

ALL YEAR FIGURE SKATING CLUB

BY-LAWS

Adopted at a special General Meeting of the members

held on the 27th day of March, 1939

Amended at the Annual Membership Meeting

June 8, 2003 June XX, 2007

Formatted: Different first page header

ARTICLE I. NAME

The name of the eClub shall be the All Year Figure Skating Club, the ("Club").

ARTICLE II. PURPOSE

The object of the club shall be to foster, promote, encourage, advance and improve ice skating and more particularly figure skating in all its branches; to encourage and cultivate a spirit of harmony and collegial fraternal feeling among ice skaters; to hold, sponsor, stage and/or conduct, publicly or privately, ice shows, exhibitions, and competitions, or to participate in them; to cooperate and assist other organizations, associations and clubs in holding, staging and/or conducting ice shows, exhibitions, and competitions; and generally to do and perform such other acts as may be necessary, advisable, proper or incidental in the realization of the objects and purposes of this the Club, organization.

ARTICLE III. MEMBERSHIP

A) Candidates for membership shall be individuals interested in the objects of the club Club who conform to the eligibility classifications and their definitions therein as specified in the rules and constitution of the United States Figure Skating Association.

B) The membership of the club-Club shall consist of the following classes:

1) Senior members: those who are eligible persons and shall have attained the age of eighteen years as of the first day of July of the current membership year. Senior members who shall have all privileges of club membership, with the following exception: Members who teach figure skating for compensation shall not hold office until one full year after such compensation ceases.

Formatted: Underline

2) Associate members: whethose who shall have all privileges of club membership except skating.

Formatted: Underline

3) Junior members: whethose who are eligible persons and shall be under the age of eighteen years as of the first day of July of the current membership year; and shall have all privileges, with the exception of serving as a member of the Board of Directors or holding office other than on the junior board.

Formatted: Underline

The junior members should elect a separate board, consisting of junior members. The purpose of ~~said~~the junior board shall be to promote among the eClub's junior members the objectives of the eClub as defined in Article II. The junior board should be encouraged to hold monthly meetings, should elect junior board officers, and should conduct eClub business affecting the junior members of the eClub according to eClub rules and regulations and special rules adopted by the junior board. The junior board shall be supervised by an adult senior adviser appointed by the Board of Directors.

~~4) Members who are ineligible or restricted persons and shall have all privileges, with the following exception. Members who teach figure skating for compensation shall not hold office until one year after such compensation ceases.~~

~~54) Honorary Members:~~ The members, at any general meeting or at any special meeting called for the purpose, may, upon recommendation of the Board of Directors, appoint any person who has rendered important or distinguished services to the eClub an Honorary Member of the eClub for his/her life, or such time or period of years as the members shall deem fit. This appointed Honorary Member shall have such privileges as may be granted by the resolution by which he or she is admitted, including voting privileges if so provided. ~~Every such~~All Honorary Members shall be exempt from payment of any membership fee in respect of such Honorary Membership, but in all other respects shall be subject to the bylaws, rules and regulations of the eClub as in the case of ~~an~~ ordinary~~all other~~ members.

Formatted: Underline

a) Any home club member of the All Year Figure Skating Club who becomes a skating member of the USFSAU.S. Figure Skating Senior World Team and has been a home club member for at least one ~~consecutive~~full membership year, shall be deemed an Honorary Member for life and shall enjoy the privileges thereof as defined in Article III, Section ~~54~~.

~~65) Life Members:~~ A majority of the Board of Directors of the All Year Figure Skating Club may elect a Life Member of the eClub, after which the payment of annual dues are thereafter waived for life.

Formatted: Underline

PROVIDED:

~~_____~~ a) ~~_____~~ He or she is over 21 years of age, and has been a member of both ~~this~~the eClub ~~_____~~ and the United States Figure Skating Association for the previous 10 years ~~_____~~ or more.

~~_____~~ b) ~~_____~~ He or she shall have held one of the four offices of president, secretary, ~~_____~~ treasurer, or vice-president of the Club for three or more years and has been a director duly ~~_____~~ elected for two or more terms.

~~_____~~ c) ~~_____~~ He or she must have performed outstanding services to the eClub on one or ~~_____~~ more important committees.

~~_____~~ d) ~~_____~~ He or she shall ~~show~~demonstrate that such person intends to serve the eClub in the ~~_____~~ future.

~~_____~~ e) ~~_____~~ He or she may be made a Life Member while such person is still an active ~~_____~~Club member.

C) The Board ~~of Directors~~ shall have the power to grant a leave of absence without dues to any member on account of extended absence from the country or an extended illness, or other reason deemed sufficient by it.

ARTICLE IV. ADMISSION TO MEMBERSHIP

Applications for membership, with appropriate fees, shall be submitted to the Membership Chair~~man~~ and the Membership Chair~~man~~ shall submit all applications to the Board of Directors for ~~their-its~~ approval. No person shall be elected a member if two or more members of the Board of Directors object to the election of such person; (either in writing or in person, at any ~~Board of Directors'~~ meeting at which such person's name is voted upon, or at any subsequent meeting with~~out~~ sufficient notice of such subsequent ~~Board of Directors'~~ meeting being given to those directors who previously objected to the admission of such person). Each new member shall be notified by the Membership Chair~~man~~.

ARTICLE V. TERMINATION OF MEMBERSHIP

Membership may be terminated:

- 1) Voluntarily, by non-payment of dues by the first day of July of that membership year. ~~The person resigning shall forfeit all~~All rights or claim of any nature whatsoever to or against the eClub, its property, funds, directors, officers and ~~servants-volunteers shall be forfeited.~~
- 2) Involuntarily, by ~~unanimous-majority~~ resolution of the Directors, at the time set forth in a ~~written~~ notice from the Secretary, ~~given in pursuance of~~pursuant a resolution of the Directors ~~sent by registered mail~~any expeditious delivery system that provides reasonable evidence of delivery to the addressee or delivered to a member at his or her address as it appears on the ~~eClub~~ records, requesting such member's resignation on or before a time therein set forth. The membership of the person so notified shall terminate at the said time whether or not a resignation is received in pursuance of the aforesaid notice. Such member shall be entitled to the return of a proportion of any annual fee paid for the ~~current season~~membership year ~~n~~ after deducting therefrom all monies owing to the eClub. Appeal rights ~~of any person whose membership is involuntarily terminated under this paragraph~~ shall be as governed by the ~~USFSA~~U.S. Figure Skating rules and bylaws ~~relating to grievances.~~

ARTICLE VI. RIGHTS, DUTIES AND PRIVILEGES OF MEMBERS

Only those who have been admitted as members ~~in of~~ the ~~eClub~~Club shall be entitled to the privileges of the eClub.

The rights, ~~and~~ interest ~~and privileges~~ of a member ~~in the privileges~~ of the ~~eClub~~Club shall terminate with the period of membership. All those who have been admitted as members of the eClub shall be deemed to have assented to be bound by the bylaws and regulations of the eClub, all restrictions validly enjoined, penalties validly imposed, any rulings or

decisions properly made, and the exercise of any authority vested in the Club directors or in any Club committee.

All members must immediately notify the Secretary of any change of address or telephone number. Failure to do so shall be deemed a waiver of any notice called for under the bylaws and rules of the eClub.

ARTICLE VII. FEES AND ASSESSMENTS

A) The initiation fee and the annual dues shall be such as the Directors shall from time to time determine, and shall be payable on the first of June each year for the ensuing membership year.

B) Annual assessments, if any, for each class of members, shall be determined and levied from time to time as the Directors may see fit.

C) The Board of Directors shall have the power to levy an assessment as they may decide in any year upon every member of the eClub except Honorary or Life Members. The membership shall be notified in writing of such assessment and the notice must state clearly the specific purpose for which assessment has been made.

ARTICLE VIII. BOARD OF DIRECTORS

A) The governance and management of the eClub shall be vested in a Board of eleven (11) eDirectors who shall be Senior home club (active or associate) members in good standing. One Board member may be "restricted" or "ineligible" as defined by U.S. Figure Skating Rules. Ten (10) members shall be elected to the Board by the members in the following manner:

1) Four (4) Directors shall be elected in May of the first year following adoption of these bylaws and three (3) shall be elected in each May of the following two years. This will continue in a rotating manner. Those elected will serve for a period of three consecutive membership years.

2) The remaining member of the Board of Directors will be an auditor appointed by the Board each year during the organizational meeting.

3) In June of each year, the new Board of Directors shall hold its organizational meeting at which it shall elect, from its membership, the eClub officers for the year beginning on that date, which officers shall hold office until the following June or until their successors are elected ~~and qualify~~.

4) The Board of Directors should meet at least once a month upon the call of the President.

B) Nominations for the Directors shall be made by a Nominating Committee of three members of the eClub which shall be appointed by the Board of Directors at least 60 days before the annual meeting. Nominations from the membership at large may also be made,

in writing, signed by twenty home club members in good standing, and handed to the Secretary or to a Director at least 60 days prior to the annual meeting. The report of the ~~nominating-Nominating eommittee-Committee~~ shall be in the hands of the eClub Secretary at least 30 days prior to the annual meeting and the eClub Secretary shall have the notice of the ~~nominating-Nominating eommittee-Committee~~ report in the hands of the members at least 20 days before the annual meeting. The membership will vote and return the ballots to the Secretary prior to the annual meeting.

C) The office of a Director shall be ~~ipso facto deemed~~ vacated:

- 1) If he or she is found to be mentally incapacitated.
- 2) If he or she is convicted of a felony.
- 3) If, by notice in writing to the eClub, he or she resigns his/her office.
- 4) If a member of the Board absents himself/herself from three consecutive meetings of the Board, he or she shall be deemed to have resigned as a member of the ~~said~~ Board and shall thereupon cease to be a member thereof; provided always that any absence may be excused by the president of the BoardClub or may be excused for satisfactory reason at any time by the majority of the Board present at the meeting when such excuse is presented, and if excused, such absence shall not be charged against said Director.

D) Any Director or Directors may at any time be removed from office and one or others appointed instead by resolution passed by a two-thirds vote of those club members present at a special general meeting of members called for that purpose.

E) Six (6) Directors shall form a quorum, except at the organizational meeting of the Directors to be held in May of each year when the Board of Directors shall elect the officers of the club, seven (7) Directors shall form a quorum.

F) Questions ~~arising to be voted on~~ at any meeting of Directors shall be decided by a majority of votes of the Directors present.

G) Issues arising between regularly scheduled meetings which require immediate Board action may be acted on, at the direction of the President and recorded by the Secretary, by polling of Board members. This poll may be conducted via telephone, facsimile, or Internet e-mail.

H) The Board of Directors, in addition to or as part of all other powers delegated to ~~them~~, shall have power to make rules and regulations and do all other things which ~~they~~ may deem necessary in the proper operation, governance, and management of the eClub.

I) All vacancies occurring among the Directors for any cause shall be filled without undue delay by the Board of Directors with a senior member, in good standing, who has been a home club member for at least six consecutive months. Such appointed Director shall fill the unexpired term of the vacated Director position.

ARTICLE IX. OFFICERS

The officers of the eClub shall be a President, a Secretary, one or more Vice Presidents and a Treasurer. The officers of the club shall be home club senior members and “eligible” current members of U.S. Figure Skating. In no event shall a coach beserve as an officer of the eClub. Terms of office shall be limited to four consecutive one-yearss in any one office.

ARTICLE X. POWERS AND DUTIES OF OFFICERS

The President shall be a member of the Board of Directors and shall preside at all meetings of the eClub and the Board of Directors and shall have a vote at the meetings of the Board of Directors. He or she shall order all meetings of the eClub and of the Directors, appoint chairmen persons to be approved by the Board of Directors, and perform all duties incident to the office of President. The President, together with the Secretary, shall sign all agreements and contracts made by the eClub, upon the approval of the Board of Directors. An officer of the eClub so designated by the President and the Board of Directors shall have the authority to sign selected agreements and contracts made by the eClub, upon the approval of the Board of Directors. The President shall select an independent accounting firm to file eClub federal and state income tax returns yearly and perform any other duties deemed necessary by the Board.

The Vice President shall perform all duties of the President in the absence, inability or refusal of the latter to act, and when so acting he or she shall have all the power, duties and qualifications of the President, and shall be a member of the Board of Directors.

The Secretary shall keep the records of the eClub and of all meetings of the Directors, conduct all official correspondence and issue notices of all meetings of the eClub and Directors.

The Treasurer shall be a member of the Board of Directors and shall keep such permanent books of account and records of the eClub, pay all bills, receive all deposit slips from the Assistant Treasurer, present a full financial report of the financial condition of the eClub at each board meeting, prepare a yearly budget for presentation at the annual meeting, and make an annual financial report to the accountant for preparation of all year-end filings for all government agencies, where required. The Treasurer may, with the Board’s approval, appoint an assistant treasurer, who must be a senior eClub member, to receive all monies, deposit in a bank approved by the Board, and give a copy of the deposit slip to the Treasurer.

No officer, member of the Board of Directors, chairperson, auditor or member of the eClub shall use the eClub’s funds, assets or holdings for personal use or financial gain. In the event such an act occurs, he or she shall be subject to Article V, Section 2 (termination of membership). He or she may also be subject to the filing of a USFSAU.S. Figure Skating grievance and any and all available civil and criminal proceedings.

Formatted: Keep with next

ARTICLE XI. CHAIRMENCHAIRPERSONS

Formatted: Keep with next

The President shall appoint from among the members, with the approval of the Board of Directors, a Membership Chair~~man~~, a Test Chair~~man~~, an Events Chair~~man~~, and such other Chair~~s~~~~men~~ as may be required. The chair~~men~~~~persons~~ so appointed shall have such powers and duties as the President and the Board of Directors shall from time to time determine. The President shall be an ex-officio member of all committees formed by said Chair~~men~~~~persons~~.

ARTICLE XII. ANNUAL MEETING

The annual meeting of the eClub shall be held in June of each year for the consideration of the annual report, report on election of Directors, the appointment of an accountant, the appointment of an auditor, the presentation of the annual Treasurer’s report and budget for the ensuing year, and for any other business relating to the eClub’s affairs. Special meetings of the eClub, the Directors and of any Committee may be called by the President at any time, or on the written request of the majority of the Board of Directors, or of any seventy-five senior home club members.

Notice of the annual meeting, special or general meeting or of a special meeting, shall be mailed to all members at their last known address as the same appears on the roster of the eClub, at least five days prior to the meeting. Every notice of any special meeting of the eClub shall specify the time and place of the meeting and the nature of the business to be transacted.

A quorum at the annual meeting shall consist of 10 percent of the voting members of the eClub in good standing.

The order of business at the annual meeting shall be as follows: roll call, report as to a quorum, reading of and approval of the minutes of the prior annual meeting, Treasurer’s report, ratification of any changes made to the bylaws or of all acts of or resolutions passed by the Board of Directors since the last annual meeting, and reception of any chairmen reports, report on election of Directors, unfinished business, and new business.

ARTICLE XIII. AMENDMENTS

By Members. Any article of the bylaws may be repealed or amended for any length of time by consent of two-thirds of the members present at a specially convened meeting for that purpose or at the annual general meeting provided such proposed bylaw amendments or suspensions shall have been specified in the notice calling the meeting.

By Directors. The Board of Directors may, by a two-thirds vote of those present at a regular or special meeting, repeal or amend any section of these bylaws, or enact new articles or sections; but any such change unless in the meantime confirmed by a majority vote in the case of new articles or sections, or by a vote of two-thirds in, the case of repeal or amendment of any article or section, of the members present at a meeting specially convened for the purpose, shall have effect only until the next annual meeting, and if not then so confirmed, shall from that time cease to be in force.

ARTICLE XIV. MISCELLANEOUS

The fiscal year of the eClub shall terminate on April 30th in each year.

No member other than a Director shall be entitled to require discovery of any information respecting any details of conduct of the eClub's business which, in the opinion of the Directors, will be inexpedient in the interests of the eClub or of its members, to communicate to the public. The Directors shall from time to time determine whether and to what extent, and at what time and place and under what conditions and regulations the accounts and books of the eClub or any of them shall be open to the inspection of members (other than a Director) and no member shall have any right of inspecting any account or book or document of the eClub, except as conferred by statute or authorized by the Directors or by a resolution of the members in general meeting.

All complaints which may arise shall be made in writing to the Secretary and will be read to the Board of Directors who will take such action as they deem necessary.

Original By-Laws, without amendments, signed by:

Bradford H. Miller

Ann R. Getty

Mae F. Marin