

Bylaws
OF THE
UTAH FIGURE SKATING CLUB, INC.
A Member Club of
United States Figure Skating
Initially adopted October 12, 1969
Fourteenth revision: May 26, 2011

ARTICLE I
Name and Incorporation

- Section 1. Name. The organization will be known as the Utah Figure Skating Club, Inc.
- Section 2. Incorporation. The club was incorporated under the Laws of the State of Utah, February third (3rd), 1953.
- Section 3. This Club will have its principal headquarters at the South Davis Recreation Center, Bountiful Utah. The Club's mailing address shall be the Utah Figure Skating Club, with a post office box number in the city of Bountiful, Utah 84010.
- Section 4. The fiscal year of the Utah Figure Skating Club, Inc., will begin on July first (1st) of each year and end on June thirtieth (30th) of the following year.
- Section 5. The Skating Season of the Utah Figure Skating Club, Inc. will begin on September first (1st) of each year and end on May thirty-first (31st) of the following year.

ARTICLE II
Purposes

- Section 1. The purposes of the Club are to:
- foster, promote, encourage, advance and improve the sport of ice skating, and more particularly figure skating in all its branches;
 - encourage and cultivate a spirit of harmony and fraternal feeling among ice skaters;
 - hold, sponsor, stage and/or conduct, publicly or privately, ice carnivals, exhibitions and competitions or to participate in them;
 - cooperate with and assist other organizations, associations, clubs or incorporations in holding, staging, and/or conducting ice carnivals, exhibitions and competitions;
 - do and perform, such other acts as may be necessary, advisable, proper or incidental in the realization of the objects and purposes of the corporation
 - engage, do and perform any other acts not inconsistent with the objects and purposes of this corporation or which are not prohibited by law.
- Section 2. Purpose. The Club will additionally support and develop athletes for sectional, national and international competition in ice skating. Such support and development will officially be part of and in accordance with rules, regulations, tests and competitions established and sanctioned by the United States Figure Skating.
- Section 3. Purpose. Whenever possible, the Club will host United States Figure Skating sanctioned ice skating competitions on local, regional, sectional, national and international levels.
- Section 4. Purposes. The Club will have as a primary purpose the instruction and training of individual skaters as well as the public in the sport of ice skating. The Club will additionally assist in improving and developing the capabilities of skaters through regularly scheduled ice skating sessions, tests, competitions and other such related sport of ice skating events.

ARTICLE III

Membership

Section 1. Conditions for Membership. To be a member of United States Figure Skating and the Utah Figure Skating Club, Inc. one must pay a specified fee per year and agree to abide by the rules and regulations of the United States Figure Skating and the Utah Figure Skating Club, Inc.

Section 2. Classes of Membership

- (a) Full Member
- (b) Parent-Partner Member
- (c) Adult Member
- (d) Introductory Member
- (e) Honorary Lifetime Member
- (f) Second-Club Member
- (g) Restricted Member
- (h) Eligible Coach or Officials Member
- (i) Collegiate Member

A Full Member (voting if 18 years or older) is defined as a member who has designated the Utah Figure Skating Club, Inc. as his/her principal home club.

A Parent-Partner Member (voting) is a legal parent or guardian of an under-age (under 18 years old) skater. A Parent-Partner Member is mandatory for all under-age skaters. Where a family has multiple under-age skaters, the family has the option of having more than one Parent-Partner. The Parent-Partner exercises voting privileges on behalf of the under-age skater; each Parent-Partner may have one vote.

An Adult Member (voting) is any person that desires to voluntarily support Utah Figure Skating Club events and activities.

An Introductory Member (voting) is defined as a first-year Member of the Utah Figure Skating Club who chooses not to join as a Full or Adult Member.

A Second-Club Member (non-voting) is defined as a member who has designated another club as his/her principal home club.

A Restricted Member (non-voting) is a person in Restricted Eligibility Status (as defined in the Official United States Figure Skating Rulebook) that desires to support Utah Figure Skating Club events and activities.

An Eligible Coach or Officials Member (voting) is a United States Figure Skating registered coach or official that desires to support the Utah Figure Skating Club.

A Collegiate Member (voting) is a college-age (18 years or older) skater who is enrolled at a credited college or university. Collegiate Members membership will be for a consecutive four (4)-year period.

With the exception of Second-Club and Restricted Members, any member in good standing over the age of eighteen (18) years is eligible to vote at a Special or Annual General Membership Meeting but must be physically present to exercise their vote. Introductory Home-Club Members, Second-Club Members, Restricted Members and Eligible Coach Members will have all the privileges of membership except for the right to be a Board member or Club officer or participate in activities restricted by the United States Figure Skating Amateur Status Rules. Privileges of membership will be further defined by resolution of the Board of Directors and included in the standing rules of the Membership Committee.

Section 3. Membership Fees. All membership fees will be set by the Board of Directors and announced no later than the Spring General Membership Meeting. These fees must be paid in full no later than July first (1st) each year in accordance with the standing rules. If membership fees are not paid by July first (1st) of each year, the member will be dropped from the rolls of the Utah Figure Skating Club, Inc.

Section 4. Honorary Lifetime Home-Club Members. Honorary Lifetime Home-Club Members may be elected by a majority vote at any General Membership Meeting of the Club after recommendation by the Board of Directors. An Honorary Lifetime Home-Club Member will be free from initiation fees, dues and/or assessments.

ARTICLE IV *Officers*

Section 1. Officers. The officers will be President, Vice President, Secretary and Treasurer.

Section 2. Terms of Office. Officers will hold office for a term of one (1) year or until their successors are elected, and the term will begin immediately following election.

Section 3. Method of Election. Immediately following the Spring General Membership Meeting, the newly impaneled Board of Directors will hold a special Board meeting to elect from the members of the Board the office of Vice President, Secretary and Treasurer. The Vice President will become the President the year following the one (1) year term as Vice President.

Section 4. Vacancies of Office. Upon resignation, removal from office or death of an officer, the Board of Directors will at the next scheduled board meeting elect a replacement to complete the remaining term. An officer may be removed from office for failure to renew membership in the Club or may be removed by a two-thirds vote of the Board for failure to perform the duties of office.

Section 5. Purpose. No substantial part of the Club's activities will be the carrying on of propaganda or otherwise attempting to influence legislation; and that it will not participate in, or intervene in (including the publishing of and/or distributing of statements) any political campaign on behalf of any candidate for public office.

ARTICLE V *Duties of Officers*

Section 1. Duties of President. It will be the duty of the President to take charge of the Club and to preside at all meetings of the Club and of the Board of Directors. The President may delegate the duty of conducting any meeting to another member of the Board. The President will have the entire supervision and management of the Club and its property with the assistance of and subject to the approval of the Board of Directors. The President will have the authority to call Special Board meetings and Club meetings. The President, together with the Secretary and Treasurer, will sign all agreements and contracts made by the Club, upon approval of the Board of Directors.

Section 2. Duties of the Vice President. It will be the duty of the Vice President to assist the President in the discharge of the duties of the President and, in the President's absence, to assume the President's duties and officiate in the President's stead.

Section 3. Duties of Treasurer. The Treasurer will have charge of the funds of the Club, will keep a record of all receipts and disbursements and will render a written report for the Fall General Membership Meeting, and/or when requested by the President or the Board of Directors. The Treasurer will be responsible for filing or having filed annual income tax returns and other documents required by tax laws.

Section 4. Duties of Secretary. It will be the duty of the Secretary to keep the minutes of the meetings of the Club and of the Board of Directors and to supervise all reports and documents connected with the business of the Club. The Secretary will supervise the correspondence of the Club and prepare and issue notices of all general meetings of the Club and Board of Directors and post minutes of same within ten (10) days following the meeting.

ARTICLE VI

Board of Directors

Section 1. Number of Members and Eligibility. There will be a Board of Directors composed of a minimum of nine (9) members of the Club. The Board will be elected by the eligible General Membership. To be eligible to serve on the Board, a member must be a Full, Parent-Partner, Adult, or Lifetime Honorary Member during their term, and at least eighteen (18) years of age.

Section 2. Term of Office. Three (3) members will be elected each year at the Spring General Membership Meeting and they will each serve for a period of three (3) years. No member may be elected or appointed to serve on the Board more than seven (7) consecutive years, but may become eligible again after one skating season. Upon resignation, removal from office or death of a Board member, the Board of Directors will appoint a new member to serve out the remainder of the vacated term of office. To assist in transition, the outgoing President may serve as an *Ex-officio* member of the Board.

Section 3. Duties of the Nominating Committee. The nominating committee will take charge of the entire election procedure. This will include 1) the notification of the election meeting, 2) the printing, distributing and collecting of the ballots, 3) conducting of the elections during the Spring General Membership Meeting, and 4) any other duties related to the elections. The Nominating Committee Chair will not be a member of the Board of Directors, an officer of the Club, or immediate family of same.

Section 4. Method of Election. A nominating committee of not less than two (2) members will be named by the Board of Directors at least sixty (60) days prior to the Spring General Membership Meeting. The committee will report to the Board not less than thirty (30) days prior to the Spring General Membership Meeting. The report of the nominating committee and the notice of the Spring General Membership Meeting will be mailed, emailed and/or personally delivered to the voting membership and also posted on the bulletin board not less than ten (10) days prior to the election. Candidates may also be nominated from the floor at the Spring General Membership Meeting and the combined list will then be voted on by the eligible voting members of the Utah Figure Skating Club, Inc. The first three (3) candidates receiving a majority vote will each serve a term of three (3) years. If a majority is not reached on the first ballot for each Board of Directors position to be filled, the vote will be taken from the eligible voting members present until a majority is reached to fill the remaining positions. Tellers for the counting of the votes will be three (3) in number and will be appointed by the nominating committee from the membership present at the meeting at the time of the election.

Section 5. Ex-officio Members. *Ex-officio* members may be appointed by the Board of Directors as advisors, may participate in discussions but will have no vote.

Section 6. Board Member Limitation. The office of Board Member will be vacated under one (1) of the following conditions:

- (a) If the Board member resigns his office in writing.
- (b) If the Board member is no longer a member of the Club.
- (c) If the Board member misses three (3) consecutive meetings of the Board in a fiscal year without due cause.

ARTICLE VII

Powers and Duties of the Board of Directors

Section 1. Meetings. The Board of Directors will meet at least once in every month during the skating season. The day of the month will be chosen by the Board of Directors. Directors will be present to vote on matters coming before the Board or provide their vote by email. Any three (3) members of the Board may call a Special Board Meeting upon written, email or phone notice to all the members of the Board at least three (3) days prior to the meeting. The notice will state the date, time and place of the meeting, purpose for which the meeting is called; and the names of the three (3) members requesting the meeting. The notice will also be posted on the Club bulletin board.

Section 2. Quorum. A majority of the Board of Directors will constitute a quorum. In the absence of a quorum, the President may call for a vote on matters coming before the Board by email or phone. The President will state the issue(s) that require a vote and the deadline for the vote.

Section 3. Authority. The board will have entire authority in the management of the affairs and of the finances of the Club, and will have general control of all Club property. All rights and powers connected therein will be vested in them.

Section 4. Appropriations. All appropriations not budgeted must be approved by the Board of Directors before being paid. Disbursements will be made only upon vouchers approved by the Board of Directors. Club officers, by resolution of the Board of Directors will be authorized signers of all checks and vouchers. The President and Treasurer will be the authorized signers of all checks and vouchers over \$500.00. Any check or voucher made payable to either the President or the Treasurer requires both authorized signatures. The funds of the Club will be deposited in the name of the Club in a financial institution insured by an agency of the federal government and approved by the Board of Directors. Club funds may also be invested by a two-thirds vote of the Board of Directors.

Section 5. Rules. The board of Directors will make such rules as they deem proper for the governance of the Club. Penalties for offenses against Club rules and procedures for appeals to those penalties will be consistent with United States Figure Skating policies.

Section 6. Conflict Resolution Policy. If any club member(s) has a complaint against another member(s) for an infraction of any bylaw or rule other than skating rules, they may file such a complaint in writing to the Club Board of Directors. Such complaints will be investigated and resolved in accordance with the United States Figure Skating's Conflict Management and Conflict Resolution Guide.

Section 7. Audits. There will be annual audit of the financial statements of the Club conducted by the Finance Committee appointed by the Board of Directors. The Finance Committee, upon approval of the Board of Directors, may select a licensed, certified public accountant to perform the annual audit.

Section 8. Indebtedness. The Board will have power to limit the indebtedness of a member to the Club. Members in arrears for dues or those others who have indebtedness in default to the club, will be ineligible to hold office, to vote or to participate in any Club tests, competitions, show or other activities.

Section 9. Expenditures and Revenue. The Board will prepare and submit to the Fall General Membership Meeting a program of anticipated expenditures for the coming year, together with proposals of sources of revenue to meet same. Disbursements of Club funds will be from the annual budget described above. Disbursements not included in the annual budget must be approved in advance at a Board meeting by a majority vote of the Board of Directors.

Section 10. Delegates. The President will have the option to be a delegate to the annual United States Figure Skating Spring Governing Council meeting and will propose additional delegates to be approved by the Board of Directors. Delegates will report back to the Board the proceedings of the Spring Governing Council meeting.

ARTICLE VIII

Standing Committees

Section 1. Standing Committees. Subject to the approval of the Board of Directors, the President will appoint the chair for each of the standing committees. The appointed chair (s) may recommend to the Board the names for their respective committees and the Board will coordinate committee assignments. A member of the Board of Directors will be assigned to each standing committee.

Section 2. Names. The standing committees will be: (1) Membership Committee; (2) Tests committee; (3) Hospitality Committee; (4) Communications Committee; (5) Media Relations Committee; (6) Competition Committee; (7) Inter-Club Relations Committee; (8) Legal/Bylaws Committee; (9) Show and Exhibition Committee; (10) Junior Membership Committee; (11) Adult Membership Committee; (12) Historian; (13) Finance Committee; (14) Strategic Planning Committee; and other such committees as the Board of Directors may deem necessary.

Section 3. Duties of the Standing Committees.

(1) Membership Committee: The membership committee will collect all membership dues, solicit and welcome new members, assist in the collection of subscriptions for *Skating Magazine*, prepare the roster when necessary, and carry out other duties pertaining to the membership of the club. The committee will maintain an up-to-date list of members in good standing.

(2) Test Committee: The test chair will be responsible for preparing the testing schedules, preparing the sheets necessary for the judges, arranging with the rink management for the necessary test ice, posting the sheets listing times of the tests and the sheets for the test sign-up, and performing any other duties pertaining to skating tests.

(3) Hospitality Committee: The committee will provide hospitality for judges and officials at all test sessions, competitions, clinics and special events hosted by the Club needing hospitality.

(4) Communications Committee: The committee will provide for the dissemination of information to the membership about Club activities and events, and about the activities of the Club members through a Club newsletter, e-mail and Information Bulletin Board.

(5) Media Relations Committee: The committee will arrange with news media to have items about the Club and its members publicized, including locally, in *Skating Magazine*, and in any other recognized and reputable media formats for and/or about skaters.

(6) Competitions Committee: The competition committee will solicit, provide and oversee skating competitions hosted by the Club. The committee will provide rules and regulations for the competitions, as well as trophies and personnel to take charge of the ice and events. They will provide accountants, judges, referees, and all other officials and personnel as needed. They will provide all forms necessary for the competition. All questions of procedures and rules will be handled by the committee.

(7) Inter-Club Relations Committee: The committee will be a liaison between the Utah Figure Skating Club, Inc. and other member clubs. They will work to provide an atmosphere of cooperation between the skating organizations in the intermountain west.

(8) Legal/Bylaws Committee: The Legal/Bylaws committee will provide assistance and helpful information on all legal matters pertaining to the Club. They will draft and present to the Board of Directors and to the general membership for approval proposed amendments to the Bylaws and/or Articles of Incorporation.

(9) Show and Exhibition Committee: The committee will cooperate with the South Davis Recreation Center rink management, Board of Directors and the General Membership of the Club to help stage an annual show.

(10) Junior Membership Committee: The committee will have charge of the Club's freestyle sessions. The Board of Directors will set fees and test levels for Club freestyle sessions. The committee, with the approval of the Board of Directors, will collect fees and enforce the rules and regulations governing conduct at all Club freestyle sessions and Club functions. The committee will welcome new members and guests, oversee a Junior Club Display Board, make arrangements for Junior Club Parties and an Annual Awards dinner.

(11) Adult Membership Committee: The committee will encourage and support the growth of figure skating for adults through the creation of programs addressing the needs of the adult skating community as a whole.

(12) Historian: The committee will keep an up-to-date record of the outstanding events of the Club to be displayed at assigned Club functions.

(13) Finance Committee: The committee will assist the Board of Directors in planning budgets and will advise in the general administration of and in the disbursement of the Club's funds.

(14) Strategic Planning Committee: The committee will develop a workable plan to ensure the future and stability of the Utah Figure Skating Club, Inc. in all areas of its involvement. The committee will gather information and assimilate ideas and concepts regarding the future of the Club to develop and maintain a plan to assure that the Utah Figure Skating Club, Inc. will continue to execute its Bylaws and standing rules effectively and efficiently in the future.

Section 4. Standing Rules. All decisions and actions of the standing committees will be subject to the approval of the Board of Directors. Each standing committee will present, in writing; to the Board of Directors all standing rules proposed by them. The Club Secretary will compile and keep current a notebook containing all standing rules. This compilation will be made available to the Board of Directors, to committees and to individual members as needed.

ARTICLE IX

Club Meetings

Section 1. Time. There will be two Annual General Membership Meetings each year. The Spring General Membership Meeting will be held in May or June and a second, the Fall General Membership Meeting, in September or October of each year.

Section 2. Special Meetings. The Secretary will call special meetings of the General Membership at the direction of the President or upon the written or email request of three (3) Club members in good standing.

Section 3. Quorum. The presence of twenty (20) percent of the eligible voting membership will constitute a quorum for the transaction of business at a Special or Annual General Membership Meeting.

Section 4. Notices. Notices of Annual and Special meetings will be mailed, emailed or personally delivered to Club members and posted by the Secretary at least (10) days prior to the meeting.

ARTICLE X

Parliamentary Procedure

Section 1. The rules contained in the current edition of Robert's Rules of Order Newly Revised (RONR) shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Club may adopt.

ARTICLE XI

Dissolution

Section 1. In the event of dissolution of the Club, any and all funds and other property then owned by it will be distributed to or for the use of such charitable or educational organizations meeting the requirements of Section 501 (c) (3) of the Internal Revenue Code, or any amendment thereof or successor thereto then in force as the officers will then select and determine.

ARTICLE XII
Amendments to Bylaws

Section 1. Procedure for Amendments. Amendments proposed to these Bylaws may be acted upon at any Annual or Special General Membership Meeting, provided that the notice of the meeting states the general character of the proposed amendments. Amendments proposed to these Bylaws will be posted in their entirety on the Club bulletin board at least ten (10) days prior to the meeting. Amendments to these Bylaws will be made by a two-thirds (2/3rds) vote of the eligible members present and voting at the meeting and will not be made in conflict with the Article of Incorporation of the Utah Figure Skating Club Inc.

ARTICLE XIII
Order of Business

Section 1. Sequence of Business. The agenda and order of business for all Club meetings will be determined by the President.

Section 2. All questions will be determined by a majority vote unless otherwise stated in these Bylaws. The President will have the casting vote in case of a tie.

Section 3. The Utah Figure Skating Club, Inc. will comply with the provisions of the United States Figure Skating *Code of Ethics* and any other requirements of the Rules of United States Figure Skating.

ARTICLE XIV
Code of Ethics

Members are to be thoroughly familiar with the rules of the Utah Figure Skating Club, Inc., to comply with those rules in full and to exemplify the highest standards of fairness, ethical behavior and genuine good sportsmanship in any of their relations with others. Any person whose acts, statements or conduct is considered detrimental to the welfare of figure skating is subject to the loss of the privilege of registration by the Utah Figure Skating Club, Inc. The affairs and activities of the Club will always be conducted in such a manner that no part of its net earnings will accrue to the benefit of any one member, officer, or other individual.

ARTICLE XV
Declaration

The Utah Figure Skating Club, Inc. hereby declares that any person who serves at its request as an officer, employee, member or agent of the Board of Directors or Chair or member of any committee of the Utah Figure Skating Club, Inc. or as an elected or appointed official of the Utah Figure Skating Club, Inc. in any capacity will be deemed its agent for the purposes of this Article and will be indemnified by or on behalf of the Utah Figure Skating Club, Inc. against expenses (including attorney fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person(s) who was or is a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding whether civil, criminal, administrative or investigative (other than an action by or in the right of the Utah Figure Skating Club, Inc.) by reason of such service, provided such person acted in good faith and in a manner he/she reasonably believed to be in and not opposed to the best interests of the Utah Figure Skating Club, Inc. and with respect to any criminal action or proceeding and had no reasonable cause to believe his/her conduct was unlawful.