

**BY-LAWS
OF
GENESEE FIGURE SKATING CLUB, INC.**

Member Club of the United States
Figure Skating Association

Adopted February 15, 1961
Amended
1965, 1967, 1979, 1982, 1986, 1987, 1996, 2014

ARTICLE I - NAME AND LOCATION

Section 1. NAME -- This organization shall be known as Genesee Figure Skating Club, Inc.

Section 2. CORPORATE SEAL -- The Corporate Seal shall be:



Section 3. This Club shall have its headquarters at such location as the Board of Governors shall determine.

ARTICLE II - PURPOSE

Section 1. PURPOSE -- The purposes of the Club are: to encourage the instruction, practice, and advancement of the members in all types of figure skating; to encourage and cultivate a spirit of fraternal feeling among ice skaters; to sponsor, produce, or cooperate in the production of amateur ice shows; to foster national or international amateur sports competition; to conduct national or international competition in sports; to support and develop amateur athletes for national or international sports competition; necessary, advisable, proper, or incidental to the realization of the objects and purposes of this organization; and to carry out the general policies of the United States Figure Skating Association.

Section 2. LIMITATIONS -- Notwithstanding any other provision of these by-laws, the corporation is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the providing of facilities or equipment), or to conduct national or international competition in sports, or to support and develop amateur athletes for national or international sports competition, or for the prevention of cruelty to children or animals as specified in section 501 (c) (3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1954.

Section 3. NO PRIVATE BENEFIT -- No part of the net earnings of this corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, or officer shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the corporation.

Section 4. NO POLITICAL ACTIVITY -- No part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code 501 (h)), or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

Section 5. DISTRIBUTION OF ASSETS UPON DISSOLUTION -- Upon the Dissolution of this organization, assets shall be distributed to the Memorial Fund Committee of the United States Figure Skating Association, and the World Figure Skating Museum and Hall of Fame both of which are organizations exempt under Section 501 (c) (3) of the Internal Revenue Code, or both, in such amounts or percentages as the Board of Governors shall determine at the time of distribution, or, if neither of these organizations is an organization exempt under Section 501 (c) (3) 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 state or local government, for a public purpose.

ARTICLE III -- OFFICERS

Section 1. OFFICERS -- The officers shall be a President, two Vice Presidents, a Secretary, and a Treasurer, all of whom shall be amateurs, restricted amateurs, or reinstated amateurs as defined by the rules of the United States Figure Skating Association and shall be nominated and elected annually by and from the Board of Governors at their first meeting following the Annual Meeting of the members. No person may hold more than one office. First and Second Vice-Presidents are determined by seniority of membership.

Section 2. EXECUTIVE COMMITTEE -- The President, Vice-Presidents, Secretary, and Treasurer shall constitute the Executive Committee of the Board of Governors.

Section 3. OTHER OFFICERS AND COMMITTEES -- The Board of Governors may by resolution appoint such other officers, agents, employees, or committees as it shall deem necessary, who shall hold their offices for such terms and shall have such powers and perform such duties as shall be prescribed from time to time by the Board of Governors or by the By-Laws.

Section 4. TERM OF OFFICE -- The officers of the Club shall be elected for the term of one year but shall hold office until their successors are elected. Any officer may be removed at any time by the affirmative vote of a majority of the whole Board of Governors at a duly called regular or special meeting of the Board.

Section 5. VACANCIES IN OFFICE -- Vacancy in the office of President shall be filled by the First Vice-President to serve the remainder of the term. The Second Vice-President shall become the new First Vice-President. A new Second Vice-President shall be appointed at the first meeting of the Board of Governors following the vacancy. Vacancies occurring in offices other than that of President shall be filled by appointment by the Board of Governors.

ARTICLE IV -- DUTIES OF OFFICERS

Section 1. DUTIES OF PRESIDENT -- The President shall be the chief executive officer of the Club; he/she shall preside at all meetings of the Club, and of the Board of Governors. He/she shall have the general supervision and management of the Club and its property pending the action of the Board of Governors; the power to suspend any member for violating

the By-Laws or regulations of the Club, pending the approval of the Board; and the power to call special Board meetings and Club meetings.

The President or First Vice-President shall sign all agreements and contracts made by the Club, upon the approval of the Board of Governors.

The President shall, ex-officio, be a member of all committees.

Section 2. DUTIES OF VICE-PRESIDENTS -- It shall be the duty of the Vice-Presidents to assist the President in the discharge of his/her duties and in his/her absence, the First Vice-President, followed by the Second Vice-President, assumes his/her duties and officiates in his/her stead.

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 Governors. Disbursements shall be made in accordance with appropriations approved by the Board of Governors. The funds shall be deposited in the name of the Club in a bank approved by the Board of Governors or in securities approved by the Board of Governors. All disbursements by check shall be signed by the Treasurer, President or First Vice-President.

Section 4. DUTIES OF SECRETARY -- It shall be the duty of the Secretary to keep the minutes of the meetings of the Club and of the Board of Governors, to supervise keeping of a roll of memberships together with the dates of their election and a record of all members elected, deceased, suspended, or expelled.

He/she shall supervise the correspondence of the Club and prepare and issue notices of all meetings of the Club and Board of Governors.

ARTICLE V -- BOARD OF GOVERNORS

Section 1. NUMBER OF MEMBERS -- There shall be a Board of Governors composed of twelve to fourteen members, twelve of whom shall be resident senior members of the Club duly elected by members of the Club in accordance with the provisions of the By-Laws, and two of whom may be senior resident members elected by the board of Governors as Chairmen of the Junior Activities Committee and the Rules and Ice Committee, if such persons are not elected members of the Board.

Section 2. TERM OF OFFICE -- The members of the Board of Governors elected by the members of the Club shall be divided into three classes, to consist of four members of each class, and each class shall hold office for a period of three (3) years, one class to be elected every year.

Section 3. NOMINATION -- Candidates for election by the membership to the Board of Governors shall be nominated by a Nominating Committee comprised of five members elected by the Board of Governors, not more than two of whom shall be members of the Board of Governors. The selections of the Nominating Committee shall be submitted to the Club Secretary, who shall mail to the members of the Club the names of the persons nominated in accordance with this paragraph, at least 20 days prior to the Annual Meeting.

Additional nominations may be made by written proposal signed by at least 15 voting members and presented at least 10 days prior to the Annual Meeting to the Club Secretary, who shall mail the names of any such additional nominees, together with the names of the signers of the petition or petitions, to the members of the Club at least 5 days prior to the Annual Meeting.

Section 4. VACANCIES -- If a governorship becomes vacant, the Board shall appoint a Club member as a Governor for the balance of the year. At the next Annual Meeting of the membership, a Governor shall be elected for the unexpired term, if any.

ARTICLE VI -- POWERS AND DUTIES OF THE BOARD OF GOVERNORS

Section 1. MEETING -- The Board of Governors shall meet at least once in every month. The date of such meetings shall be stated by the President, or in his/her absence, by the First Vice-President.

Any five members of the Board may call a Board meeting upon written notice to all of the members of the Board of Governors mailed at least five days prior to the meeting. The notice shall state the date and place of the meeting, purpose for which the meeting is called, and the names of the five members requesting the meeting.

All questions of parliamentary procedures and precedence of motions shall be determined in accordance with Robert's "Rules of Order Newly Revised."

Section 2. QUORUM -- Seven members, one of whom shall be an officer shall constitute a quorum of the Board of Governors.

Section 3. AUTHORITY -- The Board of Governors shall have 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 therewith including but not limited to the determination of all dues, fees, and assessments to be paid by members shall be vested in the Board of Governors.

The Executive Committee shall have the authority to act on behalf of the Board of Governors between Board meetings.

Section 4. RULES -- The Board of Governors shall make such rules as the Board deems proper for the orderly conduct and administration of the Club, including but not limited to rules respecting the use of ice time available to the Club at any rink, rules respecting the use of Club property, rules for admission of guests, rules for its own government, and rules for the government of committees appointed by the Board, provided that notice of all rules be given to all members on the Club website, by publication in the next edition of the GFSC News or by promptly posting rules on the Club's bulletin board or boards, and keeping them posted for a period of at least twenty-one (21) days.

Section 5. PENALTIES -- The Board of Governors shall have the power to fix penalties for infraction of any rules duly adopted and notified in accordance with Section 4 of this Article.

Section 6. APPROPRIATIONS -- All appropriations from the funds of the Club shall be made by the Board of Governors.

Section 7. AUDITS -- The records of the Treasurer shall be audited annually.

Section 8. INDEBTEDNESS -- The Board of Governors shall have the power to limit the indebtedness of a member to the Club.

Section 9. CANDIDATES FOR MEMBERSHIP -- The Board of Governors shall admit to membership such individuals who have completed and signed the Membership Application, Waiver of Liability, Medical Consent Form and Code of Ethics. GFSC and U.S.F.S.A. dues must be paid in full.

Section 10. SUSPEND OR EXPEL -- The Board of Governors shall have the power to suspend or expel any member for violations of the By-Laws or for conduct which it deems improper, but no member shall be expelled or suspended for longer than 30 days without a hearing.

Section 11. RE-ADMIT TO MEMBERSHIP -- A member who has resigned in good standing may be reinstated without Board approval for the Club season following the one in which he/she was inactive. When a member resigns in good standing and returns to membership after an absence of more than one but not more than five Club skating seasons, Board approval is required.

Section 12. LEAVE OF ABSENCE -- A member in good standing may upon request to the Executive Secretary be given a leave of absence for one Club skating season without the necessity of Board approval.

Section 13. DROP AND REINSTATE TO MEMBERSHIP -- The Board of Governors may as hereinafter provided terminate the membership of any member who is delinquent in dues and accounts and thereafter reinstate such an individual to membership on such terms as the Board may decide.

Section 14. COMMITTEES -- The Board of Governors shall appoint all standing and special committees with full authority over them except as hereinafter provided.

Section 15. APPROVAL FOR COMPETITION OR EXHIBITION -- No member or members of the Club shall make entry in the name of the Club in any competition, exhibition, or carnival without the approval of an officer of the Club. Any of the above events must be sanctioned by the U.S.F.S.A.

Section 16. U.S.F.S.A. DELEGATE -- The Board of Governors shall elect from the Club membership a Delegate or Delegates to the United States Figure Skating Association. The Club Secretary shall inform the Association's Secretary in writing of the name and address of the Delegate elected. Said Delegate or Delegates shall attend the Association's meetings, either in person or by proxy. The Board may, if it sees fit, pay the traveling expenses of the Delegate or Delegates to the Association's Meetings.

Section 17. CLERICAL ASSISTANCE -- The Board of Governors shall have authority to make, in their discretion, appropriations for clerical assistance.

Section 18. BOARD MEMBER LIMITATION -- The office of a Board Member shall be *ipso facto* vacated (1) if by notice in writing to the Board he/she resigns his/her office, (2) if he/she is no longer a member of the Club, or (3) if he/she is absent without reason adequate to the Board from three or more regular meetings of the Board of Governors during any calendar year.

ARTICLE VII -- STANDING AND SPECIAL COMMITTEES

Section 1. NAMES -- The Standing Committees shall be: (A) Archives (B) Competitions (C) Dance/Music (D) Exhibitions (E) Fund Raising (F) Hospitality (G) Junior Activities (H) Long Range Planning (I) Membership (J) GFSC News (K) Pro Relations (L) Publicity (M) Rules and Ice (N) SafeSport (O) Sanctions (P) Social (Q) Tests (R) Trophies.

Section 2. NUMBER OF MEMBERS AND TERM -- Each standing committee shall consist of a Chairman and such additional members as the Chairman may deem necessary and desirable. The Chairman shall be appointed by the President, subject to the approval of the

Board of Governors. The term of each committee shall expire at the first meeting of the Board following the Annual Meeting.

Section 3. DUTIES OF STANDING COMMITTEES --

- A. THE ARCHIVES COMMITTEE shall update and maintain the Club's history for future years *including, but not limited to, the maintenance of the Test Achievement Boards and trophy cases.*
- B. THE COMPETITIONS COMMITTEE shall have charge of all *in house* competitions conducted by the Club, and is responsible for determining the eligibility of the Club members to represent the Club in competitions in which entries are limited in number or by other criteria. *A special committee shall be appointed by the President for the Genesee Invitational.*
- C. THE DANCE/MUSIC COMMITTEE shall make up a complete program of dances to fit into the time allotted for dancing by the Rules and Ice Committee. It shall select and make arrangements for the updating and playing of all music at Club sessions and other Club events as may be deemed necessary.
- D. THE EXHIBITIONS COMMITTEE shall have charge of all exhibitions sponsored by the Club and shall make all necessary arrangements and determine who will take part therein.
- E. THE FUND RAISING COMMITTEE shall be responsible for determining the need for, arranging for and overseeing all fund raising activities sponsored by the Club.
- F. THE HOSPITALITY COMMITTEE shall have responsibility for welcoming new members to the Club and *arranging refreshments for test sessions and other club functions.*
- G. THE JUNIOR ACTIVITIES COMMITTEE shall have responsibility for supervision and conduct of the Junior Program at all Junior sessions of the Club. It shall recommend to the Board of Governors the program of activities for the Junior members. *It may recommend* rules or regulations applicable to Junior sessions of the Club including, but not limited to, conduct at the rink.
- H. THE LONG RANGE PLANNING COMMITTEE shall investigate and report on possible trends in various aspects of the Club, to include, but not limited to, Memberships, etc. It shall offer suggestions and/or solutions to keep the Club functioning and in-line with its original goals.
- I. THE MEMBERSHIP COMMITTEE shall *maintain and increase membership in the Club* accept all applications for membership to the Club, *be aware of current Club programs and inform new members about available activities.*
- J. THE GFSC NEWS COMMITTEE shall oversee the preparation and distribution of Club news in order to keep the membership abreast of current events and/or changes in all aspects of the Club. *News items shall be submitted directly to the Chair for distribution.*
- K. THE PRO RELATIONS COMMITTEE shall act as a liaison between the Club's Professional Staff and the Board of Governors, exchanging ideas, comments, problems and suggestions between the two bodies.

- L. THE PUBLICITY COMMITTEE, subject to the approval of the President and in accordance with policies determined by the Board of Governors, shall have charge of preparing and distributing information regarding the activities of the Club to all public information media, such as newspapers, radio, television, etc.

The Publicity Committee shall also have charge of publicizing activities to Club members, including but not limited to, updating the Club display cases.

The Committee shall also publish dates and locations of upcoming area competitions.

- M. THE RULES AND ICE COMMITTEE shall make rules and arrangements for the conduct of the Club members during the regular skating sessions and shall divide the ice into sections corresponding to the requirements of the Club. These rules and regulations shall be approved or modified by the Board of Governors and the membership shall be notified in accordance with Article VI, Section 4. Pending action by the Board of Governors (Article VI, Section 5), the Rules and Ice Committee shall have the power to suspend members from use of the ice during Club sessions for repeated or grave infractions of skating rules approved by the Board.
- N. THE SAFESPORT COMMITTEE shall be composed of a SafeSport Compliance Chair and two other adult Club members. The Chair must be Vice Presidential level or greater. The Chair monitors SafeSport policies and procedures of the Club, verifies coaches compliance and, when appropriate, reports information to US Figure Skating as appropriate.
- O. THE SANCTIONS COMMITTEE shall act as the liaison between the U.S.F.S.A. and the Club in determining the need for and obtaining sanctions for Club skating events, such as ice shows, exhibitions, *competitions* etc. *Skaters requiring individual sanctions shall contact the Sanctions Chair directly.*
- P. THE SOCIAL COMMITTEE shall provide, make arrangements for and take charge of the social entertainment sponsored by the Club.
- Q. THE TESTS COMMITTEE shall have complete charge of arranging for and conducting all U.S.F.S.A. test sessions. It shall also have charge of obtaining U.S.F.S.A. judges for such test sessions and determining eligibility for taking tests. This committee also compiles all test results and related paperwork as well as submitting same to the U.S.F.S.A.

The Tests Committee is also responsible for forwarding the papers of visiting Trial Judges to monitors designated by the U.S.F.S.A.

- R. THE TROPHIES COMMITTEE shall monitor and compile yearly test and competition results to determine various pre-determined awards presented by the Club at its Annual Meeting. As necessary, the Trophies Committee also purchases, inscribes, and arranges for presentation of all awards on behalf of the Club.

Section 4. SPECIAL COMMITTEES -- consisting of a Chairman and at least two additional members may be appointed *by the President* and *approved* by the Board of Governors. The term of each Special Committee may be determined by the Board of Governors at the time of appointment. In any event, the term of each Special Committee shall expire no later than the first meeting of the Board of Governors following the annual election.

- A. THE SHOW COMMITTEE shall have charge of any Ice Show sponsored by the Club and shall be a Special Committee as defined in this Section, exception that it shall consist of a

Chairman appointed by the *President and approved by the* Board and such additional members as the Chairman shall select.

B. THE GENESEE BIENNIAL COMMITTEE shall have charge of the organization and implementation of the Genesee Biennial Invitational.

Section 5. BOARD MEETINGS -- Chairmen of Standing and Special Committees who are not already members of the Board may be requested by the President to attend designated meetings of the Board of Governors.

ARTICLE VIII -- MEMBERSHIP

Section 1. CLASSES OF MEMBERSHIP -- The membership of the Club shall consist of the following classes:

A. Single Membership - one skater, Junior or Adult

Single Home Club membership - a person who is registered and listed as a member of Genesee FSC with US Figure Skating who may represent Genesee FSC at competitions.

Secondary Club membership – a person registered and listed in the US Figure Skating directory as a member of another club and who represents that other club at competitions.

B. Single Non-skating Membership - one non-skater, Junior or Adult

Persons who skate occasionally or not at all, but are in leadership roles for the Genesee FSC or for US Figure Skating.

C. Coaching Membership

Home club coaches are registered and listed as members of Genesee FSC and with US Figure Skating.

D. Collegiate Membership

This is a four-year full membership at a reduced rate for full time students attending accredited four-year institutions fifty miles or more away from the Club's principal skating headquarters.

E. Multiple Memberships Household

For a household with two or more skaters or non-skaters.

Section 2. The Board of Governors shall have the authority to determine the appropriate classifications of any members.

Section 3. APPLICATION FOR MEMBERSHIP -- Each candidate for any class of membership must complete and sign a written application, a Waiver of Liability and the Code of Ethics and Medical Consent on forms supplied by the Club. This form will include an agreement to comply with the By-Laws of the Club. All applications must be sent to the Chairman of the Membership Committee who will present the names of the new members. Professionals teaching at the Club on a regular basis must be members of the Club, but may not vote or hold office.

Section 4. ARREARS FOR DUES -- Any member in arrears for dues or other indebtedness for one month or more 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, may be posted on the

Club bulletin board as delinquent. If the amount posted is not paid in full within one month thereafter, the name of the delinquent shall be reported to the Secretary to the Board of Governors at its next meeting. The Board of Governors may drop from the roll any name of such delinquent member. At the discretion of the Board of Governors, a member dropped from the roll for non-payment of dues or other indebtedness may, upon payment of same, be reinstated to full membership.

Section 5. ARREARS FOR DUES RESTRICTIONS -- A member whose name has been posted as being in arrears for dues or other indebtedness shall not be entitled to use the Club facilities or to vote, and he/she shall not be eligible to hold office, to take tests, or to represent the Club in competitions, shows and exhibitions, or receive consideration for Club trophies.

Section 6. RESIGNATION -- Any member not in arrears for dues, or other indebtedness, shall tender a written resignation of his/her membership to the Executive Secretary or Membership, who shall report the same to the Board of Governors at its next meeting.

Section 7. SPECIAL MEMBERS -- Special members are recommended and elected to full Club membership by the Board of Governors. Special members shall be free from initiation fees, dues and/or other assessments. He/she may represent the Club in exhibitions and participate in skating session under the same rules governing active members, except that he/she may not represent the Club in competition. He/she may be nominated/elected to the Board of Governors. Voting privileges may be granted at the sole discretion of the Board.

Section 8. FOUNDING ASSOCIATE MEMBERS -- Founders of the Club who do not hold any class of membership mentioned above shall be continued as Founding Associate members without liability for dues or skating fees, but such membership shall not entitle them to skating or voting privileges and they shall not be eligible to hold office, shall have no claim on the assets or property of the Club, or represent the Club in competitions or as officials.

Section 9. RESPONSIBILITIES FOR GUESTS -- Members shall be responsible for the conduct and indebtedness of all persons admitted to the Club's property.

ARTICLE IX -- CLUB MEETINGS

Section 1. TIME -- There shall be an annual stated Club membership meeting in the Spring of each year, at such time and place as is determined by the Board of Governors.

There shall also be two general meetings of the Club membership each year, one in the autumn and one in the spring, each at such time and place as is determined by the Board of Governors. As many members as possible of the Board of Governors shall be in attendance at the meetings. Following such meetings, there shall be a report to the membership on the actions taken by the Board on matters discussed at the general meeting.

Section 2. SPECIAL MEETINGS -- The Secretary shall call special meetings at the direction of the President, or of a majority of the Board of Governors, or upon the written request of 10% of the membership.

Section 3. QUORUM -- Twenty percent of the voting membership, but not fewer than 9 members, shall constitute a quorum for the transaction of business at Club meetings.

Section 4. VOTING -- Voting shall be limited to persons holding membership in good standing. Said persons must be eighteen years of age or older. Each home club membership shall have one vote at the Club's annual meeting. Households with Multiple Home Club Memberships shall have one vote per household.

Section 5. NOTICES -- Notices of stated and special meetings shall be emailed by the Secretary to every member at least ten days in advance thereof.

ARTICLE X -- DISCIPLINE

Section 1. METHOD OF PROCEDURE -- Any member or members having a complaint against another member for the infraction of any law 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 or complainants, and the member complained of, shall receive at least seven 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 or complainants, and to the member complained of. An appeal from the decision of the Board of Governors may be taken to the Club within seven 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 a two-thirds vote shall be necessary to reverse the decision of the Board of Governors.

ARTICLE XI -- AMENDMENTS

Section 1. These By-Laws may be amended or repealed or new By-Laws made by affirmative vote of at least two-thirds of the eligible members present at any regular or special meeting of the Club, provided that the proposed change or changes to the By-Laws have been stated in full in the call for the meeting at which action is taken.

Section 2. When an amendment or action on the By-Laws is properly before any meeting for consideration it may, before final action is taken, be changed or amended by a majority of eligible voters provided the change be germane to the subject of the amendment or action.