

# **WENATCHEE FIGURE SKATING CLUB**

## **BYLAWS** **Review July 2016**

### **I. NAME & CORPORATION**

1. Name

The organization shall be known as the Wenatchee Figure Skating Club.

2. Incorporation

The club was incorporated under the laws of the State of Washington on March 26, 1991.

### **II. PURPOSE**

The purposes of the Club are to: encourage the instruction, practice and advancement of members in figure skating; and to encourage a fraternal spirit among ice skaters.

### **III. CHARTER**

The Corporation is formed to establish a fund to be operated exclusively to carry out the purposes of the Corporation. It may receive gifts, legacies and donations from any source, but no part of the net earnings shall be paid nor shall in any way be used to benefit any individual or member of the corporation. The Club shall follow the provisions of the US Internal Revenue Code, Section 501© (3).

### **IV. OFFICERS**

1. Titles

The officers shall be the president, vice-president, secretary and treasurer. All officers must be members of U.S. Figure Skating (USFS) who have designated the Corporation as their home club.

2. Duties of the President

The president shall preside at all meetings of the Club and of the Board of Directors, and shall have the power to call special meetings and club meetings. The president, together with the secretary, shall sign all agreements and contracts made by the Club upon approval of the Board of Directors. He or she will make a report and the Annual Meeting concerning activities of the Club during the year.

3. Duties of the Vice President

The vice-president shall assist the president and perform the president's duties in the president's absence. The vice-president shall be the liaison for those committees that do not have a representative on the Board.

4. Duties of the Treasurer

The treasurer shall have charge of the funds of the Club and shall keep a record of all receipts and disbursements and shall deliver a written report at each Board meeting. Disbursements shall be made only on approval of the Board of Directors. The treasurer shall prepare a yearly financial report and budget for presentation at the Annual Meeting.

5. Duties of the Secretary

The secretary shall keep the minutes of the meetings of the Club and Board of Directors and supervise all reports and documents connected with the business of the Club, and issue notices of all meetings of the Club and board of Directors.

6. Vacancies

If any of the foregoing offices becomes vacant, the Board of Directors shall elect a successor to hold office for the unexpired term.

7. Removal

Any officer or director may be removed from office by a unanimous vote of the Directors voting at a special meeting called for this purpose. The Director, under consideration for removal, shall not vote.

**V. BOARD OF DIRECTORS**

1. Qualifications

Directors must be voting members of the Corporation who have designated the Corporation as their home club. **The voting members, must be a member in good standing with WFSC and United States Figure Skating.**

2. Number of Board Members

The Board will be composed of a minimum of four members of the Club, elected by the membership. Additionally, one Board member for each twenty Club member shall be elected by the membership. The Board shall not exceed seven members.

3. Term of Office

Board members shall be elected at the Annual Meeting of the membership and shall serve two-year terms. In the event that the staggered terms of the Board members becomes grossly unbalanced, one-year terms may be made available, by a vote of the Board. **Board members may serve consecutive terms.**

4. Vacancies

In the event of a vacancy on the Board of Directors, it shall be filled by a vote of the remaining directors by a member in good standing. That member will fill the unexpired term of the vacated position.

5. Quorum

A majority of the members of the Board shall constitute a quorum.

6. Meetings

The Board of Directors shall meet at least once a month during the skating season, and no fewer than nine times during a calendar year. Dates of meetings shall be set by the president or, in his/her absence, the vice president. Any majority group of members of the Board may call a Board meeting upon written notice to all Board members at least seven (7) days in advance. The notice shall state the date of the meeting, the purpose and the names of the members requesting the meeting. **Within 2 weeks of the board meeting, the minutes shall be made available to the board members and then approved at the following board meeting.**

7. Authority

The Board shall have authority in the management of the affairs of and finances of the Club and shall have general control of its property. The Board shall make rules for use of the Club's property, and for the admission of guests, and fix penalties for offenses against the rules.

8. Committees

Standing committees of the Club may be created and appointed by the President with the approval of the Board. Each committee shall serve a one-year term. Temporary committees may be created in the same way.

9. Board Attendance

Any Director who is absent for more than three (3) consecutive meetings or more than five (5) meetings in any one year shall be called upon to show just cause to the Board why he/she should not be removed from office. Should the person fail to show cause, the president shall appoint, with approval of the Board, a successor from the adult membership in good standing who shall hold office for the unexpired term.

## VI. ELECTIONS

### 1. Time

Election shall be held within 60 days **before** the end of the fiscal year.

### 2. Nominating Committee

Each year a nominating committee shall be appointed by the Board of Directors at least thirty (30) days before the annual election. This committee shall consist of three (3) members of the board. **The nominating committee shall presents a slate of officers at the Annual meeting. names of the candidates proposed by the nominating committee along with those nominated by the membership shall be sent to each member at least fourteen (14) days before the Annual Meeting.**

### 3. Voting

Ballots shall be counted at the Annual meeting under the supervision of the secretary or other person designated by the Board of Directors.

### 4. Records

The secretary shall preserve the record of an election for at least one year.

## VII. MEMBERSHIP

Membership is open to all, upon approval by the Board. Members must be permanent residents of Washington State.

### 1. Classes of Membership

- a. **Senior Members**, who are 18 years of age, who shall have all privileges.
- b. **Junior Members**, who are under the age of 18, who shall have all privileges but shall not hold office. Parents or legal guardians who are not members may exercise voting privileges on their children's behalf but may not hold office.
- c. **Professional Members**, who are qualified skating instructors, and have all privileges **but may not hold office.**

2. Termination and Suspension of Membership

Any member's membership may be terminated by a majority vote of the Board of Directors. Notice shall be given to the member by registered mail at his or her address as it appears within ten (10) days of the termination. Termination does not relieve the terminated or suspended member from any obligations for charges incurred, services or benefits rendered, dues, assessments, or fees.

3. All skating members of the club must be current members of the USFS and current on Club dues.

## **VIII. CLUB MEETINGS**

1. Regular Meetings

Regular meeting of the Board will be held at least nine times per year. The time and place of the regular meetings will be determined annually by the Board of Directors.

2. Annual Meeting

The Annual Meeting will be held within 60 days of the end of the fiscal year.

3. Special Meetings

Special meetings can be called by the President or upon written request of ten (10) percent of the Club members in good standing. No business shall be transacted at a special meeting except that of which notice was given.

4. Quorum

Thirty (30) percent of all members who are entitled to vote and are in good standing shall constitute a quorum.

5. Notices

Notices of special meetings shall be mailed to every member at least fourteen (14) days in advance and shall be posted for the same length of time on the Club bulletin board.

## **IX. FISCAL YEAR**

The fiscal year shall run from July 1 through June 30.

## **X. RETENTION OF RECORDS**

Club records shall be retained for the following length of time:

- |                                     |             |
|-------------------------------------|-------------|
| 1. Membership lists:                | 3 years     |
| 2. Board minutes:                   | 5 years     |
| 3. Bank statements:                 | 5 years     |
| 4. Accounts payable invoice copies: | 5 years     |
| 5. Financial reports:               | Permanently |
| 6. Tax records:                     | Permanently |

## **XI. AMENDMENTS TO BYLAWS**

These Bylaws may be amended by a two-thirds vote at a regular annual meeting, or special meeting of the members, provided that notice of the proposed amendments has been mailed to all voting members fourteen (14) days in a advance of the meeting. Votes may be by proxy.

## **XII. CONFLICT RESOLUTION**

If any club member(s) has a complaint against another member(s) for an infraction of any club Bylaw or rule, they may file such complaint in writing, to the board of directors. A written response will be given within 14 days of said complaint.

**Such complaints will be investigated and resolved according to the adopted club's conflict resolution policy.**

## **XIII. CONFLICT OF INTEREST**

**If any member(s) has a doubt regarding any potential Conflict of Interest, they can express their concern to the board in writing. WFSC is aware that potential Conflict of Interest can arise and has adopted a Conflict of Interest policy.**

### **BYLAWS CERTIFICATE**

The undersigned certifies that he/she is the Secretary of WFSC and that he/she is authorized to execute this certificate on behalf of said Club and the foregoing is a complete and correct copy of the presently effective Bylaws of the Club.

Dated: AUGUST 21, 2016

Name : CHRIS NELSON

## **Conflict Resolution Policy**

The Wenatchee Figure Skating Club (WFSC) recognizes that conflicts can arise between members. The WFSC adopted a policy as a guidance to support involved people in solving issues.

The WFSC encourages members involved in any conflict, to try to solve the issue at the lowest level possible, which means between the persons involved. WFSC recognizes that a parent should be the first person to support her/his child and by consequence guide him or her through the process of solving a conflict. WFSC recommends that any persons involved in a conflict, should discuss it between them as a first steps. Parents are role models to their children. If for some reasons, involving parents of all parties become a necessity in the purpose of teaching children how to solve any issues in a positive manner, The WFSC will encourage that approach as long as it is beneficial to all parties. This can become a positive learning experience and it will help children developing their skills in conflict resolution.

United States Figure Skating Association, has developed tools that are appropriate to help any individuals to solve a conflict that arises. WFSC recommends that you look at them and apply any of the suggested ideas. The WFSC recognizes those steps and will apply them if a conflict is brought to the Board.

Please see USFS attachment Conflict resolution documents.

Approved by the Board on August 11, 2016

Voted on and passed at the WFSC Annual Meeting on August 21, 2016

## **Wenatchee Figure Skating Club**

### Bylaw Provision: Conflicts of Interest

7/14/2016

Whenever a director or officer has a financial or personal interest in any matter coming before the board of directors, the affected person shall, a) fully disclose the nature of the interest and b) withdraw from a discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors determine that it is in the best interest of the corporation to do so. The minutes of the meetings at which such votes are taken shall record disclosure, abstention rationale for approval.

Adopted by the WFSC board of officers on August 11, 2016

Voted and passed on at the WFSC Annual Meeting on August 21, 2016