

Lansing Skating Club Constitution and Bylaws

As amended April 19, 2009

ARTICLE I: NAME AND CORPORATION

- Section 1. Name. The organization shall be known as LANSING SKATING CLUB.
- Section 2. Incorporation. The Club was originally incorporated under the laws of the State of Michigan, month of May, 29th day, 1950, and reincorporated in 1977.
- Section 3. Officers of Incorporation. The four (4) officers of the Club shall be the four (4) Officers of Incorporation.
- Section 4. Corporate Seal. The Corporate Seal shall be in the form of the specimen copy attached.
- Section 5. Principle Skating Headquarters. This Club shall have designated as its home **Suburban Ice East Lansing, 2810 Hannah Blvd., East Lansing, MI 48823.**
- Section 6. Registered Office. The Registered Office of this Club shall be maintained in the State of Michigan, and may be, but need not be, identical with the Principle Skating Headquarters. The address of the Registered Office may be changed from time to time by the Board of Governors.
- Section 7. Fiscal Year. This Club shall have as its fiscal year May 1st to April 30th of each year.

ARTICLE II: PURPOSE

- Section 1. Purpose. The purposes of the Club are:
- A. To encourage the instruction, practice, and advancement of the members in school figures, free skating, dancing and all types of figure skating; to encourage and cultivate a spirit of education and development of life skills among the ice skaters; to sponsor, produce, or cooperate in the production of amateur ice shows 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 organization; and to carry out the general policies of the United States Figure Skating Association.
 - B. To acquire, own, dispose and deal with real and personal property and interest therein and to apply gifts, grants, bequests and devises and the proceeds thereof in furtherance of the purposes of the Club. All assets and real property will revert to the local Government or another nonprofit organization should the Lansing Skating Club dissolve.

ARTICLE III: OFFICERS

- Section 1. The officers shall be President, Vice-President, Secretary and Treasurer.

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 the Board of Governors. The President shall have the entire supervision and management of the Club and its property in accordance with the rules and instructions of the Board of Governors; the responsibility and authority to carry out such duties as specifically assigned to such office and, as well, such regulations as the Board of Governors may from time to time

promulgate; the temporary suspension of any member followed immediately by a call of a special meeting of the Board of Governors for final disposition; to call special Board meetings and special membership meetings. The President, together with one other officer, shall sign all agreements and contracts made in the name of the Club as authorized by a resolution by the Board of Governors.

- Section 2. Duties of Vice-President. It shall be the duty of the Vice-President to assist the President in the discharge of the President's duties and in the known prolonged absence of the President to assume those duties and officiate in the President's stead. In addition, the Vice-President will act as Membership Chairperson and will publish the annual Club directory and supervise keeping of a roll of memberships together with the dates of their elections and a record of all members elected, deceased, suspended, or expelled. He/She shall receive all applications for membership and shall notify the applicant of their election or rejection and shall furnish them with the Constitution and the Rules of the Club, if elected.
- 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 monthly or as requested by the President or the Board of Governors, which report shall be displayed at the spring meeting of the entire membership. Disbursements shall be made only in accordance with the budget approved by the Board of Governors or items specifically authorized by that body. The Board of Governors shall have 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 Governors. All disbursements by check shall be signed by the Treasurer.
- Section 4. Duties of Secretary. It shall be the duty of the Secretary to keep the minutes of the meetings of the membership and of the Board of Governors and to supervise all reports and documents connected with the business of the Club. Copies of the minutes shall be maintained by the Secretary in the permanent Club files. The Secretary shall supervise the correspondence of the Club, and prepare and issue notices of all meetings of the membership and the Board of Governors.
- Section 5. Officers. The President, Vice-President, Secretary and Treasurer (which offices may be combined at the Board's discretion) shall be elected by ballot and shall hold office for one (1) year or until their successors are chosen. The Board may appoint an Assistant Secretary-Treasurer (one office) either from the Club membership or outside the Club membership at such times as the Board may consider advisable to assist the Secretary and Treasurer in their duties.
- Section 6. No officer shall serve more than two (2) consecutive terms in the same office.

ARTICLE V: BOARD OF GOVERNORS

- Section 1. Number of members. There shall be a Board of Governors composed of eight (8) Senior members of the Club and one (1) representative from the Lansing Skating Club Professional members.
- Section 2. Term of Office. The Senior members of the Board shall be elected each year at the regular spring meeting of the membership. The Senior Club Board members shall serve a period of three (3) years, taking office on May 1 of the year of their election. Their terms shall be staggered so that no more than three (3) Senior members leave office in the same year. No Senior Club member may serve more than two (2) consecutive terms (exclusive of temporary appointments). The Professional member of the Board shall be selected by the Professional members of the Lansing Skating

Club and shall serve a one (1) year term beginning on May 1 of the year of their selection.

Section 3. Board Nominations and Election.

- a). The Nominating Committee shall be comprised of three (3) retiring Board members. If there are not three (3) members retiring, the President may appoint additional members to reach three (3). The Nominating Committee shall:
 - 1). Inform the membership that candidates are being sought for vacancies on the Board of Governors.
 - 2). Ensure at least two (2) nominees for each vacancy if possible.
 - 3). Distribute the names of the candidates and their resumes to each member at least one (1) month prior to the election at the spring meeting.
 - 4). Run the election, report the results to the membership, relinquish custody of the ballots and final complete election results to the Secretary to be retained until the next election.
- b). Nominations from the floor are always in order.
- c). Election shall be by ballot and the three (3) receiving the highest number of votes shall serve for three (3) years, taking office at the beginning of the fiscal year.
- d). Unexpired terms of Governors shall be filled by appointment until the next regular election, at which election the person receiving the fourth highest number of votes shall be elected to unexpired term, and so on in that order. The unexpired term of the Professional member of the Board who is unable to complete his/her term shall be filled by the Professional membership of the Lansing Skating Club.
- e). If a Governor fails to attend three (3) consecutive regular monthly meetings in a twelve (12) month period without an adequate excuse, the Governor may be removed by the Board of Governors and (d) above would be enacted. Removal of a Governor shall take a three-fourths (3/4) vote of the remaining Governors.

ARTICLE VI: POWERS AND DUTIES OF THE BOARD OF GOVERNORS

Section 1. Meetings.

- a). The Board of Governors shall meet once in every month. The date of such meetings shall be stated by the President or in his/her absence by the Vice-President.
- b). Any four (4) members of the Board may call a Board meeting by advising the President and then notifying, either in writing or by telephone, all members of the Board of Governors at least three (3) days prior to the meeting. The notice shall state the date of the meeting, purpose for which the meeting is called, and the names of the four (4) members requesting the meeting. The quorum rule applies in order to conduct business or be considered a valid meeting. Results of a special meeting under this Section should be posted for membership at the principal location of membership.
- c). No business can be conducted at a special meeting that was not stated unless all nine (9) Board members are present.
- d). A Board member's participation in a Board meeting may be by a conference telephone or similar communications equipment by which all persons participating in the meeting may hear each other if all participants are advised of the communications equipment and the names of the participants. Participation in a meeting pursuant to this Section constitutes presence in person at the meeting.
- e). Action required or permitted to be taken at a meeting of the Board may be taken without a meeting if, before or after the action, all members of the Board consent to the action being taken with a meeting in writing. The written consents shall be filed with the minutes of the proceedings of the Board. The consent has the same effect as a vote of the Board for all purposes.

- Section 2. Quorum. Five (5) Board members shall constitute a quorum.
- Section 3. Authority. They shall have entire authority in the management of affairs and finances of the Club and shall have general control of all its property. All rights and power connected therein shall be vested in them.
- Section 4. Rules. They shall maintain the rules of the Club, changing 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. An up-to-date revision shall be posted on the bulletin board of the Club. The rules changes and/or revisions shall be distributed to the membership by mail.
- Section 5. Appropriations. All appropriations from the funds of the Club shall be made by the Board of Governors.
- Section 6. Audits. They shall audit records of the Secretary, Treasurer, and of the Committees.
- Section 7. Indebtedness. They shall have power to limit the indebtedness of a member of the Club.
- Section 8. Candidates for Membership. They shall elect to membership in the Club, as hereinafter provided, such candidates as they consider desirable. Such election must be by ballot and a majority vote shall elect. A rejected candidate may request an interview at the next regular meeting of the Board of Governors.
- Section 9. Suspend or Expel. They shall have the power to expel any member for violation of the Constitution and Bylaws, or conduct which they shall deem improper, but no member shall be expelled or suspended for longer than thirty (30) days without a hearing.
- Section 10. Readmit to Membership. They may at a regular meeting readmit to membership any former member whose resignation has been fully accepted. Such readmission must be by ballot and a majority vote will constitute a readmission. No rejected candidate shall be again proposed for reinstatement within six (6) months after rejection.
- Section 11. Drop and Reinstatement to Membership. They may as hereinafter provided drop from the roll any delinquent member and also reinstate such members as hereinafter provided.
- Section 12. Standing Committees. The President shall recommend to the Board the chairperson for these committees and the Board shall appoint all standing committees with full authority over them except as hereinafter provided and shall appoint such other committees as shall seem to them necessary.
- Section 13. USFSA Delegate. They shall elect a delegate or delegates to the United States Figure Skating Association (USFSA). The Club Secretary shall inform the Association's Secretary, in writing, of the name and address of the delegate(s) elected. Said delegate(s) shall be the sole representative(s) between the Club and the Association and shall attend the Association's meeting, either in person or in proxy. The Board may, as it sees fit, pay the travel expenses of the delegate(s) to the Association's meetings.
- Section 14. Clerical Assistance. They shall have authority to make, in their discretion, appropriations for clerical assistance to the Secretary.

Section 15. Expenditures and Revenue. They shall prepare and submit at the spring meeting of the Club membership a program of anticipated expenditures for the coming year, together with proposals of sources of revenue to meet the same.

ARTICLE VII: COMMITTEES

Section 1. Advisory Committee. The Advisory Committee shall be made up of the current three (3) retired members of the Board of Governors. Term shall be for one (1) year following normal retirement from the Board of Governors. They shall attend regular or special Board of Governors meetings and perform in an advisory capacity.

Section 2. USFSA Test Committee. The Test Committee shall be comprised of the USFSA Test Chairperson and such other members as may be required. The duties may be separated to encompass a Figure Test Vice-Chairperson and a Dance Vice-Chairperson. The Committee shall:

- a). Schedule and conduct USFSA tests, obtain necessary judges, determine skaters' eligibility, collect applications and fees, establish test rules and guidelines for test sessions.
- b). Prepare all required papers, report to various USFSA officials as required, keep appropriate records of members' tests, order and distribute awards.
- c). Encourage Club members to train as judges, keep appropriate records of their activities, and assist the President in submitting requests for appointments.
- d). Certify all Club members for eligibility to compete in all USFSA competitions.

Section 3. Membership Committee. The Membership Committee shall consist of the Vice-President plus additional Club members in good standing. The Committee shall:

- a). Greet new members, furnish adequate descriptions of member categories and associated ice programs to the prospective members, and keep current membership lists with the Secretary and Treasurer.
- b). Prepare and distribute membership application forms, distribute copies of the Constitution and Bylaws to new members.
- c). Investigate and pass upon the qualifications of candidates for membership and report their conclusion to the Board of Governors.
- d). Provide useful information concerning the Club and its activities to members and prospective members.

Section 4. Rules and Ice Committee. The Rules and Ice Committee shall be comprised of one (1) Board member and at least two (2) other members. The Committee shall:

- a). Formulate rules for the conduct of its members during the Club skating sessions, supervise and direct conduct on the ice. The rules shall be approved by the Board of Governors and distributed to Club members. This Committee shall have the authority to enforce the rules and regulations, or delegate authority.
- b). Secure, schedule and inform monitors for all Club sessions.
- c). Check and collect all appropriate ice fees.

Section 5. Howard E. Van Camp Committee. The Committee Chairperson will be appointed by the President and the Committee will consist of, but not be limited to, one former Van Camp Award recipient, junior Club member, professional member and judge. The Committee shall:

- a). Present name(s) to the Board of Governors by the October Board meeting for voting one (1) candidate in the "Hall of Honors" at the spring meeting.
- b). Conduct the nomination and election for the Howard E. Van Camp Award to be presented at the spring meeting.
- c). Administer the Howard E. Van Camp fund and make disbursements to worthy Club candidates. All disbursements from the fund must be approved by the Board of Governors and the Van Camp Committee.

- d). The Club Treasurer will submit a monthly statement of condition to the Board of Governors and the Chairperson of the Committee.
- e). The specific rules governing the Committee, procedures for the Van Camp Award, etc. are outlined in the Howard E. Van Camp Official Guideline Book held by the Chairperson.

Section 6. Precision Committee. The Precision Committee shall be comprised of at least five (5) members. The members shall include a Chairperson appointed by the Board of Governors, the Treasurer from each team, and at least two (2) interested Club members. The Committee shall:

- a). Ensure that each team has a coach, a treasurer and a fund-raiser. None of these positions shall be combined.
- b). Submit a written report of all team accounts to the Club Treasurer no less than five (5) days before each monthly meeting of the Board of Governors.
- c). Ensure that fundraising activities are approved by both the Precision Committee and the Board of Governors.

Section 7. Other Committees. The President shall recommend and the Board of Governors may appoint such other committees as are necessary to the conduct of business.

ARTICLE VIII: MEMBERSHIP

Section 1. Classes of Membership.

- a). Senior Members: Senior members shall be eighteen (18) years of age or over and shall enjoy all privileges of the Club. In addition to the privileges authorized in the United States Figure Skating Association Constitution, they shall have the right to hold office.
- b). Junior Members: Junior members shall be under eighteen (18) years of age and shall enjoy all privileges of the Club except voting or holding office.
- c). Associate Members: Associate members shall have all privileges of the Club except voting or holding office. For members having designated another USFSA Club as their home Club, but wishing to skate Lansing Skating Club sessions and to take tests.
- d). Honorary Members: Honorary members may be elected at any meeting of the Club after recommendation by the Board of Governors, but three (3) negative votes will reject. An Honorary member shall be free from initiation fees, dues, or assessments for life. He/she may represent the Club in exhibitions and attend ice skating sessions under the same rules governing active members. He/she may not be nominated or elected to office or be a member of the Board of Governors. He/she shall have no claim on the assets or property of the Club. He/she shall not represent the Club in competitions.
- e). Professionals: Professionals may be members of the Club and may be a Professional member of the Board of Governors, but may not be an officer.
- f). Senior Non-Skating Members: Senior non-skating members shall be eighteen (18) years of age or over and shall enjoy all privileges of the Club except skating. In addition to the privileges authorized in the USFSA Constitution, they shall have the right to vote and hold office.

Section 2. Application for Membership. Each applicant for membership must be submitted to the Membership Committee prior to the meeting of the Board of Governors at which action is taken thereon. Applications must include: applicant's name, address, phone number, age (if under 18), previous USFSA number, highest USFSA test passed (figure, dance, free skating and pair). The application must contain an agreement to abide by the rules and bylaws of the United States Figure Skating Association. The applicant must state his/her status (amateur or professional) as defined by the USFSA.

- Section 3. Arrears for Dues. Any member in arrears for dues, or other indebtedness, shall be notified by mail by the Secretary at his/her last known address, and his/her name with the amount due, with any additional indebtedness. If the amount is not paid in full within one (1) month thereafter, the name of the delinquent member shall be reported by the Secretary to the Board of Governors at their next meeting. The Board of Governors may drop from the roll any name of such delinquent member. A member dropped from the roll for non-payment of dues, or other indebtedness, may, upon payment of the same, at the discretion of the Board of Governors, be reinstated to full membership.
- Section 4. Arrears for Dues Restrictions. No member in arrears for dues or other indebtedness shall be eligible to hold office or entitled to vote or to enter in any Club tests or competition.
- Section 5. Resignation. Any member not in arrears for dues or other indebtedness may tender a written resignation of his membership to the Secretary, who shall report the same to the Board of Governors at their next meeting for their action.
- Section 6. Responsibilities for Guests. Members shall be responsible for the conduct and indebtedness of all persons admitted to the Club's property at their request.
- Section 7. Board Approval for Competition or Exhibition. No member or members of the Club shall make entry in the name of the Club in any competition or exhibition except with the approval of the Board of Governors, or someone given this authority. The rule is from the USFSA Constitution and all rules therein apply. Non-compliance with said USFSA rules could result in loss of amateur status for the skater.

ARTICLE IX: CLUB MEETINGS

- Section 1. Time. There shall be one stated Club Membership Meeting held in the spring of each year.
- Section 2. Special Meetings. The Secretary shall call special meetings at the direction of the President, or upon written request of five (5) Club members in good standing.
- Section 3. Quorum. Thirty percent (30%) of the voting membership shall constitute a quorum for the transaction of business.
- Section 4. Notices. Notices of stated meetings shall be mailed to every member by the Secretary 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 can be transacted at a special meeting except that of which notice was given.
- Section 6. Proxy. A member in good standing and eligible to vote at a Club meeting is entitled to authorize another person to act for the member by proxy for a limited purpose or purposes stated in proxy. Such proxy shall be signed by the member. A proxy is not valid after the expiration of one (1) year from its date unless otherwise provided in the proxy. Votes cast by proxy shall be taken into consideration in determining a quorum.

ARTICLE X: DISCIPLINE

- Section 1. Method of Procedure. Any member or members having a complaint against another member for the infraction of any bylaw or rule, other than skating rules, as for conduct injurious to the welfare of the Club, may report the same in writing to the Board of Governors. Such complaint shall set forth the facts of the case, together

with the names of witnesses, if any. After receiving such complaint, a meeting of the Board of Governors shall be held as soon as practicable to investigate same. The complainant(s) and the member complained of shall receive at least seven (7) days notice of such meeting and may be heard with their witnesses. The statements and evidence shall be reduced to writing and filed with the Secretary, and he/she shall mail copies thereof to the complainant(s) and to the member thereof. An appeal from the decision of the Board of Governors may be taken to the Club within seven (7) days thereafter, by serving upon the Secretary a written notice of such appeal. A special meeting shall thereupon be called for the consideration of the case, and two-thirds (2/3) vote shall be necessary to reverse the decision of the Board of Governors.

ARTICLE XI: FEES, DUES, AND ASSESSMENTS

Section 1. Fees, Dues and Assessments. To be set at the discretion of the Board of Governors.

ARTICLE XII: AMENDMENTS AND RULES OF ORDER

Section 1. Amendments. Amendments to the Constitution and Bylaws must be approved by two-thirds (2/3) vote at a stated meeting of the Club membership, after having been posted for the membership at least thirty (30) days prior to the vote.

Section 2. Rules of Order. Robert's Rules of Order shall be used in conducting business at Club membership and Board of Governors meetings.

ARTICLE XIII: CONFLICT OF INTEREST

Section 1. Disclosure. Any duality of interest or possible conflict of interest on the part of any member of the Board should be disclosed to other Governors and made a matter of record, either when the interest becomes a matter of Board action or as part of a periodic disclosure procedure to be established by the Board.

Section 2. Director May State Position. The foregoing requirements should neither be construed as preventing a Governor from stating his or her position on the matter nor from answering pertinent questions of other Governors since his or her knowledge may be of great assistance.

Section 3. Duty of Good Faith. The Officers of the Club shall exercise the utmost good faith in all transactions touching upon their duties to the Club and its property. In their dealings with and on behalf of the Club they shall be held to a strict rule of honest and fair dealing between themselves and the Club. They shall not use their position or knowledge gained therefrom in such a way that a conflict might arise between their own interest and that of the Club.

ARTICLE XIV: CONFLICT RESOLUTION

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 complaint in writing to the Board. Such complaint will be investigated according to the adopted conflict resolution policy.