

CONSTITUTION AND BYLAWS

Constitution of the Channel Islands Figure Skating Club

Amended: June 16, 2010

Adopted: June 16, 2010

ARTICLE I: NAME AND ORGANIZATION

Section 1. Name. The organization shall be known as the Channel Islands Figure Skating Club.

Section 2. Organization. The Club was established on September 27, 2000 as a non-profit, unincorporated association.

Section 3. Officers of the Association shall be the four officeholders of the Club.

Section 4. The Club shall have its headquarters in the Oxnard Ice Skating Center in Oxnard, California.

ARTICLE II: 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. Said organization is organized exclusively for charitable organizations including the relief of the poor or disadvantaged.

ARTICLE III: OFFICERS

Section 1. Titles. The officers shall be the President, Vice-President, Secretary and Treasurer. The offices of Secretary and Treasurer may be combined. All officers must be registered members of the USFSA and who have designated this organization as their home club.

Section 2. Duties of the 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. 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 3. Duties of the Vice-President. It shall be the duty of the Vice-President to assist the President in the discharge of his/her duties and in the absence of the President to assume the duties and officiate in his/her stead.

Section 4. 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 shall be made only upon vouchers approved by the Board of Directors. The Board of Directors has the power, whenever they deem it necessary, to appoint an acting Treasurer. The funds shall be deposited in the name of the Club in a bank approved by the Board of Directors. All disbursements, by check, shall be signed by the Treasurer and the 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 to the accountant for preparation of all year-end filings for all government agencies, where required.

Section 5. 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 of Directors, to supervise all reports and documents connected with the business of the Club, and to issue notices to meetings of the Club and Directors.

Section 6. 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 7. 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 under consideration for removal shall not vote.

ARTICLE IV: BOARD OF DIRECTORS

Section 1. Qualifications. Directors must be eligible senior voting members of the association who have designated the association as their Home Club under the applicable rules of the United States Figure Skating Association.

Section 2. Number of Members. There shall be a Board of Directors composed of 7 regular members of the Club.

Section 3. Term of Office. One-third of the Board shall be elected every 2 years at the regular meeting of the membership, and they shall serve for a period of three years. In the event there are no eligible nominations, the Board position up for election may be filled by the incumbent.

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 an eligible senior member in good standing

who has been a Club member for at least 6 months. Such appointed Director shall complete the term.

Section 5. Quorum. Two-thirds of the Board shall constitute a quorum.

Section 6. Meetings. The Board of Directors shall meet at least once in every month during the skating season, with no less than 9 meetings during the calendar year. The date of such meetings shall be stated by the President or, in his/her absence, by the Vice-President.

Any four members of the Board may call a Board meeting upon seven days notice prior to the meeting. The notice shall state the date of the meeting, the purpose for which the meeting is called, and the names of the four (4) members requesting the meeting.

Section 7. Authority. The Board shall have the entire authority in the management of affairs and management 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 the admission of strangers; fix penalties for offenses against the rules; and make rules for their own government and for the 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 program 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 Limitation. The office of the board member shall be ipso facto vacated:

- a) If he/she is found to be mentally incapacitated.
- b) If he/she is convicted of a felony.
- c) If by notice in writing to the Club he/she resigns 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 XV. 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 the Association and the certificate shall be provided by the Association.

ARTICLE V: ELECTIONS

Section 1. Time. Elections shall be held at least one month before the beginning of the fiscal year for which such officers and directors are chosen.

Section 2. Nominating Committee. In the election year, a nominating committee shall be appointed by the Board of Directors at least sixty (60) days in advance of the annual elections. This committee shall consist of three (3) members of the Board. The names of the candidates selected by the nominating committee shall be mailed to each member in the form of a ballot at least four (4) weeks prior to the annual meeting.

The nominating committee will nominate Board of Director candidates.

In the event there are no eligible nominations, elections will not be held.

Section 3. Voting. Ballots shall be mailed to all members at least twenty (20) days before the date set for counting votes. Members may cast their ballots by mail addressed to the Secretary or in person at a meeting held solely for the purpose of counting the ballots. Ballots not received in the mail in time to be counted shall be invalid. This meeting shall be open to all members, though 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 one year.

ARTICLE VI: MEMBERSHIP

Section 1. Candidates for membership shall be individuals interested in the objectives of the Club and who conform to the definition of eligible, ineligible, and restricted skater as specified in the rules and constitution of the United States Figure Skating Association.

Section 2. Classes of Membership

- a) Senior member, who shall have attained the age of eighteen (18) years as of the first day of October of the current membership year, and shall have all privileges.
- b) Junior member, who is under the age of eighteen as of the first day of October of the current membership year, and shall have all privileges.
- c) Associate member, who shall not hold office and shall have all other privileges except skating. (This can be a reduced fee).
- d) 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.

Section 3. Application for Membership. Application 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. No person shall be elected a member if three or more members of the Board of Directors shall object to the election of such person. Rejection may not be discriminatory as to race, age, or religious preference. Each new member shall be notified by the Membership Chair.

Section 4. Termination & 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 registered mail at his or her 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 obligation for charges incurred, services or benefits actually rendered, dues, assessments, or fees arising from contract or otherwise. Appeal rights shall be as governed by the USFSA rules and bylaws.

Section 5. Voting Rights. The Board of Directors shall determine the classes of membership and the criteria for voting 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. Senior members only shall have voting rights,

ARTICLE VII: CLUB MEETINGS

Section 1. Time. There shall be a least one annual stated Club membership meeting each year. A stated meeting shall be held within one month after the skating season opens in the fall, or within one month after the skating season closes in the spring.

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

Section 3. Quorum. Thirty (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 mailed 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 bulletin board.

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

ARTICLE VIII: DISCIPLINE

Conflict Resolution. If any member(s) has a complaint against another member(s) for an alleged infraction of any By-Law or rule (other than the skating rules of the United States Figure Skating Association) or for conduct injurious to the Club, then the complaining

member(s) may deliver a written statement to the President specifying the facts of the case, the names of any witnesses, and the resolution requested. Any such complaint must be delivered within seven (7) days after the incident or problem arose. Upon receipt of a complaint, the President will appoint a Special Committee to investigate it and make recommendations to the Board of Directors. The period for submission of a complaint may be extended by the Special Committee upon a finding of a compelling basis for the delayed submission. Such committee and the Board will use the Conflict Management and Conflict Resolution Guide published by the United States Figure Skating Association and other relevant conflict resolution materials as appropriate to the particular circumstances. If the Special Committee or the Board determines that a hearing is required, the complaining and complained against members will be given at least seven (7) days notice and the opportunity to make written or oral statements.

ARTICLE IX: FEES, DUES AND ASSESSMENTS

Fees. The annual dues payable to the corporation shall be in such amount as determined from time to time by the Board of Directors.

ARTICLE X: FISCAL YEAR

The fiscal year shall run from July 1 through June 30 until such time as the Board of Directors adopts a different fiscal year.

ARTICLE XI: MEMBERS 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 codes and ethics as stated by the USFSA and the United States Olympic Committee.

ARTICLE XII: INUREMENT CLAUSE:

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170

(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE XIII: DISSOLUTION CLAUSE:

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a stat or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

ARTICLE XIV: AMENDMENTS TO BYLAWS

These bylaws may be amended by a two-thirds vote at a regular annual meeting of the members, provided a thirty (30) day notice of the proposed amendments(s) has been mailed to all voting members. Proxies may be used for voting purposes.

ARTICLE XV: RINK OPERATION BYLAWS

The Rink Operation Board (ROC) bylaws are incorporated into the Channel Islands Figure Skating Club bylaws by inference on this date: June 16, 2010.