



BYLAWS

Capital City Figure Skating Club, Inc.

Revised November, 2015

**Capital City
Figure Skating Club**

Serving Sacramento Area Figure Skaters since 1941
Member Club of U.S. Figure Skating

ARTICLE I

NAME AND INCORPORATION

Section 1. Name. The organization shall be known as "Capital City Figure Skating Club, Inc.", hereinafter referred to as "Club".

Section 2. Incorporation. The Club is incorporated under the laws of the State of California.

ARTICLE II

NATURE AND CHARACTER

Capital City Figure Skating Club, Inc. shall be and remain solely an amateur and non-profit social and athletic organization.

ARTICLE III

PURPOSE

The purposes of the Club are: to encourage instruction, practice and advancement through testing 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 ("U.S. Figure Skating").

ARTICLE IV

PROGRAM

The Club shall adhere to its purpose by means of affiliation and registration of its members with U.S. Figure Skating. To achieve its purpose in the Sacramento Area, the Club has adopted the following program:

1. To arrange ice time for Club Members.
2. To schedule free skate, moves, and dance test sessions, and to arrange for test judges.
3. To sponsor appropriate events to promote figure skating, including competitions, ice skating shows and Club social gatherings.

ARTICLE V

MEMBERSHIP

Section 1. Members. The Club shall have members who are interested in the objects and purposes of the Club and who are registered with U.S. Figure Skating, with voting rights and any other legal rights or privileges in connection with the governance of the Club, in accordance with such provisions and criteria pertaining to qualifications, classification, privileges, application and acceptance of members established from time-to-time by the Board of Directors. Members of the Club shall be required to abide by, and to conduct themselves in a manner consistent with, the Bylaws, Official Rules, policies, procedures, code of conduct, and code of ethics and principles of ethical behavior of U.S. Figure Skating. No member under the age of 18 at the beginning of the Membership Year shall be entitled to vote.

Section 2. Application for Membership. Any person seeking membership must file an application for such with the Membership Chairperson of the Club's Board of Directors. Upon approval of the application by the Board of Directors and payment of dues, the applicant shall become a Club member in the Class for which he/she is qualified (see Section 4 for Class definitions.)

Section 3. Membership Year. The Membership Year shall begin on July 1 and end on June 30.

Section 4. Classes.

- A. Regular Membership: Any eligible person as defined by U.S. Figure Skating and is 18 years of age or more at the beginning of the Membership Year. Regular members have all privileges of Club membership, including but not limited to, voting in Club elections and holding office on the Club's Board of Directors.
- B. Introductory: Introductory members are equivalent to Regular members in all aspects. This class is only available to persons who are eligible for the U.S Figure Skating introductory membership as defined by U.S Figure Skating. Introductory members may pay reduced membership dues at the sole discretion of the Board of Directors.
- C. Junior: Any eligible person as defined by U.S. Figure Skating and is less than 18 years of age at the beginning of the Membership Year. A Junior Member is not entitled to vote in club elections.
- D. Collegiate: Any eligible person as defined by U.S. Figure Skating and is college aged. This is a four-year full membership, and all skating privileges apply for the four-year duration. Each member may receive this option only once during their entire skating career.
- E. U.S Figure Skating Official: Any person who is an U.S. Figure Skating Official as defined by U.S Figure Skating. These members are eligible to vote in Club elections and may hold office on the Club's Board of Directors.
- F. Coach: Any eligible coach as defined by U.S. Figure Skating. These members are eligible to vote in Club elections and may hold office on the Club's Board of Directors, with limitations outlined in Article VI, Section 1.
- G. Associate: Any eligible person as defined by U.S. Figure Skating and is a member in good standing of another U.S Figure Skating member club. An Associate Member is not entitled to vote in Club elections and may be subject to restricted skating privileges as determined by the Board of Directors in its sole discretion.
- H. Honorary: Any eligible person as defined by U.S Figure Skating, and who has rendered distinctive service to the Club, or is an eminent figure skating personality, or otherwise warrants consideration for Honorary Membership. Only the Club's Board of Directors shall award Honorary Memberships.

- I. Restricted Membership: Any ineligible person as defined by U.S. Figure Skating. These members may hold office on the Club's Board of Directors, with limitations outlined in Article VI, Section 1.

Section 5. Dues and Fees.

- A. The Board of Directors may establish, as it shall deem necessary and appropriate, such periodic membership dues, other assessments and procedures for the manner of payment and collection thereof.
- B. Dues for each Membership Year are due and payable on July 1 and become delinquent on August 1.
- C. The Board of Directors shall set fees for Club Ice Time.
- D. All miscellaneous fees, reinstatement fees and fees for special sessions shall be set by the Board of Directors.

Section 6. Reinstatement. Any former member who by non-payment of dues or any other reason has permitted his/her membership to lapse may apply for reinstatement. The reinstatement shall become effective upon approval by the Board of Directors and payment of all required dues and reinstatement fees.

Section 7. Indebtedness. All rights of membership shall be suspended for failure to pay, on demand, any indebtedness by any Member of the Club. Rights of membership shall not be restored until the indebtedness is paid in full.

Section 8. Misconduct. The Board of Directors shall have full power to suspend or expel any Member for misconduct or acts wheresoever or whensoever committed that, in the opinion of the Board of Directors, are prejudicial to the reputation or best interests of the Club. Suspension or expulsion from membership shall be accomplished as follows:

- A. The Board of Directors shall give the Member against whom a complaint or accusation has been made a brief written statement of charges and the time and place that the Board will hear those charges. The Club Secretary shall mail by post or electronic mail the statement to the last known address of the Member at least 10 days before the scheduled hearing.
- B. The hearing shall be conducted in closed session unless the accused specifically requests a full hearing before the General Membership.
- C. At the hearing, any Member, Director, or Officer of the Club may state the charges. The accused Member shall have the right to answer the charges, to present witnesses or other evidence in defense of those charges, to question any witnesses or evidence brought forth by those making the charges, or to submit his/her resignation. Should the accused Member resign, the hearing shall be promptly terminated.
- D. The Board of Directors shall notify the accused, in writing, of its decision no later than 10 days following the hearing. The Board's decision based on a majority vote and the action to be taken (i.e. dismissal, suspension or expulsion) shall be final.

Section 9. Rights of a Member who becomes ineligible. Any Member who becomes an ineligible skater in accordance with U.S Figure Skating Eligibility Rules may no longer be eligible to serve on the Board of Directors, per Article VI Section 1 of these bylaws, and is automatically reclassified to Restricted Membership. Eligibility status shall be determined using the guidelines established in the Bylaws and/or Constitution of U.S Figure Skating.

Section 10. Meetings.

- A. Annual Meetings: A General Membership Meeting shall be held during the period of June 1 through June 30 each year. The Board of Directors shall decide the time and place for such meeting and the Club Secretary shall mail by post or electronic mail notice of such meeting to all voting Members at least 15 days prior to the meeting. The primary purpose of the Annual General Membership Meeting shall be the election of members of the Club Board of Directors to replace those whose term of office is expiring. A report of significant Club matters shall also be made including, but not limited to, Club finances.
- B. Board of Directors Meetings: The Board of Directors shall meet periodically to discuss Club matters. Those meetings shall, in general, be held monthly and shall be convened with five or more Board Members present to constitute a quorum. More frequent meetings may be called if deemed necessary by the Club President. All Board of Directors Meetings, except special meetings on misconduct matters (see Article V, Section 8), shall be open to the General Membership and the time and place of the meeting shall be posted on the Club bulletin board/website at least 7 days prior to the meeting.
- C. Special Meetings: The Board of Directors may call Special Meetings of the Membership at any time either by resolution approved by a majority of the Board Members present and constituting a quorum at a regular Board Meeting or upon petition signed by 25% of the Members entitled to vote. The Club Secretary shall mail by post or electronic mail notice of time and place of the meeting to each Member entitled to vote at least 10 days prior to such meeting.
- D. General Membership Meeting Quorum: A quorum shall consist of at least 25% of the Members eligible to vote.
- E. Minutes: A record of all meetings shall be kept by the Club Secretary or, in the Secretary's absence, by a designated Club Officer. That record, called the meeting Minutes, shall be approved by the Board of Directors and made available to any Club Member wishing to read it and shall be archived by the Club Secretary for no less than 3 years.

ARTICLE VI

BOARD OF DIRECTORS

Section 1. Qualification. The Board of Directors shall consist of seven Regular Members at least 18 years of age, duly elected by the membership of the Club following the provisions of this Article. Directors must agree to sign a nondisclosure agreement prior to serving. Directors must be (i) at least eighteen (18) years old, (ii) registered with U.S. Figure Skating and (iii) home club members of the Club in accordance with provisions of applicable rules of U.S. Figure Skating and (iv) voting members of the Club. In addition, Directors of the Club must be eligible persons, as defined in the eligibility rules of U.S. Figure Skating; provided, however, that one restricted person, one ineligible person and coaches with eligible status may serve as Directors of the Club so long as they do not collectively constitute a majority of the Board of Directors and, further provided, that eligible coaches may serve as Directors of the Club so long as collectively they do not constitute a majority of the total number of Directors of the Club (see, U.S. Figure Skating Membership Rule ER1.01 thru ER1.07 & MR6.11B, as may be amended from time-to-time). No two immediate family members may serve on the Board at the same time.

Section 2. Authority. The Board of Directors shall have the entire authority in the management of affairs and finances of the Club and shall have general control of all of its property. All rights and powers connected therein shall be vested in the Board. The Board shall make such rules as they deem proper respecting the use of the Club's property; prescribe rules for the conduct of its Members and for the admission of strangers; fix penalties for offenses against the rules; and make rules for the government of the Board and for the government of committees appointed by the Board. The Board shall appoint a Membership Chairperson, Test Chairperson, and other committee chairs as

the Board may choose to create from time to time. Directors shall not be held liable for any acts of commission or omission done in good faith.

Section 3. Term of Office. The term of office of each Director shall be 2 years. Four Directors shall be chosen in even-numbered year elections and three chosen during odd-numbered year elections. The term of each Director shall begin on July 1 following the Annual General Membership Meeting and elections.

Section 4. Interim Vacancies. Interim vacancies shall be filled by vote of a majority of the remaining members of the Board of Directors from a list of qualified and willing individuals who have been nominated by any Regular Club Member or Director. A call for nominations to fill the interim vacancy shall be posted on the Club bulletin board/website at least 10 days before the Interim Director is to be selected. Nominations shall be either verbal during the selection meeting or in writing, duly signed by the nominating Club Member and received by the Club Secretary at least 48 hours before the meeting. If a large number of nominations are received by either method outlined above, the Board of Directors shall select the five most qualified nominees by secret ballot, and the Interim Director selected from this list. A Director so chosen shall complete the term of the Director he/she replaces.

Section 5. Attendance by Board Members at Meetings. All Board Members shall make every reasonable effort to attend all meetings. Any Board Member missing more than three meetings for personal reasons within one calendar year may, by majority vote of the remaining Board Members, be dismissed and replaced by the procedure outlined in Article VI, Section 4.

Section 6. Annual Elections of Directors. The election of Club Directors to fill vacancies being created by expiring terms (see Article VI, Section 3) shall take place during the Club's Annual General Membership Meeting. The election shall be conducted as follows:

- A. A Nominating Committee shall be named by the Club President during the March Board of Directors Meeting. The committee shall consist of a Chairperson and at least two other members. It shall be the duty of the committee to:
 1. Canvas the Club's General Membership to establish a list of nominees.
 2. Verify the qualifications of all nominees in accordance with provisions set forth in Article V of the Club Bylaws and Constitution of U.S Figure Skating.
 3. Provide to the Club Secretary at least 30 days prior to the Annual General Membership Meeting a list of qualified nominees who have agreed to serve on the Board of Directors if chosen.
 4. Count the properly submitted ballots (see item B-2 below) and report to the Board of Directors and General Membership the names of nominees receiving the most votes for the Board of Directors vacancies being filled at the Annual General Membership Meeting.
- B. At least 10 days before the Annual General Membership Meeting, the Club Secretary shall mail to each Member entitled to vote a ballot showing the names of all nominees. The ballot shall be on plain, letter-sized paper. Mailed with the ballot shall be a plain envelope with the Club Logo stamped in the upper left-hand corner.
 1. Ballots shall be returned to the Secretary or person(s) designated to receive them prior to the ballot count during the Annual General Membership Meeting. Absentee ballots must be received by the Club Secretary at least one day prior to the meeting. When absentee ballots are received, the Club Secretary shall open the outer envelope and remove the enclosed sealed envelope bearing the Club Logo. The outer envelope shall be discarded without indicating on the plain envelope the identity of the voter.
 2. When received by the Club Secretary, submitted ballots shall be (a) sealed in the plain envelope with the Club Logo in the upper left-hand corner provided and (b) only one ballot per envelope. If either (a) or (b), or both, conditions are not met, the ballot shall be declared invalid and discarded without being tallied in the count.

3. When the vote tally is completed, the Nominating Committee Chairperson shall report to those attending the Annual General Membership Meeting the names of the top vote-getters in the balloting, restricting those names to the number equal to the positions being filled on the Board of Directors. All counted ballots shall then be turned over to the Club Secretary, who shall place them in a large envelope, seal it, and maintain it in appropriate Club archives until the following year's Annual General Membership Meeting and election.
- C. If at any time during the ensuing year a petition, containing signatures of 25% of the membership eligible to vote, is presented asking for a recount, the Club Secretary shall appoint a Recount Committee, consisting of the Club Secretary as Chairperson and two other members (none part of the Nominating Committee for the election being recounted) to recount the ballots.
1. At the completion of the recount, the Club Secretary shall, at the next regular Board Meeting, announce to the Board of Directors the results. If the results of the recount change the outcome of the election in question, the Club Secretary shall immediately notify the Club President and a special Board Meeting shall be called to verify the results of the recount.
 2. If the recount results are confirmed, the Board of Directors, by resolution, shall make the changes on the Board roster to seat the candidate(s) receiving the most number of votes according to the recount.

ARTICLE VII

OFFICERS

Section 1. Officers. The Officers of the Club are: President, Vice-President, Secretary and Treasurer. The Officers shall be elected by the Directors immediately following the elections each year and shall be elected for a 1-year term, from July 1 through June 30. Only duly elected members of the Board of Directors are eligible to be selected as a Club Officer.

Section 2. Duties of the President. The President of the Club shall be chief officer and shall preside at all meetings of Members and Board of Directors and carries 1 vote. The President shall be the primary signatory on all correspondence to entities outside the Club. The President shall be co-signor on all expenditures of Club monies. Also, with approval of the Board of Directors, the President shall appoint a regular Board Member to act as advisor and liaison to the Club Junior Board. The appointed Board Member shall advise the Junior Board on all matters, including but not limited to procedure, protocol and finances.

Section 3. Duties of the Vice-President. In the absence of the President, the Vice-President of the Club shall assume and perform all duties and responsibilities of the President and carries 1 vote. Unless otherwise provided for, the Vice-President shall assume the chair of all *ad hoc* committees and shall advise the President and other Board Members on matters pertaining to those committees.

Section 4. Duties of the Secretary. The Club Secretary shall issue all notices, record minutes of all meetings, and perform duties required by the Board of Directors. The Secretary shall maintain the Club documents and archives and carries 1 vote.

Section 5. Duties of the Treasurer. The Treasurer shall keep and maintain a complete and accurate account of all financial affairs and transactions of the Club, shall have custody of all Club funds, and carries 1 vote.

- A. With approval of the Board of Directors, the Treasurer shall select a depository for all monies and shall pay all proper bills and debts of the Club. The Treasurer shall be co-signor of all checks or drafts issued expending Club funds.

- B. The Treasurer shall provide a monthly accounting of finances at each Board of Directors Meeting and shall, within 30 days of the conclusion of the fiscal year (December 31), provide a full annual financial statement to the Board of Directors.
- C. The Treasurer, with approval of the Board of Directors, may select any Regular Club Member to act as a designated treasurer for special Club activities such as carnivals, shows, competitions, etc. where Club funds will be expended and revenues realized. Notwithstanding such designation, the ultimate responsibility for accounting rests with the Treasurer to provide to the Board of Directors an accurate accounting of funds, including both expenditures and revenues.
- D. Adhering to the schedules and requirements of U.S Figure Skating, the Treasurer shall provide U.S Figure Skating a full accounting of profits from revenue-producing special activities, as well as submission of appropriate fees.

ARTICLE VIII

COMMITTEES

The Board of Directors may establish any committees deemed necessary to perform special functions not normally assigned to the Board or other designated Club Members. Upon the committee's formation, the Board of Directors shall specify its purpose, term and scope of powers granted in accomplishing its goals.

ARTICLE IX

INSTRUCTORS

The Board of Directors has the power to contract with skating instructors to conduct learn-to-skate schools or other special activities of the Club. All instructors permitted to teach during Club sessions are subject to the Bylaws and rules of the Club and U.S Figure Skating, and shall agree to hold the club harmless for any accidents or injuries. Club Members have the right to arrange for private instruction from any professional instructor who is permitted to teach on Club sessions provided the Club is not held responsible or liable in any form for such arrangements.

ARTICLE X

GUESTS

The Board of Directors may invite guests to skate during Club sessions. The Board may also grant session or event/activity chairperson discretionary power to invite guests to sessions or special events/activities. Club Members may also invite guests but must obtain permission from the Board of Directors or appropriate chairperson before the guest is allowed to skate during a Club session or special event/activity. Guests at any Club session or special activity shall abide by the Club Bylaws and Bylaws and Constitution of U.S Figure Skating.

ARTICLE XI

ASSUMPTION OF RISK

- A. Club Members attending any Club session or using any Club or rink facility, or exercising any right or privilege incident to membership in the Club shall do so at their own risk and hazard. All persons applying for and accepting membership in the Club shall agree to hold the Club, its Officers, Directors and Members harmless and to indemnify same for any liability, injury, loss or harm whatsoever.
- B. Parents and guardians of all minor Club Members, by acceptance of Club membership for the minor assume all risks and hazards incident to such membership and shall agree to hold the Club, its Officers, Directors and Members harmless and to indemnify same for any liability, injury, loss or harm whatsoever.
- C. Bona fide guests at Club sessions or special event/activities, by accepting to skate, assume all risks and hazards incident to that acceptance and shall agree to hold the Club, its Officers, Directors and Members harmless and to indemnify same for any liability, injury, loss or harm whatsoever.

ARTICLE XII

PROPERTY

Legal title for all property and assets of the club is vested in the Members of the Club in good standing. All such property and assets shall be in the custody and control of the Board of Directors and no single member shall have any individual right therein.

ARTICLE XIII

AMENDMENTS/REVISIONS OF BYLAWS

These Bylaws or any part thereof may be modified or repealed by consent of 2/3 of the Members entitled to and voting during the Annual General Membership Meeting or a special meeting convened for such purpose, provided a thirty (30) day notice of the proposed amendments(s) has been mailed by post or electronic mail to all voting Members. Proxies may be used for voting purposes.

November 10, 2015