

By-Laws of the Hazen Figure Skating Club

Article I Name and Corporation

- Section 1.** **Name:** The organization shall be known as Hazen Figure Skating Club.
- Section 2.** **Authority:** The club was incorporated under the laws of the State of North Dakota on October 27, 1995.
- Section 3.** **Officers of Incorporation:** The offices of the club shall be the offices of incorporation.
- Section 4.** **Headquarters:** This club shall have its headquarters in the All Seasons Arena at Hazen, North Dakota.

Article II Purpose

- Section 1.** **Purpose:** The purpose of the club is to encourage the instruction, practice and advancement of the members in compulsory figures, freeskating, pair skating, dancing and all types of figure skating; to encourage United States Figure Skating Association basic skills structure and philosophy, to sponsor amateur ice shows and generally to perform such other acts as may be necessary or incidental to realize these purposes. Also see Exhibit 1.

Article III Officers

- Section 1.** **Officers:** The officers shall be President, Vice-President, Secretary and Treasurer elected by General membership.

Article IV Duties of Officers

- Section 1.** **Duties of President:** It shall be the duty of the President to take charge of the club; to preside at all meetings of the club and of the Board of Directors. He/she shall have the supervision and management of the club and its property pending the action of the Board

members, and the power to suspend any member for violating the by-laws or regulation of the club, pending the approval of the Board. He/she may call special meetings. The President together with the Secretary will sign all agreements and contracts made by the club, upon the approval of the Board of Directors.

Section 2. Duties of Vice-President: It shall be the duty of the Vice-President to assist the President in the discharge of his/her duties and in his/her absence assume his/her duties and officiate in his/her behalf.

Section 3. Duties of 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 when requested by the President or Board of Directors. Disbursements shall be made only upon vouchers approved by the board. (The Board of Directors shall have the power whenever they deem it necessary to appoint an acting treasurer.) Funds shall be deposited in the name of the Club in a bank approved by the Directors. All disbursements by check shall be signed by the Treasurer and President or another designated officer or member of the Board of Directors.

Section 4. Duties of the Secretary: It shall be the duty of the Secretary to keep the minutes of the meeting of the Club and of the Board members. To maintain all reports, and documents connected with the business of the Club, maintain a roll of membership, together with dates of board elections and also a record of all election results.

He/she shall maintain the correspondence of the Club. Minutes of all Club meetings will be available and can be obtained from the secretary upon request of any member.

Article V Board of Directors

Section 1. Number of members: There shall be a Board of Directors composed of 7 members with a minimum of 5 regular members of the Club. Those listed in Article III, Section 1 plus 1 to 3 elected members at large from herein referred to as "officers".

Section 2. Term of Office: Two directors elected at large, and officers shall be elected from the voting membership of the club at each spring annual meeting and take office at the following monthly meeting.

Each officer shall hold office for two years and until a successor is duly elected and qualified, with president and secretary terms expiring in even years and vice president and treasurer expiring in odd years.

Each director shall hold office for two years and until a successor is duly elected and qualified

Section 3. Officers: The President, Vice-President, Secretary and Treasurer shall be elected by the general membership at the spring meeting by nominations and shall hold office for two years. The nominees shall be members in good standing that have given consent to the nomination.

Section 4. Method of Election: The at-large candidates for the Board shall be nominated by nomination from the floor. The nominees shall be members in good standing that have given consent to the nomination.

Section 5. Removal and Vacancy: An officer or director may be removed by a majority vote at the Board of Directors meeting called in the manner provided herein. If an officer or director shall be convicted of felony, the officer or director will be dismissed. If a director or officer shall be absent three (3) or more meetings in any twelve (12) consecutive months, the board of directors may declare the office of such director vacant. A vacancy in an office because of death, resignation, removal, disqualification or otherwise may be filled by the board of directors for the unexpired portion of the term.

If the number of board members goes below 5 then an immediate emergency meeting needs to be called for the membership to vote on new members to fill the board to capacity (7). The unexpired terms of the absentee directors will be filled at this meeting.

Article VI Power and Duties of the Board of Directors

Section 1. Meetings: The Board of Directors shall meet at least once in every month during the year_ The date of such meetings shall be set by the President, or in his/her absence by the Vice-President and also may be called by three or more Board members.

Section 2. Quorum: Five members of the Board of Directors shall constitute a quorum.

Section 3. Authority: The Board shall have entire authority in the management of the affairs and finances of the association. The Board shall prepare an annual contract for the pro/s or instructor/s setting forth the terms of employment. An evaluation will be conducted by the Board at the end of every skating season based on that contract.

Section 4. Appropriation: All appropriations from the funds of the Club shall be made by the Board of Directors.

Section 5. Audits: The Board of Directors shall audit records of the Secretary and Treasurer.

Section 6. Committees: The Board shall appoint standing committees and shall appoint such other committees as shall seem to them necessary, Duties of all committees shall be delegated by the Board and will be outlined in the Handbook.

Section 7. Expenditures and Revenues: The Board of Directors shall prepare and submit to the members at the spring annual meeting a projection of anticipated annual expenditures for the coming year together with proposals for sources of revenue to meet the projected expenditures.

Article VII Membership

Section 1. Membership Registration: The parents or guardian registering a skater who has actively skated from the time period of July 1st thru June 30th, designated Hazen Figure Skating Club as their main club and have paid a USFSA basic or advanced membership thru Hazen Figure Skating Club and are in good standing with the club. The membership fee shall be set by the Board annually.

Section 2. New membership registration: Parents or guardians who have previously had a skater involved in the Club shall be given priority to register additional siblings of that child. After fall registration, any vacancies shall be publicized and will be filled at random.

Section 3. Professionals: Professionals (any paid coach/instructor) may be members but cannot hold office or handle Club funds.

Section 4. Membership Voting: For voting purposes, each family shall have one vote on each matter submitted for a vote by the membership. All voting shall be done in person, at the designated location and time of the vote. Voting by proxy or absentee ballot shall not be permitted.

Section 5. Membership suspension: No person whose membership has been suspended by the Board of Directors pursuant to these bylaws shall be entitled to vote or hold office.

Article VIII Club Meeting

Section 1. Time: There shall be two Club meetings each year. A meeting shall be held at registration in the fall and an annual meeting in the spring.

Section 2. Special Meeting: The Secretary shall call a special meeting at the direction of the President, by the Board of Directors or, upon written request of at least 5 club members in good

standing.

Section 3. Voting: Each family shall be entitled to a single vote at any club meeting.

Section 4. Quorum: 20 percent (%) of all members present and in good standing shall constitute a quorum.

Section 5. Amendments: All proposed amendments to the bylaws shall be presented to the membership at a regular scheduled meeting. Any amendment must be voted upon by majority vote.

Section 6. Notices: Every member shall be notified by electronic mail and by posting notice on the club's website and social media sites at least 10 days in advance of any club meetings.

Section 7. Special meeting limitation: No business shall be transacted at a special meeting except that for which notice was given, where at least 10 days notice is given to members by : electronic mail and by posting notice on the club's website and social media sites at least 10 days in advance of any club meetings.

Article IX Fees, Dues, Policies

Section 1. Registration Fees: Fees and deadlines shall be reviewed and established annually by the Board and shall remain in effect for one year and shall be so structured to meet Club and USFSA needs. Fees for the upcoming skating session are to be paid in full at the time of registration. Any fees not received by the set deadline will be considered in arrears.

Section 2. Arrears for dues: Any member in arrears for dues or other indebtedness shall be notified by electronic mail by the Treasurer. If the amount is not paid in full by the deadline, the name of the delinquent member shall be reported by the Treasurer to the Board of Directors at their next meeting. The Board of Directors may drop from the active membership roll any names of such delinquent member. A member dropped from the roll for non-payment of dues, or other indebtedness, may, upon payment of same, at the discretion of the Board of Directors, be reinstated to full membership.

Section 3. Refund policy: No refunds will be granted except to members resigning for medical reasons verified by physician or by special consent of the Board. All refunds shall be prorated according to ice time used. USFSA and miscellaneous club fees are non-refundable.

Section 4. Discipline: Any member or members having a complaint against another member shall set forth, in writing, the facts of the case, together with the names of witnesses, if any. The statements and evidence shall be reduced to writing and filed with the Secretary. The Secretary shall mail electronic copies, thereof, to the parents of complainant/s and to the member complained against. After receiving such a complaint, a special meeting of the Board shall be

held as soon as practicable to review the case. The parents of the complainant/s and the member complained against shall receive at least seven (7) days notice, of such meeting, and may be heard with witnesses. The complaint will be resolved by majority vote of the Board.

Section 5. Grievance: Any complaint or grievance by/or against a pro or instructor shall be directed in writing to the Board of Directors. All contact by the Board with the pro/instructor concerning the grievance shall be through the Board of Directors and discussed at a Board meeting to avoid confusion.

Section 6. Ice Time and Scheduling: It shall be the duty of the Board members and skating pro to set-up the skating schedule and ice time in conjunction with Hazen Winter Sports. No skating lessons will be held if school is called off due to bad weather. A schedule of lessons not held due to holidays, etc. will be outlined in the Handbook.

Article X Order of Business

Section 1. Sequence: At stated and special meetings, the following order of business shall be observed:

- Call meeting to order
- Establish quorum
- Reading of minutes
- Treasurer's report
- Coaches report
- Basic skills report
- Other committee reports
- Unfinished business
- New business
- Meeting adjourned

Article XI Rules of Order

Section 1. Order of Motions: When a question is before the meeting, no motion shall be entertained except:

- to adjourn
- to lay on the table
- to previous question
- to postpone
- to commit
- to amend

The first three shall be decided without debate

Section 2. Yeas and Nays: If any two members shall request, the yeas and nays shall be called upon any question, whereupon each member present shall vote as his name is called, without debate, unless excused from voting by the meeting, and the vote so taken shall be recorded in the Minutes.

Section 3. To Reconsider: A motion to reconsider must be made by a member who voted with the majority, at the same or succeeding meeting.

Section 4. Majority vote: Except as otherwise provided, all questions shall be determined by a majority vote.

Section 5. Robert's Rules of Order: All questions of parliamentary practice not herein provided for, shall be determined in accordance with Robert's Rules of Order.

Exhibit 1

PURPOSES AND POLICIES

1. The corporation is organized exclusively for charitable, education, religious, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.
2. The activities of the corporation shall be non-partisan, non-sectional and non-sectarian, and shall take no part in, or lend its influence to the election or appointment of any candidate for national, state, county or city office, and shall remain neutral on political questions.
3. The corporation may buy, sell or otherwise acquire, hold, own, use, manage, improve, develop, lease, rent, mortgage or otherwise encumber, and to exchange or transfer real property and personal property of every kind and of any interest therein, and as is necessary, incidental or convenient, to the needs and purposes of this corporation.
4. The corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law or (b) by a corporation, contributions, to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law),
5. The corporation is not organized for pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends, nor shall there be any tax benefit inure to any member, director or individual. The balance, if any, of all money received by the corporation from its operations, after the payment in full of all operating expense, debts, and obligations of the corporation of whatsoever kind and nature as they become due, shall be used to make advance payments on any loans owed by the corporation, and related facilities or activities as set forth in the purpose hereof.

6. In the event of dissolution of this corporation, or in the event it shall cease to carry out the objects and purposes herein set forth, the Board of Directors, shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors, shall determine. Any such assets not so disposed of shall be disposed of by the District Court, of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.