



**PROPOSED AMENDMENTS TO THE  
BYLAWS OF SKATE CANADA  
2021**

This document outlines all submitted proposals, amendments and repeals to the bylaws of Skate Canada for consideration at the 2021 Annual General Meeting (AGM) in accordance with Article 12 of the bylaws and the Not-For-Profit Act.

As per Article 12, the following groups had until 90 days prior to the AGM (February 27, 2021) to file with the Chief Executive Officer notice of any proposals, amendments and repeals to the bylaws of Skate Canada:

- Skate Canada Board of Directors
- Skate Canada Sections
- Skate Canada clubs or skating schools in good standing
- Certified coaches in good standing

Amendments have been presented as follows:

- Effective date of all proposed amendments is July 1, 2021
- Rationale for all proposed amendments has been provided
- Wording added to a bylaw is underlined
- Wording deleted from a bylaw is denoted by a ~~strikethrough~~

As per Article 12, and the Not-For-Profit Act, amendments to the proposed bylaw amendments are not permitted and the bylaw amendments submitted and approved for presentation will be considered by the assembly at the 2021 AGM.

The contents of this document will be circulated to the Membership on May 7, 2021.

May 4, 2021

Debra Armstrong  
Chief Executive Officer

### Recommended bylaw amendment 1 of 3

**Proposed by:** BOARD OF DIRECTORS

**Effective date:** July 1, 2021

**Recommended change:** Article 5.2 regarding Eligibility for election to the Board of Directors is revised.

**MOTION:** THAT Articles 5.2.1 through 5.2.8 of the Skate Canada bylaws are amended to remove the requirement that Director (Atlantic), Director (Quebec), Director (Ontario) and Director (West) must be resident in a certain geographic area as presented below.

**Rationale:** This affords all Directors with the same treatment in respect of their residency status.

#### **Eligibility**

5.2 Any person who is 18 years of age or older who has the power under law to contract, who has not been declared incapable by a court in Canada or in another country, and who does not currently have the status of bankrupt, may be nominated for election as a Director or President.

5.2.1 Candidates for the Director (West), Director (Ontario), Director (Quebec) and Director (Atlantic) are further restricted to persons who are either Registrants or Skate Canada Coaches. Candidates must be in Good Standing and resident in the BC/Yukon, Alberta/NWT/Nunavut, Saskatchewan, or Manitoba Sections.

~~5.2.2 Candidates for Director (Ontario) are further restricted to persons who are either Registrants or Skate Canada Coaches. Candidates must be in Good Standing and resident in the Ontario Section.~~

~~5.2.3 Candidates for Director (Quebec) are further restricted to persons who are either Registrants or Skate Canada Coaches. Candidates must be in Good Standing and resident in the Quebec Section.~~

~~5.2.4 Candidates for Director (Atlantic) are further restricted to persons who are either Registrants or Skate Canada Coaches. Candidates must be in Good Standing and resident in the New Brunswick, Nova Scotia, PEI, or Newfoundland & Labrador Sections.~~

5.2.2 ~~5.2.5~~ Candidates for Director (Coach) are further restricted to Skate Canada Coaches. Candidates must be in Good Standing.

- 5.2.3 ~~5.2.6~~ Candidates for President and Directors at Large are restricted to ~~either~~ Registrants ~~or and~~ Skate Canada Coaches. Candidates must be in Good Standing ~~within their Section.~~
- 5.2.4 ~~5.2.7~~ No person holding the position of Chair of any Section shall also be a Director or President of Skate Canada. Such person must resign from their position once elected or appointed.
- 5.2.5 ~~5.2.8~~ No sitting Director or President of Skate Canada may be elected or appointed to the position of Chair of any Section unless he or she first resigns as Director or President of Skate Canada.

**\*\*\* Amendment Package Addendum – May 20, 2021 \*\*\***

**Additional Rationale for Recommended Bylaw Amendment #1**

The By-Laws currently require that candidates for the position of Director (West), Director (Ontario), Director (Quebec) and Director (Atlantic) [collectively the “Regional Directors”] physically reside in the region for which they are seeking nomination for election. Regional Directors are the only members of Skate Canada’s Board of Directors where physical residency is a condition of eligibility. It has been proposed that the physical residency requirement be removed for Regional Directors.

In considering this, the proposer of the amendment concluded that the primary historical rationale for the residency requirement for Regional Directors was the need to ensure the voice of the grassroots interests in all provinces and territories of Canada is present in Board deliberations.

Advances in technology have significantly altered the way individuals are able to communicate and connect with one another. The global pandemic has clearly demonstrated that physical presence is not required to maintain community engagement as advances in technology effectively allow individuals to “be” in the same place at the same time despite actual location.

It is acknowledged that an ideal candidate for election as a Regional Director will have a strong connection and significant knowledge of all levels of Skate Canada programming in respect of the region where he or she is seeking nomination for election. An indicator of that connection will include a demonstrated affiliation with a skating club, skating school or a (or “the”, as the case may be) section in the named region.

The proposer was of the view that, given the fundamental changes in an individual’s ability to retain a strong relationship with a region despite his or her physical location, the imposition of a residency requirement has the potential effect of eliminating excellent candidates from consideration. The proposer also noted that the Recruitment and Development Committee of the Board of Directors has established requirements to further ensure diversity, including geographic diversity, is maintained on the Board through the nomination and election process.

The elimination of the residency requirement from eligibility criteria for those seeking nomination for election as Regional Directors will maximize the size of the available candidate pool and ensure that eligibility criteria for all available positions on the Board of Directors is consistent.

**Recommended bylaw amendment 2 of 3**

**Proposed by:** BOARD OF DIRECTORS

**Effective date:** July 1, 2021

**Recommended change:** Adding article 5.3 regarding Eligibility of members of Senior Management of Skate Canada for election to the Board of Directors.

**MOTION:** THAT Article 5.3 of the Skate Canada bylaws is amended as presented below.

**Rationale:** To prohibit a member of Senior Management from serving on the Board of Directors while employed by Skate Canada and providing for a one-year cooling-off period following service as a member of Senior Management prior to serving on the Board of Directors.

5.3 No current member of Senior Management may be nominated for election as a Director or President. No past member of Senior Management may be nominated for election as a Director or President unless at least twelve (12) months have passed since that person vacated their Senior Management position.

**Recommended bylaw amendment 3 of 3**

**Proposed by:** BOARD OF DIRECTORS

**Effective date:** July 1, 2021

**Recommended change:** Article 5.10 and 5.11 regarding Directors' and President's Terms is revised.

**MOTION:** THAT Article 5.10 and 5.11 of the Skate Canada bylaws is amended as presented below.

**Rationale:** These revisions are proposed to clarify language to confirm there is no break in time required for an Elected Director who has served three (3) consecutive terms seeking election to the position of President.

5.10 ~~5.9 An~~ Subject to section 5.11, an Elected Director who has served three (3) consecutive terms, or a President who has served consecutive terms of four (4) years and two years (2) will be eligible for nomination to a vacant Board position only if there has been a period of two (2) years between the Annual Meeting at which their term limit was reached and the Annual Meeting at which the individual would again be a candidate.

5.11 ~~5.10 An~~ Section 5.10 shall not apply to an Elected Director is eligible for seeking nomination as President ~~at any time including immediately~~ following the services of ~~their~~ three (3) consecutive terms as Elected Director.