

COLORADO SKATING CLUB

BY-LAWS – updated May 30, 2015

Article I

The name of the organization shall be "Colorado Skating Club", a not-for-profit Colorado corporation.

Article II

OBJECTIVES

The objectives of the Colorado Skating Club shall be to encourage full participation in the sport of figure skating by all persons, regardless of age, race, sex, color, religion, political beliefs, national origin or being handicapped. These objectives shall include:

- 1) To foster national and international sports competition, in which no part of its activities shall involve the provision of athletic facilities or equipment, and in which it shall promote figure skating on ice on an amateur basis for the good of the sport through educational and competitive programs.
- 2) To receive and acquire by grant, gift, purchase, devise, or otherwise, as may be lawful, real and personal property of any kind, and to accumulate, invest, and dispose of such property or the income derived therefrom for the above stated purpose, including dedications thereof to the general public.
- 3) To do everything necessary, proper and advisable for the accomplishment of the purposes set forth above, and to do all other things incidental thereto which are not forbidden by the Colorado Nonprofit Corporation Act, as now in force or hereafter amended, by any other law, or by the Articles of Incorporation.

Article III

MEMBERS-DUES-MEETINGS

SECTION 1. MEMBERSHIPS IN THE CLUB SHALL BE AS FOLLOWS:

- (a) SENIOR MEMBERS shall be persons eighteen (18) years of age and older.
- (b) JUNIOR MEMBERS shall be persons less than eighteen (18) years of age.
- (c) ASSOCIATE MEMBERS shall be Junior or Senior members whose home club is other than the Colorado Skating Club.
- (d) PROFESSIONAL MEMBERS shall be persons who are not considered to be eligible under the rules of the United States Figure Skating prior to May 18, 1997, or they are members who are eligible on or after May 18, 1997 or who have been reinstated by the Board of Directors of the United States Figure Skating. These professionals teach at a home club facility.
- (e) HONORARY MEMBERS may be elected by the active members of the club at any annual meeting or at any special meeting called for the purpose, in recognition of important or distinguished service to the club or outstanding performance in line with its objectives and purposes. Such election shall require the affirmative vote of the majority of the active members present at such meeting. Honorary members shall be exempt from payment of annual dues and fees but, in all other respects, they shall be subject to the by-laws, rules and regulations of the club. Such members may be elected for the life or for a term of years. The club shall pay such member's yearly dues in the United States Figure Skating Association.
- (f) INTRODUCTORY MEMBERS shall be persons who are joining a US Figure Skating club for the first time. They have not previously belonged to a figure skating club.
- (g) COLLEGIATE MEMBERS shall be persons who are enrolled in a college or university.

- (h) US FIGURE SKATING OFFICIALS shall be coaches, judges and appointed officials.

SECTION 2. PRIVILEGES OF MEMBERS SHALL BE AS STATED BELOW FOR EACH CLASSIFICATION OF MEMBERSHIP:

- (a) SENIOR MEMBERS shall have full privileges of the club, voting rights in the club in relation to its corporate and business affairs and the election of directors, and the right to hold office in the club.
- (b) JUNIOR MEMBERS shall have the rights to participate in all club activities, but Junior Members shall have no voting or office privileges and shall be subject to the jurisdiction of the Board of Directors.
- (c) ASSOCIATE MEMBERS shall be divided into two groups, Junior Associate and Senior Associate.
 - (1) JUNIOR ASSOCIATE MEMBERS shall be persons less than eighteen (18) years of age, whose home club is other than the Colorado Skating Club. They shall have the right to participate in all club activities, but shall have no voting or office privileges, and may not receive any award at the annual awards banquet.
 - (2) SENIOR ASSOCIATE MEMBERS shall be members eighteen (18) years of age or older whose home club is other than the Colorado Skating Club. They shall have the right to participate in all activities of the club, but may not be elected to the Board of Directors, chair committees, hold office in the club or vote.
- (d) PROFESSIONAL MEMBERS/US FIGURE SKATING OFFICIALS shall have all the privileges of the club, including voting rights. Professional members who are eligible on or after May 18, 1997, or who have become reinstated by the Board of Directors of the US States Figure Skating and who are also members of the Colorado Skating Club may be elected to the Board of Directors, chair committees but Coaches may not hold office in the club. One elected board member may be a coach.
- (e) HONORARY MEMBERS shall have all the privileges of the club, including voting rights, may chair committees, but may not hold office or serve on the Board of Directors.
- (f) BASIC SKILLS/INTRODUCTORY MEMBERS shall have all the privileges of the club but shall not have voting rights or the right to hold office. This membership is restricted to beginning skating students who have not yet passed the US Figure Skating Preliminary Test. Basic Skills members may hold introductory membership for only one year.
- (g) COLLEGIATE MEMBERS – shall have privileges of the club, including voting rights in the club in relation to its corporate and business affairs and the election of directors, and the right to hold office in the club.

SECTION 3. ELIGIBILITY REQUIREMENTS FOR MEMBERSHIPS

Anyone concerned and interested in the objectives, in Article II these By Laws, of the club shall be eligible for membership. All members shall be registered members of the United States Figure Skating Association with the rights and privileges of such membership.

SECTION 4. ADMISSION PROCEDURE

- (a) Each candidate for admission to membership in the club shall submit required dues and an application to the Membership Committee.
- (b) The Membership Committee shall examine the application for eligibility and completeness and make recommendations to the Board for acceptance of the applicant. The Membership Committee shall notify the applicant that membership in the club has been granted.
- (c) No applicant shall be refused admission to the club for reasons of age, race, sex, color, religion, political beliefs, national origin, or being handicapped.

SECTION 5. GENERAL MEMBERSHIP MEETINGS

- (a) An annual meeting of the members (General Membership) shall be held during the month of April or May.

- (b) Special meetings of the membership may be called at any time by the President upon the request of five (5) directors, or upon the written request of one-third (1/3) of the active members. No business shall be transacted at a special meeting except that specified in the notice of said meeting.
- (c) Notice of all meetings shall be given each member by the Secretary by email of the time, place, and, in the case of a special meeting, of the object thereof or business to be transacted, at least ten (10) days before the meeting. The Secretary shall post a copy of the notice on the club bulletin board for the same length of time. A written waiver of notice signed by any voting member shall be deemed the equivalent of due notice to such member.

SECTION 6. QUORUM AND ADJUSTMENT

- (a) A quorum shall be those voting members of the club present in person or by absentee ballot at any properly called meeting. A majority of a quorum may elect directors and transact other business.
- (b) If a meeting elects to adjourn and reconvene at a later date, a new notice of the reconvened session must be given as provided in Article III, Section 5.
- (c) An absentee ballot must be in writing and signed by the voting member. An absentee ballot is available upon request from the Board of Directors of the Club, and must be presented on or before the date of the annual or specifically called meeting.

SECTION 7. GUESTS

Each member shall have the privilege of sponsoring a guest to participate in the skating and social privileges of the club. The period of time one can be a guest and the appropriate fees associated with guest sponsorship shall be determined by the Board of Directors.

SECTION 8. DUES

- (a) All annual dues shall be payable on application and are considered delinquent after the 1st day of July of each year for the ensuing year unless otherwise provided by the Board of Directors. The annual dues and fees shall be in an amount determined by the Board of Directors (Board) and such fees and dues need not be uniform as between different classifications of members. Competition applications will not be approved until dues are paid in full.
- (b) However, no Applicant for membership may be denied application for membership or renewal of membership, pursuant to operating principles and By Laws of CSC, because of inability to pay those membership dues. Any such Applicant who cannot afford to pay those membership dues may make application to the Board for waiver of those membership dues on a form approved by the Board. The Board shall then expedite their decision on that application and notification of the applicant of its decision. The Board's decision shall be liberally construed in favor of the Applicant. Should the Board deny the Applicant's application, the Applicant may make application within twenty days of receipt of such denial of the application for waiver of those membership dues to the Board for a hearing before the Board to reconsider its decision. The Board shall not disclose the name of any person making application for waiver of those dues.

SECTION 9. CONFLICT RESOLUTION

If any 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 CSC Board. Such complaint will be investigated according to the adopted conflict resolution policy as recommended by US Figure Skating. A fee of \$25 per grievance will apply. If the conflict is unable to be resolved at the club level, members may take the grievance to the US Figure Skating Grievance level and a \$125 fee will apply.

SECTION 10. CODE OF CONDUCT

A Grievance Committee will review the complaints and make recommendations based on the provisions of the Code of Conduct. Which is distributed annually in or with the membership package.

SECTION 11. EXPULSION

- (a) A member may be expelled by vote of a majority of the entire Board of Directors for any cause which such majority deems justifiable; however, if such member to be expelled makes a request for hearing in writing to the Secretary of CSC at P.O. BOX 2225, Centennial CO, or designated address in the future.
to any current member of the Board of Directors within ten (10) days following notification to him that he is to be expelled, then the expulsion of such member may not be effected until after a personal appearance hearing before the Board of Directors. Such a hearing shall be held within twenty (20) days from the date of the request therefore, and notice in writing at last known address, shall be given to the member at least three (3) days before such meeting.
- (b) Members failing to pay dues for two (2) months after they become due, as hereinafter provided, shall be automatically expelled, subject to reinstatement on such terms as the Board of Directors may prescribe.
- (c) Members acting on behalf of the club for the execution of club business that fail to pay bills on behalf of the club or owe monies directly to the club for two (2) months after they become due, as hereinafter provided, shall be automatically expelled, subject to reinstatement on such terms as the Board of Directors may prescribe.

ARTICLE IV

BOARD OF DIRECTORS

SECTION 1. BOARD OF DIRECTORS

- (a) The Board of Directors of the club shall consist of eleven (11) active members and shall be elected as provided at the regular annual meeting of the club members, as provided in Article III, Section 5, or if an election is not yet held at such regular meeting, such election may thereafter be held at a special meeting called for that purpose. No more than one of the eleven-elected Board of Directors can be a coach who is considered eligible by the US Figure Skating.
- (b) Directors shall be elected for three (3) year terms and shall hold office until their successors are elected and qualify. The number of directors to be elected at each annual meeting shall correspond to the number of directors whose terms expire in that year. At the same meeting, any vacancy occurring in the Board of Directors during the preceding year shall be filled by electing a director for the unexpired term. (See Article IV, Section 4, Vacancies)
- (c) The President, subject to the approval of the board, shall appoint a professional advisor, who is a member of the Colorado Skating Club, to serve on the Board of Directors. This appointment is done annually.
- (d) No more than three (3) Directors may be elected for three (3) year terms at any one election. If more than three vacancies occur for the position of Director, then the next position will be for the term of (2) years, and if needed, any subsequent position will be for the term of one (1) year, or for the balance of any unexpired term. The length of the term of office for each candidate will be determined by the number of votes received, with the candidate receiving the greater number of votes being elected to the longer term.
- (e) **An Honorary** Board Member may be appointed by the President with the approval of the Board of Directors in recognition of important or distinguished service to the Board of Directors. Honorary members shall have no voting rights. An Honorary Board Member must be a member in good standing.

- (f) The President, subject to approval of the board shall appoint Showtime on Ice Committee Members, who are members of the Colorado Skating Club, to serve as non-voting members on the Board of Directors

SECTION 2. NOMINATION

At least thirty (30) days before the annual meeting or any special meeting for the election of directors, the President shall appoint a nominating committee of three (3) active members, two of whom shall not be members of the Board of Directors. The Board of Directors shall approve this committee. However, the President shall not serve on the nominating committee or participate in its deliberations, as specified in Article V Officers, Section 3, President.

SECTION 3. MEETINGS-QUORUM

- (a) The Board of Directors shall hold its first annual meeting for the ensuing year within one (1) month from the date of the annual meeting of the membership or from the date of a special meeting at which directors are elected. The Board of Directors shall hold regular monthly meetings at such place as they may agree upon. Special meetings may be called by the President or by five (5) directors by giving one (1) days notice to each director. Directors may waive notice of any meeting by writing to that effect, or by signing minutes of the meeting.
- (b) A majority of the Board of Directors present shall constitute a quorum for the transaction of business of the club. Eight (8) members of the Board of Directors shall constitute a quorum for amendment of the by-laws.
- (c) If any member of the Board of Directors shall miss two (2) consecutive Board meetings, he/she will be notified in writing by the club president that lack of attendance at the following third (3rd) meeting may mean termination from the Board, at the discretion of the remaining Board members.
- (d) When time is considered of the essence, the Board of Directors may choose to distribute information, hold discussion, and vote by email and/or telephone in the same manner as regularly conducted meetings. Any five (5) Board of Director members may request that the email information, discussion and ensuing vote be postponed to the next regularly scheduled meeting or request that a special meeting (with seven (7) days notice to all BOD members) be held to discuss the issue.

SECTION 4. VACANCIES

Vacancies occurring on the Board of Directors as result of the death, incapacity, resignation or inability to serve of any one or more of the directors may be filled by a vote of a majority of the remaining directors, though less than a quorum. Directors so chosen shall serve until the next regular election of directors or until their successors are elected and take office.

SECTION 5. POWERS

The Board of Directors shall have the general management and control of the property, business, and affairs of the club; shall elect the officers and approve the appointment of committees; shall prescribe or approve rules and regulations; and shall exercise all of the powers that may be exercised by the corporation under the Articles of Incorporation, except such things as are required by the Articles to be done by members.

ARTICLE V

OFFICERS

SECTION 1. ELECTION

Officers of the club shall be elected from and by the Board of Directors within thirty (30) days of the date of the annual membership meeting and shall consist of a President, Vice-President, Secretary and Treasurer. The Board of Directors may also appoint or employ such subordinate officers and agents, as it may deem advisable. The elective officers shall be elected for one (1) year and shall serve until their successors shall be elected.

SECTION 2. VACANCIES

The Board of Directors may fill any office left vacant by death, resignation, or otherwise; and may declare a vacancy in any office for justifiable cause. In case of temporary absence or disability of any officer, any other person appointed by the Board may perform the duties of his office.

SECTION 3. PRESIDENT

The President shall be the chief executive officer of the club. He shall preside at all meetings of the members or directors if he is present and shall have general executive supervision of its business and affairs, subject to approval of the Board. He shall sign all reports, instruments and documents requiring execution by the corporation and, by virtue of his office shall have the right to attend and participate in the deliberations at all meetings of committees, except the nominating committee. The President shall not hold the office of the President for more than two (2) consecutive terms.

SECTION 4. VICE-PRESIDENT

The Vice-President shall have power to perform all the functions and duties of the President in the latter's absence or inability to attend to such duties. The execution by the Vice-President of any reports, instruments, or documents on behalf of this corporation shall be prima facie evidence of his authority so to act. The Board may also confer other powers or require other duties to be performed by him.

SECTION 5. SECRETARY

The Secretary shall keep a record of all minutes and proceedings including the vote cast on all questions presented at meetings of members and directors. He shall prepare, serve, and post notices of all meetings, conduct correspondence of the club, and have custody of all books and records of the club, except the Treasurer's books. He shall perform such other duties as the Board may require. In his absence or inability to attend to his duties, the Board of Directors may appoint an assistant to perform such duties.

SECTION 6. TREASURER

The Treasurer shall be responsible for the accurate account of all monies. He shall deposit all monies and valuables entrusted to him to the credit of the club in such banks or depositories as the Board may designate, and shall pay out monies only when duly authorized by the Board (except as noted in Article VI, Section 2 (e)). He shall take proper receipts or vouchers for all monies paid out. If required by resolution of the Board of Directors, he shall furnish a surety bond in the form and amount satisfactory to the Board, guaranteeing the honest and faithful performance of his duties and the proper accounting for

all monies and property placed in his custody and indemnifying the club against loss or damage claims or demands by reason of any misfeasance or malfeasance in office. He shall implement the administration of the Competitors Assistance fund. The Treasurer shall not hold the office of Treasurer for more than two (2) consecutive terms.

ARTICLE VI

COMMITTEES

SECTION 1. STANDING COMMITTEES AND ELECTED COMMITTEE

Standing Committees:

- | | |
|----------------------------|-------------------------|
| (a) Membership | (g) Show |
| (b) Club Ice | (h) Historical |
| (c) Tests and Judges | (l) Competitions |
| (d) Sanctions | (j) Ways and Means |
| (e) Social/Awards Banquet | (k) Mile High Delegates |
| (f) Communications/Website | (l) Grievance |
| | (m) Safe Sport |
| | (n) Jr. Board |

Elected Committee:

- (a) Executive

SECTION 2. RESPONSIBILITY OF COMMITTEES

Standing Committees:

- (a) MEMBERSHIP

The Membership Committee shall consist of one (1) or more members. The committee shall receive applications for membership in the club, review the applications for qualifications and completeness, and make recommendations regarding acceptance to the Board. It shall also notify applicants of admission to the club. Subject to approval of the Board of Directors, the committee shall prepare appropriate application forms and make recommendations to the Board regarding procedures for the admission to membership.

- (b) CLUB ICE

The Ice program Committee shall consist of one (1) or more members who shall annually make rules, regulations and arrangements for the club members for the use of club ice. It shall also be the responsibility of this committee to negotiate and contract ice time. Such rules, regulations and arrangements are to be approved by the Board of Directors and presented to the general membership.

- (c) TESTS AND JUDGES

This committee shall consist of one (1) or more members who shall have complete charge of giving US Figure Skating tests, of setting dates and obtaining approved US Figure Skating judges for the tests. It shall annually make rules, regulations, and establish fees for the conduct of all tests; such rules and regulations shall be submitted to the Board of Directors for approval and then posted on the club bulletin board at least ten (10) days before the test affected, and no test shall be conducted within such ten (10) day period following the posting of said rules and regulations.

- (d) SANCTIONS

This committee shall consist of one (1) or more members who shall have complete charge of obtaining all sanctions for club purposes.

(e) SOCIAL/AWARDS BANQUET

The Social/Awards Committee shall consist of (1) or more members and shall provide and take charge of social and entertainment activities of the club.

(f) COMMUNICATIONS

The Communications Committee shall consist of (1) or more members who shall assemble information, and distribute a periodic email blast to all members of the club. Frequency of publication shall be at the discretion of the Board of Directors. The committee shall provide information on an official CSC website and update its contents on a consistent basis. The committee shall provide for promotional and public relations' activities of the club.

(g) SHOW

The Show Committee shall consist of such members as the President and/or Board of Directors may appoint for the purpose of organizing and carrying out a show, and such committee shall have complete responsibility for the show for which it is organized. It shall make such rules and regulations for the conduct of said show as it deems necessary; such rules and regulations shall be submitted to the Board of Directors for approval and then posted on the club bulletin board at least thirty (30) days before the show. Said rules and regulations shall specify the eligibility requirements for entering or participating in said show, and the committee shall have the final decisions as to persons eligible to enter or participate in such show under the rules and regulations adopted and approved.

(h) HISTORICAL

The Historical Committee shall consist of one (1) or more members who shall maintain a historical record of the club and its activities. It shall have charge of the collection, maintenance, and preservation of all documents, records, and other items that may be of historical interest to the club.

(i) COMPETITIONS

This committee shall consist of one (1) or more members who shall have complete charge of all club competitions, will set dates for the same and will obtain approved US Figure Skating judges for those competitions requiring such judges. It shall annually make rules and regulations for the conduct of all club competitions; such rules and regulations shall be submitted to the Board of Directors for approval, and then presented to the general membership at least (10) days before the competition affected, and no competition shall be conducted within said ten (10) day period following the posting of said rules and regulations. Said rules and regulations shall define the eligibility of persons to enter such competitions under said rules and regulations.

(j) WAYS AND MEANS

The Ways and Means committee shall consist of one (1) or more members who shall have complete charge of developing methods of raising funds for club use in its programs. All proposals for fund raising shall be submitted to the Board of Directors for approval prior to their implementation.

(k) MILE HIGH DELEGATES – two (2) delegates attend Mile High Meetings and report back to CSC Board on pertinent issues.

(l) GRIEVANCE

The Grievance Committee shall consist of a Grievance Chair, plus two (2) Board Members appointed by the President and approved by the Board. The two (2) additional members will be selected from the pool

of Board Members as needed. The Grievance Committee shall determine whether a violation of the CSC Code of Conduct has occurred. Said committee will report to the Board of Directors regarding the complaint and recommendations, pursuant to US Figure Skating Conflict Management & Conflict Resolution Guide.

(m) SAFE SPORT

Three (3) Committee members will be appointed from the board of directors to help recognize, reduce and respond to the six types of interrelated misconduct in sport as identified by US Figure Skating: bullying, harassment, hazing, emotional misconduct, physical misconduct, sexual misconduct, including child sexual abuse. Committee will use US Figure Skating resources to provide education, resources and training. The Safe Sport Committee will investigate reported abuses per US Figure Skating Guidelines.

(n) JUNIOR BOARD

CSC appoints Jr. Board annually and one (1) member of the board will attend Jr. Board meetings to serve as oversight official.

Elected Committee:

(a) EXECUTIVE

This committee shall consist of the President, Vice-President, Secretary, Treasurer, and immediate past President, of whom the President shall be chairman. It shall be the duty of the Executive committee to recommend a budget for the expenditure of club funds. However, any expenditure of such funds must have the approval of the Board of Directors, with the exception of an amount not to exceed \$300.00 in any fiscal year that may be expended by the Executive Committee for the purpose of carrying out negotiations for the benefit of or involving club activities. The minutes of all Executive Committee meetings shall be duly noted by the Secretary and recorded in the minutes' book of the club.

SECTION 3. LIMITATION ON CHAIRING STANDING COMMITTEES

No person shall chair more than two standing committees. A co-chair is considered a chair for these purposes. This exclusion does not exclude a person from being a member of more than the designated number of standing committees.

SECTION 4. APPOINTMENT OF COMMITTEES

The above standing committees and such other committees as may be deemed necessary or desirable by the Board of Directors shall be appointed not later than sixty (60) days from the date of the annual general meeting of the club for the ensuing year. Appointments shall be made by the President subject to the approval of the Board, except in the case of the Executive committee as provided for in Section 2 (e) above. The Committees shall report to the Board of Directors, and the committees and their duties and responsibilities may be revised or altered to meet temporary needs by the Board, provided, that no rights or acts of a third party shall be affected by such revision or alteration. Except in the case of the Executive Committee, the committees shall not expend funds of the club without authorization or approval by the Board of Directors.

ARTICLE VII

GENERAL

SECTION 1. GOVERNMENT

The club and the members thereof shall be governed by the rules, regulations, and by-laws of the US Figure Skating as pertaining to the control of figure skating in the United States. The club shall

encourage participation of all members in the activities of the club. Roberts Rules of Order, latest edition, shall be used to govern the order of this club.

SECTION 2. FISCAL YEAR

The fiscal year of the club shall end May 31.

SECTION 3. AUDIT

The books and records of the club shall be audited annually at the close of each fiscal year.

SECTION 4. ADDRESS

The home address of the Colorado Skating Club shall be: Colorado Skating Club, South Suburban Arena, 6580 S. Vine, Centennial, Colorado 80121.

ARTICLE VIII

AMENDMENT OF BY-LAWS

SECTION 1. No amendment, repeal or alteration, in whole or in part, to these By-Laws or to the Articles of Incorporation, as previously amended, of this corporation shall be valid unless made in accordance with this article.

SECTION 2. Proposed amendments to the Articles of Incorporation or to the By-Laws shall be submitted to the Board of Directors. The Board of Directors shall by vote of eight (8) members adopt a resolution setting forth the proposed amendment(s) directing that it be submitted to a vote at an annual or special meeting of the voting members. Written notice setting forth the proposed amendment(s) along with the recommendation of the Board of Directors shall be emailed to each member entitled to vote at such meeting within the time and in the manner provided in Article III Section 5 (c) of these By-Laws. The proposed amendment(s) shall be deemed adopted upon receiving the affirmative vote of at least two-thirds (2/3rds) of the votes cast by voting members either in person or by proxy.

ARTICLE IX

SECTION 1. The forgoing by-laws constitute the complete by-laws of the club as of the date of their adoption and any by-laws heretofore in existence are hereby revoked. **Adopted May 30, 2015.**