



CONSTITUTION AND BY-LAWS

Article I

Name

The name of this organization shall be the “Skating Club of Southern Connecticut (hereinafter, “the Club”), subject to the *pro-forma* approval of the USFSA Membership Committee.

Article II

Fiscal Year

The Fiscal Year of the Club shall begin on July first of each year and end on June thirtieth of the following year.

Article III

Membership

Section 1 Classification: There shall be six types of Membership in the Club.

- A) Junior
- B) Senior
- C) Family
- D) Associate
- E) Restricted
- F) Honorary

Section 2 – Junior: The Junior membership shall consist of skaters under the age of 18 years as of July first at the beginning of the skating season. The Junior membership will include one parent/guardian membership. The Junior membership parent/guardian is entitled to one (1) vote.

Section 3 – Senior: The Senior membership shall consist of skaters 18 years of age and over. Each Senior member is entitled to one (1) vote.

Section 4 – Family: The Family membership shall consist of one or two parents and their children. A Family membership is entitled to one (1) vote.

Section 5 – Associate: The Associate member shall consist of skaters, regardless of age, who have not declared the Club as their Home Club. Associate members do not have a vote.

Section 6 – Restricted: The Restricted membership shall consist of non-skaters, regardless of age, who have declared the Club as their Home Club, and who live more than 150 miles from Fairfield County, Connecticut. Restricted members do not have a vote.

Section 7 – Honorary Members: Honorary memberships are conferred at the discretion of the Board of Directors. Honorary members are exempt from dues and have a vote. Honorary members have full skating privileges.

Article IV

Board of Directors

Section 1 Powers and Duties: The Board of Directors shall have full power to act on behalf of the Club in any and all matters it may deem necessary.

Section 2- Composition: The board of Directors shall consist of nine (9) members, none of which shall be married or known as a “significant other”, on any coinciding term. Each member is entitled to one vote with the exception of the President who has a vote only in the event of a tie. The Board of Directors may also include “Technical Advisor(s)” who shall be appointed by, and shall serve at the discretions of the President. The Technical Advisor(s) shall have full Board privileges and responsibilities, but shall have no vote.

Section 3 – Requirements for Election to the Board of Directors: Membership in the Club for one (1) year shall be a prerequisite for the election to the Board.

Section 4 – Term of Office: Each Director shall hold office for three (3) years, unless they have been appointed for a shorter period to fill the balance of another director’s term.

Section 5 – Vacancies: All vacancies on the Board of Directors shall be filled without undue delay by the Board.

Section 6 – Election of Directors: Three (3) Directors shall be elected at each annual meeting of the Club to replace the Directors whose terms are scheduled to expire. They shall be selected from 1) the slate of candidates nominated by the Nominating Committee or 2) a complete slate of candidates which has been nominated by at least five (5) voting members in good standing and submitted to the Nominating Committee Chairman for certification three (3) weeks before the annual meeting and for posting by the Nominating Committee two (2) weeks before the annual meeting.

Section 7 – Removal of Directors: Any Director may be removed by the Board of Directors for cause, after charges and a hearing thereon, by a two-thirds vote of the entire board. Any Director who has failed to attend three (3) consecutive board meetings will be

automatically removed from the Board of Directors unless the Board finds that there is good cause for the Director to remain on the Board.

Article V

Officers

Section 1 – Titles: The Officers of the Club shall consist of a President, one or more Vice Presidents, a Corresponding Secretary, a Recording Secretary, and a Treasurer.

Section 2 – Requirements for Election as an Officer: Membership on the Board of Directors for at least one (1) year shall be a prerequisite for election as an Officer. If there exists an insufficient number of Board members qualified for election as Officers, then and only then, would all voting members of the Board become eligible for nomination and election as Officers.

Section 3 – Executive Committee and Election of Officers: The Executive Committee shall consist of the Officers of the Club. The Officers shall be nominated and elected by the Board of Directors, from among their number, immediately after the election of the Board.

Section 4 – Removal of Officers: Any Officer may be removed by the Board of Directors for cause, after charges and a hearing thereon, by a two-thirds vote of the entire board. Any Officer who has failed to attend three (3) consecutive board meetings or Executive Committee meetings will be automatically removed from the Board of Directors unless the Board finds that there is good cause for the Director to remain on the Board.

Article VI

President

The President shall preside at all meetings of the Board of Directors, the Executive Committee, and the Annual Meeting of the Club. He or she shall generally supervise the activities of the Club and shall, with the Corresponding Secretary or the Treasurer, sign all agreements and contracts made by the Club. The President shall appoint all committee chairmen and shall also be a member ex-officio of all committees. The President shall also create any additional committees deemed necessary to the prudent operation of the Club and shall perform all of the duties incident to the office of the President.

Article VII

Vice President (s)

The Vice President(s), in their order, shall perform the duties of the President in his or her absence, inability, or refusal to act.

Article VIII

Corresponding and Recording Secretaries

The Corresponding Secretary shall keep the membership records of the Club and shall be responsible for the registration of the Club members with the USFSA. The Recording Secretary shall keep the minutes of all Board, Executive Committee, Special and Annual Meetings of the Club. In addition, each Secretary shall perform all of the duties incident to their position.

Article IX

Treasurer

The Treasurer shall have the general control and supervision of the finances of the Club, including the examination of the books, accounts, and records of all officers, committees, and persons who handle any of the financial affairs of the Club. The Treasurer shall cause to be prepared an annual itemized budget for submission at each Annual Meeting of the Club. The Treasurer shall keep full and accurate accounts of the receipts and expenditures and of the club's property, in books or ledgers belonging to the Club, and shall cause to be deposited all monies received in the name and to the credit of the Club in such depositories as the Board of Directors may designate from time to time. The Treasurer shall disburse or cause to be disbursed the funds of the Club and, with the approval of the Board of Directors shall have the authority to invest and reinvest the funds and to sell, exchange, assign and transfer securities and other investments belonging to the Club. Upon the request of the President or the Board of Directors, the Treasurer shall present to the President or the Board of Directors an account of the Club's financial position. The Treasurer shall also be responsible for routine bill paying for the Club and for making arrangements that bills will be paid in the Treasurer's absence.

Article X

Nominating Committee

Section 1 – Selection and Composition: The Nominating Committee shall consist of three (3) members. The President shall select the Chairman of the Nominating Committee, with the approval of the Board of Directors, at least 60 days prior to the Annual Meeting of the Club. The Chairman of the Nominating Committee shall select the remaining two (2) members of the Nominating Committee, with the approval of the Board of Directors, within one week of being named Chairman.

Section 2 – Limitations: Only Senior, Family and Honorary Members, at least eighteen (18) years of age, are eligible for appointment to the Nominating Committee. No one may serve more than two (2) consecutive years on the Nominating Committee.

Section 3 – Duties and Responsibilities: The names of the members of the Nominating Committee must be posted at least forty five (45) days before the Annual Meeting of the Club. The Nominating Committee shall nominate a slate of three (3) candidates for the

Office of Director and shall post this slate to the members of the Club at least four (4) weeks prior to the Club's Annual Meeting. This deadline may be extended to the next business day only when the deadline day is a Sunday or a Holiday. The Nominating Committee Chairman shall certify any complete alternative slate pursuant to Article IV, Section 6, above.

Article XI

Committees

The President shall select annually the chairman of all committees and shall be an ex-officio member of each committee. Committee Chairmen shall serve at the pleasure of the President. The Committee Chairmen may select members for their respective committees both from the Board of Directors and the general membership of the Club subject to the approval of the Board of Directors.

Subject to the approval by the Board of Directors, each committee is responsible for the formulation, publication, and enforcement of rules that govern matters relating to its jurisdiction and making appropriate rule changes as required by the Club and the Committee. At the beginning of the fall skating season, each committee shall present a written budget and general plans for the year to the Board of Directors. Each committee shall report their activities to the membership at the Annual Meeting as well as their plans for the coming year.

Article XII

Dues and Fees

Section 1 – Assessment: Dues shall be assessed on an annual basis and shall be stated on the applications for membership for each type of membership stated in Article III, Section 1. Payment schedules for Dues and Ice Fees shall be clearly stated on each application and members shall be expected to make each payment when due.

Section 2 – Delinquent Financial Obligations: Any member or prospective member of the Club who fails to make full payment of dues or other fees when due shall be considered delinquent. Such delinquency will result in the revocation of membership privileges in both the Club and the USFSA, pursuant to Article XXVII of the USFSA By-Laws.

Section 3 – Unusual Circumstances: The Treasurer and the Board of Directors will consider special payment schedules required due to unusual individual circumstances, and designed to avoid delinquency and revocation of privileges. Request for specialized schedules should be submitted to the Treasurer. Any members on a special payment schedule must meet their obligations to the satisfaction of the Board of Directors to avoid revocation of Club privileges.

Article XIII

Meetings

Section 1 – General Board Meetings: The Board of Directors shall meet monthly unless a meeting is specifically canceled by a vote of the Board or by the President. A notice of said meetings may be by telephone, mail or e-mailed to each Board member either at their home or place of business at least seven (7) days before said meeting. Notice of cancellation of meetings shall also be by telephone, mail or e-mailed on a timely basis.

Section 2 – Special Board Meetings: Special Meetings of the Board of Directors may be called by at least three (3) Directors or by the President. A notice of a Special Meeting must clearly state the purpose of the meeting and may be by telephone, mail or e-mailed to each Board member either at their home or place of business at least seven (7) days before said meeting. Notice of cancellation of meetings shall also be by telephone, mail or e-mailed in a timely manner.

Section 3 – Executive Committee Meetings: The President may call an Executive Committee Meeting at any time the President deems necessary. Notice of said meeting may be by e-mail, mail or by telephone.

Section 4 – Quorum: Five (5) Directors shall constitute a quorum of the Board of Directors. A quorum is required to conduct any Club business at either a General Board Meeting or a Special Board Meeting. A simple majority of the Executive Committee shall constitute a quorum for meetings of the Executive Committee.

Section 5 – Order of Business: The order of business for all meetings shall be as follows:

- 1) Roll Call
- 2) Reading of the Minutes
- 3) Reports of Officers and Committees
- 4) Old Business
- 5) New Business
- 6) Adjournment

Section 6 – Roberts Rules: All Club meetings shall be conducted under the Roberts Rules of Order.

Article XIV

Annual Meeting

Section 1 – Notice of the Annual Meeting: The Annual Meeting of the Club shall be held in the spring of each year, at the time and place designated by the Board of Directors. Written notice of the Annual Meeting shall be given to all members of the Club at their addresses as they appear on the Club's membership roster. Said notices shall be mailed at least three (3) weeks prior to the date of the Annual Meeting.

Section 2 – Proxies: Any member entitled to vote may be represented at any meeting of the Club by a written proxy subject to Section 3 below. The written proxy must be given to another member, in good standing, who is also qualified to vote. The President's decision with regard to the validity of all proxies is final and binding.

Section 3 – Quorum: Fifteen percent (15%) of the voting membership in good standing of the Club, who are present in person or by proxy, shall constitute a quorum at any Annual Meeting of the Club. Proxies may not constitute more than fifty percent (50%) of the quorum and no individual may hold more than two proxies.

Section 4 – Order of Business: The order of business for all Annual meetings shall be as follows:

- 1) Roll Call
- 2) Reading of the Minutes
- 3) Reports of Officers and Committees
- 4) Old Business
- 5) New Business
- 6) Adjournment

Section 5 – Roberts Rules: All Club meetings shall be conducted under the Roberts Rules of Order.

Article XV

Amendments

Section 1: The Constitution and By-Laws of the Club may be amended only by a vote of the general membership of the Club at the Annual Meeting. Any amendment to be voted on shall be sent in writing to the voting membership at least thirty (30) days prior to the Annual Meeting and two-thirds vote of the membership, either in person or by proxy, is required to approve the proposed amendment. Amendment proposals may be made by the Board of Directors or by members of the Club. Proposals by the members must be submitted in writing to the Board for their review and approval prior to publication and submission to the voting membership for a vote.

Section 2: The Constitution and By-Laws of the Club shall be reviewed every three (3) years by the Board of Directors prior to the Annual Meeting. Any amendment proposals will follow the procedures in Article XV Section 1.

Article XVI

Dissolution and Disposition of Assets

Upon the dissolution of the Club, no members, Officers, Directors or any person having personal or private interest in the activities of the Club shall receive any profit or share in

any of the property of the Club. All of the properties, assets, income or surplus of the Club shall be given to an organization which has as its objective the education and/or training of figure skaters and is either exempt from Federal Income Tax under the Internal Revenue Code or possesses an identical IRS tax exempt status. The selection of such organization is to be made by the Board of Directors of the Club, in their sole discretion.

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