



PROPOSED AMENDMENTS TO THE BYLAWS OF SKATE CANADA: ALBERTA – NWT/NUNAVUT

This document outlines all submitted proposed amendments to the bylaws of Skate Canada: Alberta – NWT/Nunavut for consideration at the 2022 Annual General Meeting in accordance with Article 13 of the Bylaws.

Please note that as per Article 13, any member of Skate Canada: Alberta – NWT/Nunavut may submit bylaw proposals, amendments, or repeals in writing to the Executive Director a minimum of ninety 90 days (March 13, 2022) in advance of the Annual General Meeting at which they are to be considered.

Amendments have been presented as follows:

- Rationale for all bylaw changes has been included explaining:
 - the intent of this amendment
 - the implications of this amendment
 - the other bylaws that will be affected by this amendment (housekeeping)
- Effective date of the amendment
- Wording added to a bylaw is underlined
- Wording deleted from a bylaw is denoted by a ~~striketrough~~

Additionally, and as per Article 13, Skate Canada: Alberta-NWT/Nunavut members have until 52 days prior to the Annual General Meeting (April 20, 2022) to respond, via written submission to the Executive Director of Skate Canada: Alberta – NWT/Nunavut, to any such proposed amendments.

The contents of this document, along with any responses received on or prior to April 20, 2022 will be circulated to the Membership no later than 21 days prior to the meeting (May 21, 2022).

March 29, 2022

Lisa Hardy
Executive Director



PROPOSED AMENDMENTS TO THE BYLAWS OF SKATE CANADA: ALBERTA – NWT/NUNAVUT

Recommended Bylaw Amendment 1 of 9

Submitted by: Skate Canada: Alberta – NWT/Nunavut Board of Directors

Effective date: Upon approval at the Skate Canada: Alberta – NWT/Nunavut AGM, June 11, 2022 and filed by Corporate Registry.

Recommended change: Article 1.1 Housekeeping changes as presented below

Rationale: Housekeeping changes required on the order and numbering of definitions

Recommended amendment:

ARTICLE 1:1 DEFINITIONS

Definitions h) – z) re-numbering of definitions h - z

Region Coach Representatives – to keep the order of definitions consistent (alphabetical), the Region Coach Representatives definition to move from h) to r)





Recommended Bylaw Amendment 2 of 9

Submitted by: Skate Canada: Alberta – NWT/Nunavut Board of Directors

Effective date: Upon approval at the Skate Canada: Alberta – NWT/Nunavut AGM, June 11, 2022 and filed by Corporate Registry.

Recommended change: Article 1.1 Definitions - Change to the definition of a “Delegate”

Rationale: To revise the Skate Canada: Alberta-NWT/Nunavut “Delegate” definition to provide clarity on the representative entitled to vote at the Annual General Meeting.

Recommended amendment:

ARTICLE 1: DEFINITIONS

Delegate - Delegate – an assigned representative of a Club or Skating School entitled to vote at Annual General Meetings and Special Meetings;





Recommended Bylaw Amendment 3 of 9

Submitted by: Skate Canada: Alberta – NWT/Nunavut Board of Directors

Effective date: Upon approval at the Skate Canada: Alberta – NWT/Nunavut AGM, June 11, 2022 and filed by Corporate Registry.

Recommended change: Article 1.1 Definitions - Addition of the definition of “Voting Member” as presented below.

Rationale: To provide a definition for clarity of a “Voting Member”.

Recommended amendment:

ARTICLE 1:1 DEFINITIONS

Voting Member - a Region Coach Representative or Board Director who is entitled to one (1) vote at an Annual General Meeting or Special Meeting as prescribed by Clause 3.1 of these Bylaws.





Recommended Bylaw Amendment 4 of 9

Submitted by: Skate Canada: Alberta – NWT/Nunavut Board of Directors

Effective date: Upon approval at the Skate Canada: Alberta – NWT/Nunavut AGM, June 11, 2022 and filed by Corporate Registry.

Recommended change: Article 3.1 Classes of Membership – housekeeping changes to 3.1.1 and 3.1.2

Rationale: To provide clarity and consistent language in the classes of membership and align with Article 1.1 Definitions

Recommended amendment:

ARTICLE 3: MEMBERSHIPS

3.1 Classes of Membership

There will be three (3) classes of membership:

1. Each Club and Skating School that is a Member in Good Standing with a registered address within the Section is entitled to receive notice of, attend, and vote at all meetings of members and each Club and Skating School ~~voting member~~ Delegate shall be entitled to one (1) vote at such meetings.
2. Each Region Coach Representative who has registered with Skate Canada, is within this Section, and who has been elected by the Skate Canada Coaches registered within the Section is entitled to receive notice of, attend, and vote at all meetings of members and each Region Coach Representative ~~voting member~~ shall be entitled to one (1) vote at such meetings.
3. Each Board Director holding office in accordance with these Bylaws is entitled to receive notice of, attend, and vote at all meetings of members and each Board Director voting member shall be entitled to one (1) vote at such meetings.



Recommended Bylaw Amendment 5 of 9

Submitted by: Skate Canada: Alberta – NWT/Nunavut Board of Directors

Effective date: Upon approval at the Skate Canada: Alberta – NWT/Nunavut AGM, June 11, 2022 and filed by Corporate Registry.

Recommended change: Article 5.4 Determining a Majority Vote - Housekeeping Change as presented below

Rationale: To further clarify the votes that determine the motions and a Majority Vote.

Recommended amendment:

ARTICLE 5: PROCEEDINGS AT MEETINGS

5.4 Determining a Majority Vote

- c) Except as otherwise provided in the Bylaws, a simple majority of the votes cast by the Delegates and voting members shall determine the motions.

Recommended Bylaw Amendment 6 of 9

Submitted by: Skate Canada: Alberta – NWT/Nunavut Board of Directors

Effective date: Upon approval at the Skate Canada: Alberta – NWT/Nunavut AGM, June 11, 2022 and filed by Corporate Registry.

Recommended change: Article 6.1 Composition of the Board is amended as presented below

Rationale: Article 6.1 is amended to provide better clarity on the composition of the Board and to better define the amount of time a Director is eligible to hold office. The maximum number of Terms the Board could appoint the same individual to fill an Additional Director position is changed to a maximum of a 1 – 1 year term at which time the individual could be considered as a nominee candidate for an Elected Director position.

Recommended amendment:

ARTICLE 6: BOARD OF DIRECTORS

6.1 Composition of the Board

The Board will be composed of a minimum of nine (9) Directors, to a maximum of eleven (11) Directors, as follows:

- a) Chair - elected in odd numbered years by the Members at the Section Annual General Meeting;
- b) Director Regions - elected in even numbered years by the Members at the Section Annual General Meeting;
- c) Six (6) Directors - elected by the Members at the Section Annual General Meeting; elected Directors are numbered 1 to 6, excluding the Chair, Director Regions and Director Coaching. Directors numbered 2, 4 and 6 are elected in even numbered years and Directors numbered 1, 3 and 5 are elected in odd numbered years;
- d) Director Coaching- elected in even numbered years by the Skate Canada Coaches within the Section; to be elected by and amongst the coaching members in good standing within the designated area of the Section by electronic ballot as determined by the Chair of the Nominating Sub-Committee, prior to the Annual General Meeting. The elected Director will be announced at the Annual General Meeting.
- e) Additional Directors –

~~Up to two (2) Directors may be appointed by the Board as follows:~~ The Board may appoint a maximum of two (2) Directors, who shall hold office for a term of one (1) year, expiring not later than the close of the next Annual General Meeting. ~~The Board may not appoint the same individual as an Appointed Additional Director for more than one (1) term. two (2) consecutive terms.~~

An individual who has served as an ~~Appointed~~ Additional Director for one (1) year ~~two (2) years or more~~ and who subsequently seeks election as an Elected Director shall not count the terms served as an ~~Appointed~~ Additional Director as part of the three (3) allowable consecutive terms.



Recommended Bylaw Amendment 7 of 9

Submitted by: Skate Canada: Alberta – NWT/Nunavut Board of Directors

Effective date: Upon approval at the Skate Canada: Alberta – NWT/Nunavut AGM, June 11, 2022 and filed by Corporate Registry.

Recommended change: Article 6.3 Nominations. Housekeeping Change as presented below.

Rationale: Housekeeping change to provide better clarity in article 6.3a)

Recommended amendment:

ARTICLE 6: BOARD OF DIRECTORS

6.3 Nominations

- a) Any nominations to fill a vacancy position on the Board, submitted with the written consent of the nominee and accompanied by a members' endorsement, shall be submitted in writing or electronic transmission, pursuant to the Section policies twenty-eight (28) days prior to the next scheduled Annual General Meeting, to the Chair of the Nominating Sub-Committee or designate.

Recommended Bylaw Amendment 8 of 9

Submitted by: Skate Canada: Alberta – NWT/Nunavut Board of Directors

Effective date: Upon approval at the Skate Canada: Alberta – NWT/Nunavut AGM, June 11, 2022 and filed by Corporate Registry.

Recommended change: Article 6.4 Directors' Terms is amended as presented below to clearly define the maximum number of years any Director on the Board may hold office.

Rationale: Wording in Article 6.1, Article 6.4, and Article 6.7 required amendments to clearly define the maximum length of time any Director on the Board, including the Chair, is permitted to hold office. Amendments in Article 6.4 are now reflective and applicable to Additional Directors, Elected Directors, or Directors appointed to fill a vacancy.

Recommended amendment:

ARTICLE 6: BOARD OF DIRECTORS

6.4 Directors' Terms

- a) The Chair and all Elected Directors shall hold office for two (2) years and shall hold office until their successor has been duly elected in accordance with the Bylaws, unless the Chair or Director resigns, is removed from, or vacates the office.
- b) A Director or the Chair who has served three (3) consecutive terms will be eligible for nomination to a vacant position if there has been a period of one (1) year between the Annual General Meeting at which their term limit was reached and the Annual General Meeting at which the individual would again be a candidate.
- ~~c) An Elected A Director is eligible for nomination as Chair at any time, including immediately following the services of their three (3) consecutive terms as elected Director. A Director who has served three (3) consecutive terms may serve only one two (2) year term as Chair.~~
- d) A Director who has already served three (3) consecutive terms may serve one subsequent two (2) year term as in the position of Chair.
- e) The Chair and Directors may not serve more than three consecutive terms with the exception of clause 6.4(e)(d)
- f) An Elected Director cannot hold the position of Chair for more than three (3) consecutive terms.
- g) An individual who has served as an Appointed Additional Director for two (2) one years or more and who subsequently seeks election as an Elected Director shall not count the terms served as an Appointed Additional Director as part of the three (3) allowable consecutive terms.



Recommended Bylaw Amendment 9 of 9

Submitted by: Skate Canada: Alberta – NWT/Nunavut Board of Directors

Effective date: Upon approval at the Skate Canada: Alberta – NWT/Nunavut AGM, June 11, 2022 and filed by Corporate Registry.

Recommended change: Article 6.7 Vacancies is amended as presented below

Rationale: Article 6.7 is amended to better define the amount of time a Director is eligible to hold office and align with Article 6.1 and Article 6.4.

Recommended amendment:

ARTICLE 6: BOARD OF DIRECTORS

6.7 Vacancies

Where the position of a Director, including the Chair, becomes vacant for whatever reason before the term is complete, the remaining members of the Board may fill the vacancy with a qualified person until the completion of the term.

A Director serving a partial term vacancy will, upon completion of the partial term, remain eligible to serve three (3) consecutive two-year terms as Elected Director