meeting.

9.9 The Board may appoint Members to act as Accounting Coordinators for teams, programs, fund raising committees or Club events, and each appointment is subject to the following additional conditions:

a) Each Coordinator is under the supervision of and is accountable to the Vice-President: Finance.

b) Each Coordinator must be an Individual or Active member of the Club.

c) All funds and investments shall form an integral part of the Club accounts and shall not be considered as separated from the Club.

d) The Board shall approve the banking requirements, on an individual basis, in consultation with the Vice-President: Finance and the Coordinator.

e) The finances for all committees, teams, programs and events shall be subject to the review by and control of the Board and shall not be disbursed except as approved by the Board.

f) The Vice-President: Finance shall report these finances to the Board regularly.

By-Law 10: ELECTION COMMITTEE

10.1 The Election Committee is responsible for assisting Members to nominate candidates for election as a Director.

10.2. The Committee shall consist of the President{Chairperson} and two Members of the Club or three Members of the Club, at least one of which is also a Director. The Committee can choose a Chairperson based on majority vote. No one may serve on the Committee if they are nominated for election.

10.3 The Committee shall verify that all nominees are eligible to hold office.

10.4 The Committee shall post a Notice of Election including the names of the Directors continuing their term of office, the names of the Directors completing their term of office, the number of Directors to be elected, and the closing date for nominations. The Notice shall be posted at least 40 days prior to the date of the AGM, in the same locations used to post the Notice of Meeting. The Notice of Meeting will include a statement that requires eligible voting members to register at least 15 minutes before the start of the AGM.

10.5 Any voting Member may submit a written nomination to the Election Committee that must be received at the Club Office no later than 5 pm on the 28th day prior to the date of the AGM. The nominator and nominee may not be the same person.

10.6 Nominations from the floor at a General Meeting will not be accepted.

10.7 The Committee shall post the list of all persons nominated at least 21 days prior to the date of the AGM in the same locations used to post the Notice of Meeting.

10.8 The Committee shall be responsible for nominating two to five scrutineers, who may not be voting members and who shall be approved by a majority vote. [Robert's Rules of Order 38]

10.9 The Committee shall be responsible for preparation and distribution of ballots, conducting the election and announcing the results.

By-Law 11: COACHING COMMITTEE

11.1 The Coaching Committee shall include the Skate Canada Professional Coaches who are under contract to teach club programs, who are not limited to Guest Coaching privileges by the Club and who are members in good standing with Skate Canada. [Skate Canada Club and Skating School Minimum Operating Standards Policy, section 1.14]

11.2 The Chairperson of the Committee shall serve as a Director of the Club and shall be elected by a majority vote of the members of the Committee.

11.3 The Vice Chairperson shall be vested with all of the powers of the Chairperson in his/her absence, disability or refusal to act, except that the Vice Chairperson shall not be a Director of the Club.

11.4 In the case when the Chairperson is unable to attend a Board or General meeting, the Vice Chairperson may attend the meeting and vote as a proxy in place of the Chairperson.

11.5 The term of office shall be a two-year term beginning April 1 or the date of election until March 31 of the next even numbered year. A Member may be re-elected.

11.6 The Committee shall hold a meeting, no more than 31 days prior to the end of the term of office or as required to fill a vacancy, to elect a Chairperson and Vice Chairperson from among their membership.

11.7 The Chairperson shall cause each Committee member to receive a Notice of Meeting a minimum of 14 days prior to the meeting. The Notice shall include the time, date and place of the meeting, agenda and Notice of Election.

11.8 Twenty-five percent of all Committee members shall constitute a quorum for a meeting.

11.9 Any Committee member may be nominated for election. Nominations may be made prior to or from the floor of the meeting.

11.10 Voting on elections shall be by written ballot and the elected candidate must receive a majority of the unspoiled votes cast. Scrutineers may not be voting members and must be approved by a majority vote. Voting on other matters will be by a show of hands, unless one-fifth of the voting members in attendance request voting by Yeas and Nays, or by written ballot which shall have priority over any other form of voting. [Robert's Rules of Order 38]

Adopted by the membership of the Kitchener-Waterloo Skating Club at the General Meeting of the Club held on the 7th day of October in the year 2020 at Waterloo, Ontario.