

BYLAWS
OF
MUSKEGON LAKESHORE FIGURE SKATING CLUB
Adopted August 29, 2003

CONTENTS

- I. NAME AND CORPORATION**
- II. PURPOSE**
- III. OFFICERS**
- IV. BOARD OF DIRECTORS**
- V. POWERS & DUTIES OF BOARD OF DIRECTORS**
- VI. MEMBERSHIP**
- VII. PRIVILEGES & RESPONSIBILITY OF MEMBERSHIP**
- VIII. MEMBERSHIP MEETINGS**
- IX. DISCIPLINE**
- X. FEES, DUES & ASSESSMENTS**
- XI. AMENDMENTS TO BYLAWS**
- XII. MISCELLANEOUS**
- XIII. COMPLETE BYLAWS**

**ARTICLE I
NAME AND CORPORATION**

- 1.1 Name. The corporation shall be known as MUSKEGON LAKESHORE FIGURE SKATING CLUB (the Club).
- 1.2 Incorporation. The Club was incorporated as a non-profit corporation in the State of Michigan on July 27, 1998.
- 1.3 Home Ice. The Club's home ice shall be the Lakeshore Sports Centre, 4470 Airline Rd., Muskegon, MI 49444.
- 1.4 Fiscal Year. The Club's fiscal year shall end on June 30 of each year.
- 1.5 Non-Profit Status. The Internal Revenue Service has determined that MLFSC is exempt from Federal income tax as a non-profit organization under Section 501 (c) 3 of the IRS code. Donors may deduct contributions to MLFSC as provided in Section 170 of the Code. Bequests, legacies, devises, transfers or gifts are deductible for Federal estate and gift tax purposes if they meet the applicable provisions of Sections 2055, 2106, and 2522 of the IRS code,

**ARTICLE II
PURPOSE**

- 2.1 Purposes. MLFSC is a non-profit organization existing solely for the benefit of its members. The purposes of the Club are:
 - A. To instruct and encourage the practice and advancement of Members in all disciplines and styles of figure skating.
 - B. To cultivate and develop a spirit of mutual respect and support among ice skaters, both competitive and recreational, of all ages and abilities.
 - C. To sponsor, produce or cooperate in producing amateur ice shows and competitions.
 - D. To carry out the general policies of the United State Figure Skating Association (USFSA).
 - E. To do any and all other acts that may be necessary and proper to accomplishing its stated purposes.

**ARTICLE III
OFFICERS**

- 3.1 Officers. The Officers of the Club shall be the President, Vice-President, Secretary and Treasurer. The offices of Secretary and Treasurer may be combined and held simultaneously by one person. All officers must be registered Members of the USFSA who have designated the Club as their home club. The Officers shall be called the Executive Board and will fill four positions on the Board of Directors.
- 3.2 Duties of the President. The President shall preside at all meetings of the Members and of the Board of Directors. The President shall be responsible for the supervision and management of the Club and its property in accordance with direction provided by the Board of Directors. The President shall have the authority to temporarily suspend Members in accordance with these Bylaws and the rules of the Club adopted by the Board.

The President, together with one other officer, shall sign all agreements and contracts made in the name of the Club as authorized by the Board of Directors.

- 3.3 Duties of the Vice-President. The Vice-President shall assist the President in discharging the President's duties and in the absence of the President, shall assume the duties of the President and act in his or her stead.
- 3.4 Duties of the Treasurer. The Treasurer shall have charge of funds of the Club, shall keep accurate records of all receipts and disbursements and shall present a written statement at each Board meeting. Disbursements shall be made only in accordance with budget approved by the Board of Directors, or for items specifically authorized by the Board. Funds shall be deposited in the name of the Club in a bank approved by the Board of Directors. Disbursements of less than \$100.00 shall be approved by two board members. Disbursements of \$100.00 or more shall be voted on at a regular or special meeting of the Board. All disbursements by check shall be signed by the Treasurer.

The Board of Directors shall have the power whenever they deem it necessary to appoint an acting treasurer.

- 3.5 Duties of the Secretary. The Secretary shall keep minutes of the Membership and Board of Director Meetings; shall prepare or oversee preparation of club documents and correspondence; shall prepare and issue notices of Membership and board meetings; and shall insure that all such documents are properly filed in the Club's files or minute books.
- 3.6 Term of Office. Officers shall be elected for two-year terms. The number of officers elected shall correspond to the number of officers whose term has expires.

The President and Secretary shall be elected in the even year. The Vice President and Treasurer shall be elected in the odd year.

**ARTICLE IV
BOARD OF DIRECTORS**

- 4.1 Number of Directors: The Board of Directors shall be composed of no less than five (5) and no more than ten (10) members, one of which will be a Professional Member of the Club. Four members shall be the President, Vice President, Secretary and Treasurer. The Basic Skills Director, who is appointed by the board, shall be a member of the board. Lakeshore Sports Center may appoint one member of its professional staff to the Board.
- 4.2 Qualifications: Directors must be at least twenty-one (21) years of age and members in good standing of the Club who has designated the Club as their home club in accordance with the rules of the USFSA. The only members of the board who are not elected are the Basic Skills Director, who is appointed by the Board of Directors and the Lakeshore Sports Center representative, who is appointed by the rink.
- 4.3 Nominating Committee. The nominating committee shall be appointed by the President at least sixty (60) days before the May meeting. The nominating committee shall:
- 4.3.1 Inform membership that candidates are being sought for vacancies on the Board of Directors
 - 4.3.2 Insure there are at least two nominees for each vacancy (if possible)
 - 4.3.3 Distribute the names of candidates and any qualifications to membership one month prior to the election at the spring meeting
 - 4.3.4 Run the election, report results to membership, relinquish custody of the ballots and final complete election results to the Secretary to be retained until the next election
- 4.4 Elections. Directors shall be elected by the Members at the May membership meeting, all members in good standing and eighteen (18) years of age and older may vote. Directors shall take office on July 1st. Directors shall be selected from the slate of candidates prepared by the nominating committee or duly nominated from the floor.
- 4.4.1 Nominations from the floor are always in order
 - 4.4.2 Election shall be by ballot and the candidates receiving the highest number of votes shall serve two years, taking office at the beginning of the fiscal year.
 - 4.4.3 Unexpired terms of Directors shall be filled by appointment until the next regular election. The unexpired term of a Professional member of the board who is unable to complete his/her term shall be filled by the Professional membership of the Club.
 - 4.4.4 If a Director misses three consecutive meetings without an adequate excuse, the director may have his/her term declared expired by the Board of Directors and the remainder of the term filled per above.
- 4.5 Term of Office. Directors shall serve for a term of two (2) years. The terms of Directors shall be staggered so that no more than 50% leave office in any year. If a Director slot is vacated before completion of the Director's term, the Board shall appoint a replacement Director from among the membership to serve the remainder of the non-expired term.

**ARTICLE V
POWERS AND DUTIES OF THE BOARD OF DIRECTORS**

5.1 Meetings.

- (A) Regular Meetings of the Board of Directors shall be held monthly during the skating season, and no less than nine (9) times annually.
- (B) A special meeting of the Board may be called by at least 51% of the Board, by providing notice of the meeting to all of the directors, which notice shall include every purpose for which the meeting has been called.
- (C) Executive Board work sessions shall be called by the President and held periodically.

5.2 Quorum: Voting. Two-thirds (2/3) of the Directors shall constitute a quorum for the transaction of business. Unless these Bylaws, the Articles of Incorporation, or state law require otherwise, the Board may take any action upon the affirmative vote of a majority of the Directors present at a meeting where a quorum has been established.

5.3 Consent. Any action required to be taken at a Board Meeting may be taken without a meeting, without prior notice, and without a vote if written consents setting forth the action are signed by all of the Directors either before or after the action is taken.

5.4 Authority. The Board shall have complete authority for the management of affairs and finances of the club and shall have general control of all its property. The Board shall establish and enforce rules for the Club.

5.5 Audits. The Board shall cause the book and records of the Club to be reviewed annually and audited at least every three (3) years by an independent auditor selected by the Board.

5.6 Indebtedness. Any other provision of these Bylaws notwithstanding the Club shall not take on any indebtedness without the affirmative vote of at least 2/3 of all of the members of the Board.

5.7 Membership Criteria. The Board shall develop requirements for memberships in the Club.

5.8 Club Rules. The Board shall develop and maintain Rules for the Club. An up to date version of the Club Rules shall be posted on the Club's bulletin board.

5.9 Suspend or Expel. The Board shall have the power to suspend or expel any Member (as defined in section 6.5) for violation of the Bylaws or Club rules, or for conduct with they shall deem improper, but no Member shall be expelled or suspended for longer than 30 days without being offered the right to a hearing.

- 5.10 Standing and Special Committees. The Board may create Standing and Special Committees as and when it deems necessary, and may appoint any person who is a Member of the Club to serve on such committees. A member of the Board of Directors shall be appointed to serve as facilitator for each Standing or Special Committee. A Committee shall exist with one or more MLFSC members.
- 5.11 USFSA Delegate. The Board may elect a delegate or delegates to the USFSA. The club Secretary shall inform the USFSA's Secretary in writing, of the name and address of the delegate(s) elected. The delegate(s) shall be the sole representative (s) of the Club to the USFSA and shall attend the USFSA's meeting, either in person or by proxy. The board may pay the travel expenses of the delegate(s) to the USFSA's meeting.
- 5.12 Budget. The Board shall prepare and submit to the Members a budget of anticipated income and expenses for the coming year.
- 5.13 Indemnification. The Club shall, to the fullest extent permitted by the provisions of applicable Michigan law, as the same may be amended and supplemented, indemnify any person serving as a Director or Officer of the Club against any liability arising out of the person's activities or position as a Director or Officer.
- 5.14 Compensation. Directors shall not be compensated for their service as Directors or Officers but may be reimbursed, after approval by the Board, for reasonable expenses incurred for the Club.

ARTICLE VI
MEMBERSHIP

- 6.1 Qualification for Membership. Membership in MLFSC shall be open to all persons interested in furthering the interest of the Club. No person shall be denied membership on the basis of religion, race, color, national origin, sex, disability, age, marital status, height, weight, and familial status.
- 6.2 Application for Membership. Applications for membership in MLFSC shall include personal information as requested on the application form and shall be sent to the Membership Chairperson. A written agreement to comply with the rules and regulations of MLFSC and the USFSA must be signed by the applicant or the parent or guardian if the applicant is under 18 years of age. Applicant must also state his/her status (amateur or professional) as defined by the USFSA. Applications for membership may be accepted by the Membership Chairperson or can be referred to the Board of Directors, if in the opinion of the Membership Chairperson, there is a question of the applicant's desire or ability to further the interests of MLFSC. In this case, a majority vote of the Board of Directors shall accept or reject the candidate's application. A rejected candidate will be notified in writing within 15 days of the membership meeting and all dues shall be returned to applicant. A rejected candidate shall have the right to reapply for membership no earlier than six (6) months after the initial rejection.
- 6.3 Limits on Membership. With the approval of the Board of Directors, the Membership Committee may place a limit on the number of members or of any class of members.
- 6.4 Geographical Scope. Membership shall be generally restricted to a 30-mile radius from Muskegon County. Any application from outside this radius must be considered on its own merits by the Board of Directors.
- 6.5 Classes of Membership:
- (A) Senior Members. Senior Members shall be eighteen(18) years of age or older and shall enjoy all privileges of the Club, in addition to the privileges authorized in the USFSA Constitution including the right to vote as members of the Club.
 - (B) Junior Members. Junior Members shall be under eighteen (18) years of age and shall enjoy all privileges of the Club except that Junior members shall be represented by their parent or guardian in any vote of the membership.
 - (C) Associate Members. Associate membership shall be available to persons living outside of the Club's Geographic scope, or persons who have designated another USFSA club as their home Club, but who wish to participate in the activities and support the interests of MLFSC. Associate Members shall have all privileges of the Club except voting

or holding office.

- (D) Honorary Members. Honorary Members may be elected at any meeting of the Members after recommendation by the Board of Directors. 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 Directors. He/she shall not represent the Club in competitions.
- (E) Professional Members. Professional Members may serve on the Board of Directors and may vote in Club elections as permitted by USFSA rules. No more than one Professional Member may be on the Board of Directors in any given year.
- (F) Senior Non-Skating Members. Senior non-skating members shall be eighteen years of age or over and shall enjoy all privileges of the club except skating. In addition to the privileges authorized by USFSA Constitution, they shall have the right to vote and hold office.

- 6.6 Arrears for Dues. Any Member in arrears for dues, or other indebtedness, shall be notified by mail by the Secretary, Contract Chair, or Treasurer or the arrears or indebtedness at the Member's last known address. If the amount due is not paid in full within one month of the notice, the delinquent Member shall be reported to the Board of Directors. The Board of Directors may drop from membership any such delinquent Member. A Member dropped from membership for non-payment of dues or other indebtedness may, upon payment of same and at the discretion of the Board of Directors, be reinstated to full membership. 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.
- 6.7 Resignation. Any Member not in arrears for dues or other indebtedness may tender a written resignation of his/her membership to the Secretary, who shall report the resignation to the Board of Directors and shall record the resignation in the Club's records and shall also inform the USFSA.
- 6.8 Responsibilities for Guests. Members shall be responsible for the conduct and indebtedness of all persons admitted to the Club's property at their request.
- 6.9 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 Directors. This rule is from the USFSA Constitution and all rules therein apply. Noncompliance with said USFSA rules could result in loss of amateur status for the skater.

**ARTICLE VII
PRIVILEGES & RESPONSIBILITES OF MEMBERS**

- 7.1 All members of MLFSC shall be responsible for.
- (A) Prompt payment of all dues and fees as specified by the Board of Directors.
 - (B) Compliance with the Bylaws and Rules of the Club. Failure to do so may result in suspension or expulsion of the member.
 - (C) To inform the Membership Chairperson of any change in name, address, and telephone number. Failure to do so shall be deemed a waiver of any notice provided for in the Rules of the Club or Bylaws.
 - (D) No Member of MLFSC shall make entry in the name of the club in any competition or exhibition or show without the written approval of any officer of the Board of Directors. Proof of membership in good standing shall be required before such approval will be given.
 - (E) Notifying Test Chair of any change in test status.

**ARTICLE VIII
MEMBERSHIP MEETINGS**

- 8.1 Regular Meetings. There shall be two regular membership meetings each year: A membership meeting shall be held in the fall of each year and in the spring of each year.
- 8.2 Special Meetings. Special meetings of the Members may be called by the President, or by at least 20% of the voting Members of the Club.
- 8.3 Quorum; Voting. Twenty percent (20%) of the active Members of the Club shall constitute a quorum for the transaction of business. Unless otherwise required by these Bylaws, the Articles of Incorporation or state law. The Members may take any action upon the affirmative vote of a majority of the Members present at a meeting where a quorum has been established.
- 8.4 Proxy Voting. At any meeting of the Members, every Member entitled to vote may vote, and may establish presence at a meeting for the purpose of establishing a quorum, by filing a properly executed proxy with the Secretary prior to the meeting.
- 8.5 Notices. Notices of all membership meetings shall be mailed to every Member by the Secretary at least ten (10) days in advance of the meeting, and/or shall be posted by the Secretary at least thirty (30) days prior to the meeting on the Club bulletin board.
- 8.6 Special Meeting Limitation. No business shall be transacted at a special meeting that was not specifically stated as an agenda item in the written notice of the special meeting.

**ARTICLE IX
DISCIPLINE**

- 9.1 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, or for conduct injurious to the welfare of the Club, may report the same in writing to the Board of Directors. Such complaint shall set forth the facts upon which the complaint is based, together with the names of witnesses, if any. After receiving a complaint, the Board of Directors shall investigate, and shall call a Special Meeting to hear testimony by interested Members. The complainant(s) and the Member complained of shall receive at least ten (10) days notice of such meeting and may be heard with their witnesses. The statements and evidence shall be reduced to writing and filed with Secretary, and he/she shall mail copies to the complainant(s), and to the Member against whom the complaint was filed. The Board of Directors, after considering all of the evidence may craft an appropriate penalty for wrongful conduct, including without limitation, monetary penalty, suspension or removal from the Club. The decision of the Board of Directors shall be final.
- 9.2 Procedure for Suspension or Expulsion of Members. The Board of Directors shall have the right to suspend the membership of any member who:
- (A) Is in arrears for fees or who is otherwise indebted to MLFSC for a period of more than 30 days.
 - (B) Behavior on Club ice or representing the Club at any competition does not abide by the Rules of the Club and/or the Bylaws and/or the Rules of the USFSA, and/or the spirit of mutual respect and support among ice skaters as stated in Article II, 2.1 (B).

In such a case the Member shall be notified by the Secretary by mail at the Member's last know address of the full nature of the complaint and/or the indebtedness and the pending suspension. Suspension of the said Member shall be automatic if there is no appeal to the Board of Directors by the Member in question within 30 days of said notification; and shall take place by a majority vote of the Board of Directors if no alternative satisfactory solution is offered within the time frame.

- 9.3 Suspended Members.
- (A) Shall not have the right to participate in Club activities or elections until fully reinstated by the Board of Directors, and further, it shall be the responsibility of the Suspended Member to propose a satisfactory solution to the indebtedness or other problem to the Board of Directors.
 - (B) A suspended Member shall be expelled from the Club and his/her name dropped from the membership rolls if no satisfactory resolution to the problem or a plan for repayment of the

indebtedness has been approved by the Board of Directors within ninety (90) days of the suspension.

- (C) No currently suspended Member may renew his/her Membership in the Club without the approval of the Board of Directors.
- (D) The USFSA shall be notified of all suspensions and/or expulsions.

**ARTICLE X
FEES, DUES, AND ASSESSMENTS**

- 10.1 Fees, Dues, and Assessments. The Board of Directors shall establish a schedule of fees, dues and assessments annually. Members must remain current in payment of these fees, dues and assessments in order to maintain good standing as Members of the Club.

**ARTICLE XI
AMENDMENT TO THE BYLAWS**

- 11.1 Bylaws. The Board of Directors of MLFSC shall have full power and authority to draw up, make additions to, change or amend the Bylaws and such other Rules and Regulations as the Board of Directors may deem necessary, except as restricted by law or by the Articles of Incorporation. Amendments to the Bylaws require an affirmative vote of at least 85% of current Board Members, provided that a fourteen (14) day notice has been given to the Board of Directors and that the proposed changes have been made known to the general membership.

**ARTICLE XII
MISCELLANEOUS**

- 12.1 Notices. Any notice required or permitted to be given by an Officer, Director or Member shall be deemed given if in writing and delivered by hand, deposited in first class mail, postage prepaid or sent by facsimile, to the last known address of the person receiving the notice.
- 12.2 Insurance. The Club may maintain insurance at its expense for the purpose of indemnifying any Officer, Director or agent as provided in these Bylaws.

**ARTICLE XIII
COMPLETE BYLAWS**

13.1 The foregoing Bylaws constitute the complete Bylaws of Muskegon Lakeshore Figure Skating Club as of the date of their adoption and any Bylaws heretofore in existence are hereby revoked.

APPROVED AND ADOPTED THIS DAY OF AUGUST 29, 2003.

History of the Bylaws of Muskegon Lakeshore Figure Skating Club.

Adopted on July 27, 1998.

Amended and Restated on August 29, 2003