

The Gardens Figure Skating Club of Maryland, Inc.

By-Laws

ARTICLE I NAME AND LOCATION, DESCRIPTION, PURPOSE, AFFILIATION

SECTION 1. Name and Location.

The Club shall be known as the Gardens Figure Skating Club of Maryland, Inc. Its principal skating headquarters is the Garden's Ice House and its mailing address is:

Gardens Figure Skating Club
P.O. Box 206
Burtonsville, MD. 20866

SECTION 2. Description.

The Gardens Figure Skating Club (hereafter referred to as GFSC) shall be an independent tax-exempt organization. GFSC shall abide by these By-Laws and by the rules of US Figure Skating.

SECTION 3. Purpose.

The purposes and goals of GFSC are promoting the sport of figure skating by encouraging practice, performance, competition, and testing. To this end, GFSC makes available ice time, organizes test sessions, competitions, seminars, classes, exhibitions, performances, and social functions for figure skaters. GFSC may, at the Directors' discretion, give grants to eligible skaters participating in sectional, regional, national and international competitions. The philosophy of GFSC is that experience gained through competition and testing provides the skater the opportunity to measure progress toward their personal goals and fosters sportsmanship. GFSC is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

SECTION 4. Affiliation.

GFSC shall be a member of the Capital Regional Council (CRC) of regional figure skating clubs

in the Northeast corridor and the A.

ARTICLE II MEMBERSHIP

SECTION 1. Classes of Membership.

GFSC shall have two classes of membership which shall be known as "Home Club" and "Associate". Home Club members shall be voting members and Associate members shall be non-voting members. To be a member "in good standing" shall mean that all dues and other amounts due to the GFSC have been paid when due and that the member adheres to the Code of Conduct.

A. HOME CLUB MEMBERS.

(i) **DEFINITION OF HOME CLUB MEMBER:** The following individuals shall be home club members of the GFSC, adult club members, student club members, and Professional Figure Skating coaches who designate the GFSC as their home club with U.S. Figure Skating.

(ii) PRIVILEGES OF HOME CLUB MEMBERS

(a) Only home club members who are at least 18 years old and in good standing shall be entitled to vote at membership or special meetings of the Club. If a home club member is less than 18 years old at the time voting takes place, a parent or guardian of said member shall be entitled to vote in place of said member. However, no individual shall be able to cast more than one vote. Only home club members may hold an elected office on the GFSC board of Directors.

(b) Home club members shall have priority over associate members for testing and for ice time.

(iii) DUTIES OF HOME CLUB MEMBERS

(a) Home club members shall actively participate in GFSC activities and work for the improvement and general welfare of the GFSC.

(b) Members shall participate in fund raising activities and at least one of the club's standing committees in order to maintain "good standing" status.

B. ASSOCIATE MEMBERS

(i) **DEFINITION OF AN ASSOCIATE MEMBER:** The following individuals shall be associate members of the Club: adult members, student members, and Professional Figure Skating Coaches who do not designate GFSC as their home club but who are members of US Figure Skating through another club or independently.

(ii) **PRIVILEGES OF ASSOCIATE MEMBERS:** Associate members shall be entitled to skate at club sessions and participate in club events. No additional fees will be charged to them for testing with the GFSC. They are not entitled to vote at membership meetings or to hold an elected office.

(iii) DUTIES OF ASSOCIATE MEMBERS: Associate members shall actively participate in GFSC activities and work for the improvement and general welfare of the GFSC.

SECTION 2. Membership Fees.

The Board of Directors shall establish the fee structure for registration in the Club and ice time prior to registration.

SECTION 3. Surrender of Membership.

A. DELINQUENT ACCOUNTS

(i) All registration fees and any other fees are due and payable on or before such dates as established and announced by the Board of Directors. Returned checks shall incur a \$25 fee.

(ii) All members of the Club who are in arrears shall be notified by the Treasurer. Members having been so notified will have thirty (30) days within which to make payment or make alternative arrangements with the Treasurer.

(iii) Failure to comply will result in immediate revocation of membership for skater and voting member.

B. CONDUCT NOT BEFITTING A GFSC MEMBER

(i) Any member may be suspended or expelled from membership for acts that bring discredit upon the Club or its activities, as determined by the Board of Directors.

(ii) Upon receipt of a report that a member has become involved in such activity, the Vice-President, or another member of the Board so designated by the President, shall investigate to determine the accuracy of the charges and report the findings to the Board. The Board shall also offer the member(s) involved the opportunity to provide information in their own behalf. Upon completion of the investigation and information gathered, the Board will meet to hear the recommendation of the Vice-President or other board member and determine the course of action for the person(s) involved.

**ARTICLE III
MEMBERSHIP MEETINGS**

SECTION 1. Voting Membership Meetings.

Any voting membership meeting of the Club, including the Annual Meeting for the election of a Board of Directors for the forthcoming year, shall be held at the discretion of the Board. Notice of the date, time and place shall be prominently posted not less than fourteen days (14) days prior to the meeting date in GFSC's principle skating headquarters. Home club members shall be

informed in writing by US Mail or electronic mail not less than fourteen (14) days before the date of the meeting.

SECTION 2. Special Membership Meetings.

A. Special meetings of the Club may be called at any time by the President or by a majority vote of the Board of Directors. Said meeting shall be held within twenty-eight (28) days after such determination has been made.

B. A membership meeting may be requested, and the President shall call such a meeting, upon receipt of a written request signed by one-third of the Voting members. In this event, the requested meeting shall be held within twenty-eight (28) days of the date of receipt by the President of said request.

C. When a meeting is called in response to a request from the Membership, President, or the Board of Directors, the membership shall be informed in writing by U.S. Mail or electronic mail not less than fourteen (14) days prior to the meeting date. The mailing will inform the membership of the business to be acted upon. Business at said meeting shall be limited to subjects detailed in the notification of the meeting.

SECTION 3. Quorum.

The presence, in person, of members representing at least ten percent (10%) of the then eligible voting members of record, in addition to a majority of the Board of Directors being present, shall be requisite for, and shall constitute a quorum for the transaction of business of all meeting of members. If the number of members at a meeting drops below the quorum and the question of a lack of quorum is raised, no business may thereafter be transacted.

SECTION 4. Voting.

Each Voting Member, as defined herein, shall be entitled to vote upon any matter brought before the Membership for resolution, except as otherwise provided in these By-laws. Any motion or matter of business shall be carried by a majority vote of those attending the meeting so long as a quorum is present. Each Voting Member shall have one vote. Votes are not divisible. No voting by proxy is allowed.

SECTION 5. Minutes.

Complete and accurate minutes shall be maintained by the Secretary, recording all GFSC business conducted at any annual or special meeting. Such minutes shall be maintained for the inspection of any GFSC member.

SECTION 6. Order of Business.

All meetings of the membership shall be conducted according to the general outline of Robert's Rules of Order. The order of business shall be, as far as applicable and practicable, as follows:

- (a) Call to order.
- (b) Reading and approval of the minutes of the last meeting.
- (c) Reading and approval of the Treasurer's report.
- (d) Committee reports.
- (e) Unfinished business.
- (f) New business.
- (g) Election of directors.
- (h) Adjournment.

**ARTICLE IV
BOARD OF DIRECTORS**

SECTION 1. Composition and Qualifications.

The Board of Directors shall consist of appointed and/or elected Home Club Members comprised of the President, Vice-President, Secretary, Treasurer, Membership chair, Test Chair, , one US Figure Skating professional instructor as the pro liaison, and at-large members as needed. None of the board members may be officers or advisors of another Figure Skating club nor have any financial association with any of GFSC's vendors. No more than two family members shall serve on the board at the same time.

SECTION 2. Terms of Office.

Each of the elected Board members shall serve a term of two years. Five Board members shall be elected each year for a term of two (2) years. In the event any Board member is not able to complete his/her term, the President, with the advice and consent of the Board, shall appoint a replacement. That person may serve for the remainder of the term of the Board member being replaced. A board member may serve for more than one term provided they are elected.

SECTION 3. ELECTIONS.

A. Board members shall be elected every two years.

B. The First Vice-President, or if not possible, another sitting board member shall be designated by the Board as successor to the President at least one year prior to the President's resignation as President.

SECTION 4. Nominations.

Nominations will be accepted up to and including the day of the annual meeting. The nominees must be home club members in good standing. The membership of the GFSC may also nominate candidates by submitting in writing to the Secretary of the GFSC the name(s) of Voting Member(s) in good standing. The Secretary shall notify the Chairman of the Nominating committee of the name(s) of nominees so submitted. Nominations may also be made from the floor at the time of the annual meeting. Prior to the conduct of elections, it shall be the

responsibility of the Vice-President to individually contact each person whose name has been submitted to determine whether or not that person is eligible, willing, and able to accept the nomination if elected.

SECTION 5. Conduct of Elections.

A. Election of Board Members will be by ballot, or by affirmation at the annual meeting by the Voting Members present and in good standing. The five nominees receiving the most votes shall be declared elected. If there is a tie for the fifth slot, a runoff shall be held for that slot.

B. Elections for specific board positions will be held at a special meeting of the Board of Directors.

SECTION 6. Removal of a Board Member.

Any board member may be removed from his/her position as a board member upon the vote of a majority of the Board of Directors present at any meeting of the GFSC called for that purpose. Written notice, in the form of registered mail, of the proposed removal of a board member must be given to said board member at least twenty-eight (28) days prior to the date of the meeting at which such removal is to be voted on, and such notice to the board member shall state the cause for the proposed removal. If a Board member misses 3 consecutive board meetings without notice they will be automatically removed.

SECTION 7. Board Meeting Quorum.

The presence of four (4) or more board members shall be required at any meeting to constitute a quorum for the transaction of business.

SECTION 8. Regular Board Meetings.

Meetings of the Board shall be held regularly each month at such time and place as may be fixed by mutual agreement among the members of the Board.

SECTION 9. Special Board Meetings.

Special meetings may be called by any Board member. If no GFSC business issues are to be discussed and the meeting is simply a planning meeting or an envelope stuffing meeting or similar, no quorum is necessary. Any Board member may bring up an issue to be discussed and voted upon by electronic mail. Any issue may be voted on this way unless 25% of the Board votes to table the decision until the next meeting. Board members will have five (5) days to respond to electronic mail votes. If there is no response after five days, that Board member is deemed to be absent and not voting.

SECTION 10. Notice of Board Meetings.

The time and place of each meeting, regular or special, will be fixed by the President, with the

advice and consent of the Board members. Notice of each meeting will be provided by the President to each member of the Board at least five (5) days in advance of the meeting. Notice may be either written or verbal.

SECTION 11. Voting.

At all meetings of the Board of Directors, each board member shall have one (1) vote, except the President who shall cast a deciding vote in the case of a tie. Decisions shall be made by a majority of the directors present. No voting by proxy will be allowed.

SECTION 12. Powers and Duties.

The Board of Directors shall have complete authority to direct the entire program and operation of the GFSC except where authority may be specifically delegated in these By-laws.

A. The Board shall have the power to raise money through solicitation of gifts or sponsors and through the collection of membership and ice fees. No Board member shall have the authority to enter into agreements or contracts or to authorize expenditure of funds without the prior approval of board.

B. The Board shall select and approve all GFSC officials.

C. The Board shall establish such positions and/or committees, which have a tenure the same as that of the Board, as it shall deem necessary to the efficient operation of the GFSC or its programs. The Board may delegate the power of appointment to the President, subject to ratification by the Board.

D. The Board shall provide for sufficient and proper insurance for all activities of the Club.

E. The Board shall present a report of the Club's financial records at the Annual Meeting.

F. The Board shall actively promote public support of the GFSC through various media and shall keep before the public interesting information about the GFSC, its members and its activities.

G. The Board shall be responsible for selecting, procuring, issuing, maintaining, and storing all GFSC equipment.

H. The Board shall be responsible for the procuring of ice time each year and preparing skating schedules.

I. The Board shall approve any use the GFSC logo and/or name.

J. The Board shall maintain financial accounting as follows:

(i) The Board and Treasurer shall maintain accounting for receipt of income and the disbursement of expenses.

(ii) If a fund raising event for a specific purpose, such as ice time, was designated in advance of the fund raising activity then the net results of this activity will be used only for that designated purpose. Otherwise, it will be available for the Board of Directors to use for any purpose for the good of the club.

(iii) If a member purchases equipment or supplies for the club, with approval of the Board, a receipt must be presented for reimbursement.

K. The Board shall be responsible for the development and annual review of the GFSC philosophy, ice etiquette, discipline and operating policies. Any modification to any of these documents must be published and distributed to the Membership.

ARTICLE V GFSC OFFICERS

SECTION 1. Composition and Succession.

A. The Officers of the GFSC shall be the President, First Vice-President, Second Vice-President, Secretary and Treasurer. The First Vice-President will succeed to the Office of President in the succeeding year of his/her term, if possible. When the First Vice-President becomes President, the Second Vice-President shall become First Vice-President, and a new Second Vice-President will be elected in accordance with these By-laws.

B. If the President becomes unable to serve or resigns, the First Vice-President shall assume the position of President. If the First Vice-President is unable to serve or resigns, the Second Vice-President assumes the duties of the First Vice-President and a new Second Vice-President will be appointed by the Board. In the event of multiple vacancies or where an officer declines to serve in a higher office, the order of succession is: First Vice-President, Second Vice-President, Secretary, Treasurer.

SECTION 2. President.

The President shall be the Chief Executive Officer of the GFSC. He/she shall:

- A. Preside at all meetings of the members and Board of Directors.
- B. Be responsible to the members and the Board of Directors.
- C. Appoint committees if that power is delegated by the Board of Directors.
- D. Cast the deciding vote in case of a tie.

E. Have the power to temporarily suspend any program member, including professionals, for conduct considered by him/her to be detrimental to the Club. Such suspensions shall remain effect until decisions have been rendered by the Board.

SECTION 3. First Vice-President.

A. In the absence of the President, the First Vice-President shall perform the duties of the President, and when so acting, shall have the powers of the President. The First Vice-President shall also be responsible for assisting the President in the administration of the Club.

B. Above responsibilities may be exercised either directly by the First Vice President or the Second Vice-President, or through Chairpersons selected for one or more of the functions.

C. Chair the Nominating Committee.

SECTION 4. Second Vice-President

A. In the absence of the First Vice-President, the Second Vice-President shall perform the duties of the First Vice-President, and when so acting, shall have the powers of the First Vice-President. The Second Vice-President shall assist the President and the First Vice-President with the administration of the Club.

SECTION 5. Secretary.

The Secretary shall:

A. Keep an accurate record of the meetings of the Board and of the general membership meetings.

B. Be responsible for distributing minutes of the Board and general membership meetings.

C. Be responsible for accurate registrations and records of members. This responsibility may be delegated to the membership chair.

D. Give notice in accordance with these By-Laws of all meetings of the Board and the membership.

E. In the absence of the President and the Vice President, the Secretary shall have the powers of the President.

SECTION 6. Treasurer.

The Treasurer shall:

A. Prepare a budget and submit it to the Board of Directors in advance of the annual meeting.

B. Oversee registrations, setting up payments of fees/dues and the collection of same.

- C. Keep accurate records of the payments of fees, dues, donations, and collections.
- D. Report the financial condition of the GFSC monthly to the Board and at all meetings of the membership
- E. Make a full financial report at the annual meeting of the membership.
- F. In the absence of the President, the Vice President, and the Secretary, the Treasurer shall have the powers of the President.

ARTICLE VI COMMITTEES

SECTION 1. Committees.

In order to perform an effective management of the GFSC, Committees will be used to extend the involvement of the membership and provide training for future Officers. Members of the board of Directors will serve as the chairmen for each Committee. The President of the GFSC shall be an ad hoc member of each Committee. Both home and associate club members may serve on committees as indicated below. The following may comprise some of the committees of the GFSC and will be staffed on an annual basis from the active membership on an as needed basis:

- A. Nominating Committee
Chair - Vice-President
Members - Chair, two additional Board members
Duties - Solicit, publicize and present a slate of Candidates for election at the Annual Membership Meeting.
- B. Finance Committee
Chair - Treasurer
Members - Chair, fund raising chair, members
Duties-Responsible for the financial management and reporting of the Club.
- C. Membership Committee
Chair - Membership Chair
Member - Chair, members
Duties - Conduct the annual registration for the GFSC both in the club and with the A.
- D. Test and Sanctions Committee
Chair - Test Chair
Members - Chair, members
Duties - Responsible for the planning, coordination, notification, record keeping and management of the Club's tests; obtaining sanctions for events.

- E. Training and Seminars Committee
Chair - Training and Seminars Chair
Members - Chair, members
Duties - Plan and arrange for continuing education and training for skaters and parents

- F. Social Committee
Chair - Social Chair
Members - Chair, members
Duties - Providing for refreshments, entertainment and facilities for club events.

- G. Fund Raising Committee
Chair - Fund Raising Chair
Members - Chair, Treasurer, members
Duties - Responsible for all fund raising activities of the Club.

- H. Communications Committee
Chair - Secretary
Members - Chair, members
Duties - Responsible for general mailings, internal newsletters, flow of information within the club, club bulletin board, keeping rink web site up to date with club information, Club Directory and coordination of Public Relations.

- I. Monitor's Committee
Chair - Any board member
Members - Chair, members
Duties - Responsible for obtaining and training monitors. Monitors shall check the ice surface before any skater enters the ice arena to be sure it is of skating quality. Monitors shall check skaters onto the ice, play program tapes, and enforce the rules and policies of the club during the club sessions.

- J. Competition Committee
Chair - Any board member, Chair will be Chair of the GFSC's annual May Day competition.
Members - Chair, members
Duties - Responsible for all activities associated with competitions run by the GFSC.

- K. Show committee
Chairs – Chairs will be Show Producers and Artistic Director
Members – Chair, members
Duties – Responsible for all activities associated with putting on the annual GFSC Spring Show.

SECTION 2. Appointing of Committees.

Committees shall be established by the Board of Directors as stated earlier. Each said committee

shall have such powers and perform such duties, consistent with these By-laws, as may be assigned to it by the Board of Directors.

ARTICLE VII PARLIAMENTARY AUTHORITY

SECTION 1. Adoption of the By-Laws.

The By-laws shall be adopted by a majority vote of the Board of Directors.

SECTION 2. Amendments.

The By-laws may be amended, altered or changed by an affirmative vote of two thirds (2/3) of the then Home members of record present at any meeting of the members duly called for such purpose in accordance with the provisions and requirements of these By-Laws.

SECTION 3. Proposal of Amendments.

A proposed amendment, alteration or change of the By-laws must be submitted in writing by a member at a regular or special meeting of the Board. The Board may indicate to the Voting membership its approval or disapproval of such amendments to be considered and voted upon at the next regular meeting of the Voting membership, or at a special meeting of the voting membership. Proper written notice of the proposed amendment, alteration or change, shall be given to the Voting membership. Such notice shall state the terms of the proposed amendments, alterations, or changes.

ARTICLE VIII DISSOLUTION OF THE GFSC

SECTION 1. Question of Dissolution.

A. Upon a majority vote of the board, the question of dissolution and transfer of all assets to another entity set up to further the purpose of the GFSC may be put to a vote of the full membership at a special meeting called for that purpose.

B. Upon an affirmative vote of a majority of the full membership present at the meeting, dissolution would take place.

SECTION 2. Dissolution of Assets.

Upon the dissolution of the corporation, and after all outstanding obligations of the GFSC are met, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX CONFLICT RESOLUTION

SECTION 1. Board Review

If a club member(s) has a complaint against another member(s) for an infraction of any bylaw or rule other than skating rules, they may file such complaint in writing to the board. Such complaint will be investigated by the president of the club and a written report will be filed with the club.

SECTION 2. US Figure Skating Review

If no resolution can be made at club level, member may file an official grievance according to US Figure Skating rules for a cost of \$125.00. Member and board must provide notification to US Figure Skating on attempt to resolve conflict.

The undersigned hereby certifies that the foregoing By-Laws were adopted by the Board of Directors of The Gardens Figure Skating Club of Maryland, Inc. on the 26th day of January 2004 at a general membership meeting.

signed Christine Tinkelman

Secretary, GFSC of MD