

Bylaws of the Flagstaff Figure Skating Club

Member Club of the United States Figure Skating Association

Adopted October 27, 1999

Amended April 30, 2017

ARTICLE I NAME AND EXISTENCE

Section 1. Name. The Organization shall be known as Flagstaff Figure Skating Club (FFSC or The Club).

Section 2. Location. This Club shall have its headquarters in the Jay Lively Ice Arena, 1650 N. Turquoise Dr, Flagstaff, Arizona, 86001.

Section 3. Incorporation. The Club is incorporated as a nonprofit corporation under the laws of the state of Arizona and shall be governed by the nonprofit law of the State.

Section 4. Ratification. These bylaws were ratified on October 27th, 1999 by Sue Miller, President; Rebecca Frampton, Vice President; Tim Ray, Secretary; and Mary Lewis, Treasurer. These bylaws were amended April 2005.

These bylaws were amended and ratified on April 30, 2017 by Lauren Copeland-Glenn, President; Terri Hayes, Vice President; Jennifer Windhorst, Secretary; and Ron Christy, Treasurer.

ARTICLE II PURPOSE

Purpose. The purposes of the Club are: to encourage in the instruction, practice and advancement of the members in any or all of the disciplines of figure skating; to encourage and cultivate a spirit of fraternal feeling among ice skaters; and to carry out the general policies and objectives of the United States Figure Skating Association (USFSA).

ARTICLE III OFFICERS

Section 1. Titles. The officers shall be the President, Vice President, Secretary and Treasurer. All officers must be members of the USFSA who have designated Flagstaff Figure Skating Club (FFSC) as their home club.

Section 2. Eligibility. Officers will be required to have served on the Board for at least one year prior to taking office. If no one with the required experience is nominated, the Board will appoint the officer by a majority vote at a regular Board meeting.

Section 3. Duties of the President. It shall be the duty of the President to oversee the Club; to preside at all meetings of the Club and of the Board of Directors. The President shall have the entire supervision and management of the Club and its property pending the action of the Board of Directors; the power to suspend any member for violating the bylaws or regulations of the Club, pending the approval of the Board; to call special meetings and Club meetings. The President, together with the Secretary, shall sign all agreements and contracts made by the Club upon the approval of the Board of Directors.

Section 4. Duties of the Vice President. It shall be the duty of the Vice President to assist the President in the discharge of their duties and in the absence of the President, to assume the duties and officiate in their stead. In addition, it shall be the duty of the Vice President to serve as the SafeSport Chair. The Vice President shall collect the Coaching Agreement packets from all perspective Club coaches annually.

Section 5. Duties of the Secretary. It shall be the duty of the Secretary to establish quorum through roll call at each meeting, to keep the minutes of the meeting of the Club and the Board of Directors, to supervise all reports and documents connected with the business of the Club, and to issue notices of all meetings of the Club and the Board of Directors. The Secretary shall assist the Nominating Committee with tracking the director positions to be elected each year on a two year rotation. The Secretary shall verify one vote per member using the official FFSC Roster on file with USFSA, and report results of any election of officers and/or directors as specified in MR 6.04 (hold an annual meeting to elect officers/directors in accordance with adopted bylaws) to USFSA headquarters within 10 days after such election, per Membership, MR 6.05.

Section 6. Duties of the Treasurer. The Treasurer shall have charge of the funds of the Club and shall keep a record of all receipts and disbursements and shall render a written report at each Board meeting. Disbursements over the amount of \$50 will require prior approval from the Board. The Treasurer shall enforce the Board adopted Financial Policy. The Board of Directors has the power, whenever they deem it necessary, to appoint an acting Treasurer. Funds will be deposited in the name of the Club in a bank approved by the Board of Directors, or in securities approved by the Board of Directors. All disbursements by check shall be signed by the Treasurer, President or another designated officer or member of the Board of Directors. The Treasurer shall not withdraw, from the Club's savings account or other investment, any funds earned in a prior year, except upon the vote of a majority of Directors. The Treasurer shall prepare a yearly financial report and budget. The Treasurer shall also prepare all year-end filings for all government agencies, where required.

Section 7. Term of Office. Officers shall be elected on a two (2) year rotation at a regular meeting of the membership and shall be limited to two (2) consecutive terms in office.

Section 8. Vacancies. If any of the foregoing offices become vacant by reason of death, resignation, removal or otherwise, the Board of Directors shall elect a successor who shall hold office for the unexpired term.

Section 9. Removal. Any officer or director may be removed from office by the unanimous vote of the Directors voting at a special meeting called for this purpose, except the Director [or officer] under consideration for removal shall not vote.

Section 10. Resignation. An officer may resign at any time by giving written notice of resignation to the Board. Resignation is effective as requested in the written notice after it is received by the Board.

ARTICLE IV BOARD OF DIRECTORS

Section 1. Qualifications. Directors must be voting members of the organization who are in good standing and have designated FFSC as their Home Club under the applicable rules of the United States Figure Skating Association (USFSA). Directors must be at least 18 years of age.

Section 2. Number of Members. There shall be a Board of Directors [of which the officers are incorporated in but are not one and the same] consisting of a minimum of five (5) and a maximum of eleven (11) regular members of the Club. A maximum of one (1) restricted or ineligible member [as defined in the USFS rulebook: Eligibility, ER 4.00 and ER 6.00 respectively] may be on the Board of Directors. No more than one person per family shall be a board member at the same time.

Section 3. Term of Office and Rotation. Directors shall serve for a term of two years. Half of the Board members will be elected each year on a two year rotation. To initiate this change in 2018, half the Board will be up for election after one year as determined by the Board to start the two year rotation.

Section 4. Vacancies. In the event of a vacancy on the Board of Directors, it shall be filled by vote of the remaining directors, by a senior member in good standing. Such appointed Director shall fill the unexpired term of the vacated Director.

Section 5. Quorum. A majority of the Directors constitutes a quorum.

Section 6. Meetings. The Board of Directors shall meet once a month, with no less than nine (9) meetings during the calendar year. The date of such meetings shall be stated by the President or, in the absence, by the Vice President. Any four (4) members of the Board may call a Board meeting upon written notice to all the members of the

meeting, the purpose for which the meeting is called, and the names of the four (4) members requesting the meeting. Action without meetings: Voting on action will be allowed on a case by case basis subject to the Board by email vote or telephone vote with complete record keeping of those votes essential.

Section 7. Authority. The Board shall have the entire authority in the management of the affairs and finances of the Club and shall have general control of all its property. All rights and powers connected therein shall be vested in them. The Board shall make such rules as they deem proper respecting the use of the Club's property, prescribe rules for their own government of the committees appointed by them. The Board shall appoint a Membership Chair, a Test Chair, and other committee chairs as the Board may choose to create from time to time.

Section 8. Financial Duties. All appropriations from the funds of the Club shall be made by the Board of Directors. The Board of Directors shall audit records of the Secretary, Treasurer, and other committees. They shall prepare and submit to the stated annual meeting a budget of anticipated expenditures for the coming year together with proposals of sources of revenue to meet same. The Board shall be responsible for filing federal and state income tax returns yearly and perform any other duties deemed necessary by the Board. The Board shall have the power to limit the indebtedness of a member of the Club.

Section 9. Board Member Limitations. The office of a Board member shall be *ipso facto* vacated:

- a) If they are found to be mentally incapacitated.
- b) If they are convicted of a felony.
- c) If, by notice in writing to the Club, they resign the office.

Section 10. USFSA Delegates. The Board shall appoint from among its registered eligible members, a number of delegates in proportion to the total number of registered members of such member Club, during the preceding fiscal year as specified in the USFSA Bylaws, Article VII, Section 2, Delegates to the Governing Council. The delegate(s) shall be representative(s) between the Club and the Association and shall attend the USFSA Governing Council meeting, either in person or by proxy. Said Club shall file a certificate of such appointment with USFSA and the certificate shall be provided by USFSA.

Section 11. Standard of Conduct of Board of Directors. All Board members agree to abide by the USFSA Club Board Members Agreement.
<http://www.usfsa.org/Clubs?id=84049>

Section 12. Absenteeism. If a Board member is absent from two Board meetings without written notice (email is acceptable) to the President, written notice will be sent (email is acceptable) asking if the Board member wishes to vacate their position in order to let someone else serve. If no response is received within seven (7) days, the Board

member will effectively be considered to have resigned, and a new Board member will be appointed to fill the position.

ARTICLE V ELECTIONS

Section 1. Time. Elections shall be held before the end of the fiscal year. It is recommended elections take place in April.

Section 2. Nominating Committee. Each year a nominating committee shall be appointed by the Board of Directors at least sixty (60) days in advance of the annual election/meeting. This committee shall consist of three (3) members of the Board who will nominate Officer and Board of Directors candidates. The names of the candidates selected by the nominating committee shall be emailed to each member in the form of a ballot at least two (2) weeks prior to the annual meeting.

Section 3. Voting. Ballots shall be emailed to all members two (2) weeks before the annual election/meeting. Members may cast their ballots by email addressed to the Secretary or in person at the annual meeting. Ballots not received by email in time to be counted shall be invalid. This meeting shall be open to all members, although the actual counting of the ballots shall be conducted under the supervision of the Secretary or such other person as the Board of Directors may designate.

Section 4. Records. The Secretary shall preserve the records of an election for at least two (2) years.

ARTICLE VI MEMBERSHIP

Section 1. Candidates. Candidates for membership shall be individuals interested in the objectives of the Club who conform to the definition of eligible or ineligible skater as specified in the rules and constitution of USFSA.

Section 2. Classes of Membership.

- a) Senior Members, who shall have attained the age of eighteen (18) years as of the first day of November of the current membership year, who shall have all privileges.
- b) Collegiate Members, a four year membership, ending on June 30 of the fourth year.
- c) Junior Members, who are under the age of eighteen (18) years as of the first day of November of the current membership year, and shall have all privileges.
- d) Introductory Members, individuals who have never been a full member of USFSA will receive a special discounted membership rate for one year only.
- e) Associate Members, who shall not hold office but shall have all other privileges.

- f) Honorary Members, who may be conferred by the unanimous vote of all members of the Board of Directors and who shall be exempt from initiation fees and dues.

The Board of Directors shall determine the classes of membership and the rights, privileges, preferences, restrictions and conditions applicable to each class of membership. There is no requirement that each class of membership have the same rights, privileges, preferences, restrictions and conditions.

Section 3. Application for Membership. Applications for admission with appropriate fees, shall be submitted to the Membership Chair and the Membership Chair shall submit all applications to the Board of Directors for their approval. Membership applications shall be voted on by the Board within sixty (60) days of receipt. The applicant may participate in all activities – except competitions until approval of membership has been given. No person shall be approved to be a member if three (3) or more members of the Board of Directors shall object to the approval of such person. There shall be no discrimination on the basis of race, color, religion, age, gender, national origin, or disability. The Membership Chair shall officially notify all new members of their approval within one (1) week.

Section 4. Coach Application and Compliance. In accordance with USFSA Membership Rule, MR 5.11, Coach and Instructor Compliance, all required documents per the FFSC Coach Agreement will be completed and the packet submitted to the Club Vice President on or before the date of the Club June Board meeting for review and approval.

Section 5. Termination and Suspension of Membership. Any member's membership may be terminated by a majority vote of the Board of Directors. Notice shall be given to said member by certified mail at their address as it appears on the Club records within ten (10) days of the termination. Termination and/or suspension of membership does not relieve the terminated or suspended member from any obligations for charges incurred, services or benefits actually rendered, dues, assessments, or fees arising from contract or otherwise. Appeal rights shall be governed by the USFSA Bylaws, Article XXV, Sections 1-4.

Section 6. Voting Rights. Senior members and junior members shall be entitled to voting rights. Junior members shall be represented by their parent(s) or legal guardian(s) who shall vote in their stead. One vote shall be accepted per FFSC member.

Section 7. SafeSport and Code of Conduct. All members agree to adhere by the USFSA Code of Conduct, General Rule, GR 1.02, including the SafeSport Program, and the FFSC Code of Conduct.

ARTICLE VII CLUB MEETINGS

Section 1. Annual Meeting. The Club shall hold at least one (1) annual meeting of its members for the purpose of electing directors and for the transaction of such other business as may come before the meeting. The annual meeting shall be held before the end of the fiscal year.

Section 2. Special Meetings. The Secretary shall call special meetings at the direction of the President, or upon the written request of ten percent (10%) of the Club members in good standing.

Section 3. Quorum. Thirty percent (30%) of all members who are entitled to vote and are in good standing shall constitute a quorum for the transaction of business.

Section 4. Notices. Notices of stated and special meetings shall be emailed by the Secretary to every member at least ten (10) days in advance thereof, and/or shall be posted by the Secretary for the same length of time on the Club website. Notices of annual meetings shall be emailed by the Secretary to every member at least two (2) weeks in advance.

Section 5. Special Meeting Limitation. No business shall be transacted at a special meeting except that of which notice was given.

ARTICLE VIII CONFLICT RESOLUTION

Process of Conflict Resolution for Clubs. The board shall have the power to discipline, suspend or terminate membership in the Club in accordance with the policies and procedures set forth in the bylaws and/or Club policy handbook. It is the expectation that the Board will make every effort to resolve any conflict or dispute occurring between members. All conflicts brought to the Board will be handled in a timely and confidential manner using due process.

Any member or members having a complaint against another member for an infraction of any bylaw, rule, policy, procedure, or behavioral misconduct may report in writing as outlined below. The complaint must be filed within fifteen (15) days of the incident, infraction or discovery of the alleged violation. If the Club President has a conflict of interest in the matter, the complaint will be submitted to another Club officer. All complaints will be submitted in writing to the Club President or SafeSport Chair and will contain the following information:

1. Name, contact information, U.S. Figure Skating membership number and signature of the party/parties filing the complaint.
2. Name of the party/parties against whom the complaint is brought.
3. The specific bylaw, rule, policy, procedure, or guideline allegedly violated.

4. A statement of the facts surrounding the alleged violation. Include all necessary information such as date and time, location, specific facts, witnesses and testimony.
5. Description of actions taken to attempt to resolve this matter informally.
6. The desired action or outcome the grievant wishes to be taken to resolve the conflict by the Board.

The Club President or SafeSport Chair who has received the complaint will appoint a review panel of three unbiased people from within the Club Board or Club membership, not related or involved with the alleged incident/infraction. The President or SafeSport Chair will name one of the members of the review panel as Chair of the review panel. The review panel will evaluate the complaint and determine what, if any, further action is necessary.

If accepted, a notice of the complaint will be sent to the person against whom the complaint has been filed. The parties to the matter will be notified in writing of the names of the members of the review panel. In the event any party believes that a member of the review panel has a conflict of interest, an objection to that member shall be submitted in writing to the Club President or SafeSport Chair within three days of the notification in writing. The objection will indicate with specificity what is the basis of the conflict of interest. The Club President or SafeSport Chair shall determine if the review panel member will be replaced. The decision of the Club President or SafeSport Chair is final. The respondent will have ten (10) days to respond to the complaint in writing. The review panel will send notification to the person filing the complaint that a response has been received and will be reviewed by the committee.

Unless the Chair of the review panel determines otherwise, the Chair of the review panel will then schedule meetings with all parties involved within seven (7) days for a full investigation in the matter and come to a decision to resolve the complaint.

The review panel will report the findings and recommendations to the Board within seven (7) days of the last meeting scheduled in the matter. The decision will be presented to the Board who may adopt the recommendation, modify the recommendation, or return the matter to the review panel with directions for further investigation and/or for further recommendations by the review panel. Once the decision is adopted or modified by the Board the outcome is considered final and will be communicated in writing to both parties within seven (7) days of the action by the Board.

ARTICLE IX FEES, DUES AND ASSESSMENTS

Fees. The normal dues payable to the Club shall be in such amount as determined from time to time by the Board of Directors, per the Financial Policy [as complying with the dues sent to the USFSA.]

**ARTICLE X
FISCAL YEAR**

Fiscal Year. The fiscal year shall run from July 1 through June 30 to align with the fiscal year of the USFSA, until such time as the Board of Directors adopts a different fiscal year.

**ARTICLE XI
MEMBERSHIP IN THE USFSA**

The Club shall maintain its membership in the USFSA and conduct its affairs in a manner consistent with the bylaws of that association. Members shall conduct themselves in a manner consistent with the bylaws of that association. Members shall conduct themselves in a manner consistent with the codes of conduct and ethics as stated by the USFSA and the United States Olympic Committee. Members shall also follow the provisions of the U.S. Internal Revenue Code, Sec 501(c)(3).

**ARTICLE XII
AMENDMENTS TO BYLAWS**

These bylaws may be amended by a two-thirds vote at a regular annual meeting of the members, provided a two (2) week notice of the general nature of the proposed amendment(s) has been emailed to all voting members. Proxies may be used for voting purposes.

Amended 4/30/2017