

BYLAWS  
OF  
HELENA FIGURE SKATING CLUB

ARTICLE 1.  
Name

Section 1      NAME

The name of this corporation, which is a non-profit corporation organized and existing under the laws of the State of Montana, is "HELENA FIGURE SKATING CLUB" and is sometimes referred to herein as the "Club".

ARTICLE II  
Members

Section 1      ELIGIBILITY

All natural persons interested in furthering the objects and purposes of the Club shall be eligible for membership upon payment of the dues fixed by the Board of Directors: provided however, those persons (a) who are financially indebted to the Club, (b) who are dependents of persons who are financially indebted to the Club, or (c) who have dependents who are financially indebted to the Club, shall not be eligible for membership except upon payment of all such indebtedness and the dues, or upon affirmative action and approval of the Board of Directors after individual consideration. Those members interested in passing various skating tests as prescribed by United State Figure Skating USFS and in the skating functions of the Club shall conform to the definition of an eligible person specified by the Rules, Constitution and by-laws of United States Figure Skating.

Section 2      QUALIFICATION AND CLASSIFICATION

The membership and qualification of members of the Club shall be either voting or non-voting as follows:

There shall be eight (8) types of membership in the Helena Figure Skating Club. Application for membership, giving full name, telephone number, residence address, email address or indication of no email address, and type of membership desired, must be signed by the applicant and sent to the Secretary accompanied by the prescribed dues for his or her particular classification.

A family membership shall be for relatives of the same household. One member of the household meeting the requirements for "Senior Membership" herein, is required to register as a Club member on the membership application for each family membership. Each Family Club member meeting the requirements of Article II Section 2 herein shall have one vote as provided therein.

A Junior member is an eligible person as defined by USFS who is under the age of eighteen (18) years. Junior members shall have a vote only as provided in these bylaws.

A Senior member is an eligible person as defined by USFS who is eighteen (18) years or older. Senior members shall have a vote and full privileges in the Club as provided in these bylaws.

Professional member shall be for professionals, as defined by USFS. They shall be eligible for membership but shall have no vote in the Club.

Honorary members shall be exempt from the payment of dues and shall have no vote or monetary interest in the Club. They shall be elected by the Board of Directors for a specific period of time.

An Associate member shall be an eligible person as defined by USFS who has another home club. He shall have no vote in the Club.

A Student Associate member is an eligible person as defined by USFS who is a student in an ice-skating program sponsored by a University or College. He shall have no vote in the Club.

A non-skating member shall be an eligible person as defined by USFS who has a vote in the Club, but may not skate in the Club activities.

(a) VOTING MEMBER: Any person who has paid his current dues and who is not (1) under the age of (16) years or (2) listed as non voting in the above categories; provided however, no voting member shall be eligible to vote on any matter presented to the membership on or after March 1 of any membership year if he has not paid his current dues prior to March 1 of said membership year.

### Section 3 DUES

Annual dues for members, both voting and non-voting shall be as established by the Board of Directors or by a duly authorized standing committee.

### Section 4 RIGHTS OF MEMBERS

There shall be no capital stock, and every member in good standing, except those members classified as non-voting members, shall be entitled to one vote at meetings of the members of the Club and may vote only in person. Cumulative voting and voting by proxy is prohibited. The privilege of holding office is open to all natural persons who are voting members. Membership may not be transferred, and members shall have not property rights in the property of the Club.

All memberships shall be for the twelve month period of July through December of one year and the months of January through June, inclusive of the next following year and shall expire as of 12:00 O'clock p.m. on the 30<sup>th</sup> of June of each year.

Guests. A visiting skater from an out of town member club of USFS may skate three sessions free of charge each season.

### Section 5 SUSPENSION, EXPULSION AND LOSS OF MEMBERSHIP PRIVILEGES

At the written request of and based upon verified charges submitted by any member of the Board of Directors or by the Chairman of any committee, the President with the consent of the Vice President, may after hearing, suspend, continue a suspension, or expel forthwith any member for just cause; however, such member shall have a right to appeal to the Executive committee within twenty (20) days of notice of such action by the president, and within twenty(20) days thereafter the Executive committee shall hear such appeal in such manner as they may determine. The member shall have a further right to appeal within the twenty (20) days after the decision of the Executive committee to the Board of Directors, whose action shall be final and conclusive. At each of the foregoing steps, the member shall have a full opportunity to answer such charges, to be heard and present any defense thereto.

## Section 6 DISCIPLINE

**METHOD OF PROCEDURE:** Any member or members having complaint against another member for the infraction of any law or rule, other than skating rules, as for conduct injurious to the welfare of the Club, may report the same in writing to the Board of Directors. Such complaint shall set forth the facts of the case together with the names of witnesses, if any. After receiving such complaint, a meeting of the Board of Directors shall be held as soon as practicable to investigate same. The complainant or complainants, and the member complained of, shall receive at least seven (7) days notice of such meeting, and may be heard with their witnesses. The statements and evidence shall be reduced to writing and filed with the Secretary, and they shall mail copies thereof to the complainant or complainants, and to the member complained of. An appeal from the decision of the Board of Directors may be taken to the Club within seven (7) days thereafter, by serving upon the Secretary a written notice of such appeal. A special meeting shall thereupon be called for the consideration of the case, and a two-thirds (2/3) vote shall be necessary to reverse the decision of the Board of Directors.

## Section 7 MEMBERSHIP BOOK

The Club shall keep at its registered office or at its principal office a membership book, or card index file, containing the name, telephone number, mailing address and email address of each member, together with the date on which each membership commenced, and whether such member is a voting or nonvoting member. In any case where the member has been suspended, expelled or terminated as provided in Section 5 above, such fact together with the date and duration shall be recorded in the book or file.

## Section 8 CERTIFICATES OR CARDS OF MEMBERSHIP

Certificates or cards of membership may be issued under the direction of the Board of Directors to members of the Club and shall be in such form as the Board of Directors may determine. Each such certificate or card shall be signed by the President or Secretary, and shall express upon its face the class of membership, date of issuance, and the person to whom it is issued.

It shall be the duty and obligation of each member of the Club to immediately notify the Secretary of any change in his mailing or electronic mail address, and his failure to do so shall be deemed to constitute a waiver of any notice called for under the bylaws and Articles of the Club.

## Section 9 MEMBERS NOT IN GOOD STANDING

If any member of the Helena Figure Skating Club has, during a fiscal year, skated with another group which offered, or purported to offer, freestyle, dance, pair or compulsory figure skating on or at any ice rink at which the Helena Figure Skating Club has offered any similar skating activity during the same fiscal year, that member shall not be a member in good standing of the Helena Figure Skating Club at any time during that fiscal year unless (a) that member has discontinued skating with such other group for a period of at least sixty consecutive days preceding, or (b) that member shall, by two thirds vote of approval of the Board of Directors, or by majority vote of the entire voting membership, be installed or reinstated as a member in good standing.

## ARTICLE III Meetings of Members

#### Section 1 PLACE OF MEETING

All annual and special meetings of members shall be held at the registered office of the Club unless such other meeting places are designated by the President or the Secretary of the Club in the notice of meeting.

#### Section 2 ANNUAL AND SPECIAL MEETING

An annual meeting of members shall be held the second week in May of each year, or as soon thereafter as expedient. Special meetings of members shall be called at any time by the President, the Board of Directors, the Secretary, or on written request, one-tenth (1/10) or more of the members of the Club.

#### Section 3 NOTICE OF ANNUAL AND SPECIAL MEETINGS

Notice of the annual meeting or of any special meetings shall be given to each member entitled to vote at said meeting by posting in writing a notice of such on the bulletin board which shall be maintained at the Club's principal office and by mailing to each such member a notice of such annual meeting or special meeting. The notice shall state the place, day and hour of such meeting, and, in case of special meeting, the purpose or purposes for which the meeting is called. The notice by posting shall be posted not less than ten (10) days, or more when fifty (50) days before the meeting. The notice by mail shall be deposited and shall be deemed delivered either when mailed in the United States Mail with postage prepaid addressed to the voting member as his address appears on the records of the Club or when electronically mailed to the voting members email address as it appears on the records of the Club and such notice shall be so mailed not less than ten (10) days nor more than fifty (50) days before the date of the meeting.

#### Section 4 QUORUM

The presence in person of ten percent (10%) of the members eligible to vote, or fifteen (15) members eligible to vote, whichever is the lesser, shall constitute a quorum for the transaction of business. The members present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding: withdrawal of enough members to leave less than a quorum.

#### Section 5 WAIVER OF NOTICE

The transactions of any meeting of members, either annual or special, however called and noticed, shall be valid as though had at a meeting duly held after regular call and notices if a quorum be personally present, and if, either before or after the meeting signs a written waiver of notice of a consent to the holding of such meeting or an approval of the minutes thereof. All such waivers, consents or approvals shall be filed with the corporation records or made a part of the minutes of the meeting.

#### Section 6 ADJOURNMENT

Any meeting of the members, annual or special, whether or not a quorum is present, may be adjourned from time to time by the vote of the majority of the members present and qualified to vote. When any meeting of the member, either annual or special, is adjourned for thirty (30) days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.

ARTICLE IV  
Directors

Section 1      POWERS

Except as may be otherwise provided by the Articles of incorporation or the Bylaws of the Club and the laws of the State of Montana, the corporate powers of the Club shall be exercised, its property controlled, and its affairs conducted by its Board of Directors. An Executive Committee, consisting of the President, Vice-President, Treasurer and Secretary, shall, in the intervals between meetings of the Board of Directors and subject to the provisions of Article VII, Section 1, thereof, possess all the powers and duties necessary or desirable for the management of all the affairs of the Club.

Section 2      QUALIFICATION OF DIRECTORS

Directors must be voting members of the Club. A Director who has served a full term of three (3) years shall be eligible to succeed himself in office for one (1) additional term of three (3) years. For the purpose of the foregoing limitation, time swerved by a Director in filling a vacancy or as a Director elected for a short term of less than three (3) years shall be disregarded., whether such time be served before or after the first or second full term of three (3) years. A former Director who has not served as such for at least one(1) year, shall again be eligible to serve as a Director.

Section 3      ELECTION AND TERM OF OFFICE – CLASSIFICATION OF DIRECTORS

Directors shall be elected by the members of the Club at the annual meeting of members. There shall be three (3) classes of as near equal number of Directors as possible with the exception of the Young Adult Director so that the term of office of only (1) class of Directors shall expire at each annual meeting of members.

At each annual election of Directors and successors to the Directors of the class whose terms have expired shall be elected to hold office of the term (3) years and they shall hold office for said term, and until their successors are elected and qualified.

Young Adult Director: There shall also be elected at the annual meeting one active young (junior) member in good standing who is at least twelve (12)but not yet eighteen years of age to serve for one year as a Young Adult Director. Only junior members at least (5) years old shall be entitled to vote for this office. The Nominating committee shall never nominate candidates for this office. All nominations for this office must be made from the floor at the annual meeting. The Young Adult Director shall hold no more than two (2) consecutive terms in office. The Young Adult Director will have full voting privileges as a member of the Board of Directors.

Section 4      VACANCIES

Vacancies in the Board of Directors may be filled by a majority of the remaining Directors, though less than a quorum or by a sole remaining Director, and each Director so elected shall hold office for the unexpired term of his predecessor, and until his successor is elected at an annual or special meeting of the members.

A vacancy or vacancies in the Board of Directors shall be deemed to exist in case of the death, retirement, resignation, or removal of any Director, or y suspension, expulsion or loss of membership in accordance with Article II, Section 5, hereof, or if the authorized number of Directors be increased by amendment to the Articles of Incorporation, or if the members fail at any annual or special meeting of members at which any Director or Directors are elected, to elect the full authorized number of Directors to be voted for at any such meeting.

#### Section 5 NOMINATION

When requested by a 2/3 majority of the Board of Directors, a nominating committee will be used. At a meeting in March of each year, the President shall appoint a nominating committee composed of five (5) persons consisting of not more than three (3) Directors whose terms are not next due to expire, and two (2) voting members of the Club at large. This committee shall, subject to the qualifications for membership on the Board herein, present and nominate at least one (1) candidate for each vacancy on the Board of Directors to be filled at the annual election. On or before the first Tuesday of April, the nominating committee shall make their report to the Secretary, who shall immediately cause a list of those candidates nominated to be posted on the Club bulletin board.

In the absence of a nominating committee, written nominations will be accepted by the Secretary until one minute before the voting is to commence at the Annual Meeting. Nominees must be present to accept their nomination or must notify the Secretary prior to the meeting that they will accept the nomination.

#### Section 6 ADDITIONAL NOMINEES

When there is nominating committee, any five (5) or more voting members of the Club desiring to make additional nominations for any vacancy on the Board of Directors to be filled at the annual election may, at any time prior to the third Tuesday in April, send such nomination or nominations, in writing, signed by them, to the Secretary, who shall immediately post the same on the Club bulletin board together with the names of the signers. No voting member shall be permitted to sign a nomination petition for more than one candidate to be nominated in this manner. No one nominated, except as provided in Section 5 hereof or as provided in the Section 6, shall be elected to the Board of Directors at the annual meeting of members.

#### Section 7 PLACE OF MEETING

All regular and special meetings of the Board of Directors shall be held at the registered office of the Club unless such other meeting places are designated by the President or the Secretary in any notice of the meeting as must or may be given or required under the bylaws of the Club or by law, the Board of Directors shall meet at least once in every month, during the skating season, with no less than nine (9) meetings during the calendar year.

#### Section 8 ORGANIZATION MEETING

Immediately following each annual meeting of the members, the Board of Directors shall hold a regular meeting for the purposes of organization, election of officers of the Club and officers of the Board and the transaction of other business. Notice of such meeting is herby dispensed with.

#### Section 9 OTHER REGULAR MEETINGS

Other regular meetings of the Board of Directors shall be held as called by the President each month at the hour of 7:30 o'clock P.M. of said day. Notice of all such regular meetings of the Board of Directors shall be made by letter or phone.

#### Section 10 SPECIAL MEETINGS

Special meetings of the Board of Directors for any purpose or purposes shall be held whenever called by direction of the President or three (3) or more members of the Board. Notice of the time and place of the special meeting shall be given to each Director, either personally or to the spouse or secretary of any Director, by either the Secretary or the Executive Secretary of the Club by telephone communication or by written notice personally delivered to the Director or sent by mail, fax or electronic mail, addressed to him or her at his or her address as shown upon the records of the Club. Notice by telephonic communications shall be deemed given and delivered when the notice is orally communicated by the Secretary or the Executive Secretary of the Club to the Director who identified himself or herself as such spouse or secretary. Notice by mail, fax, or electronic mail shall be deemed personally given and delivered when such notice is deposited in the United States mail in the City of Helena at least twenty-four (24) hours prior to the time of holding the meeting. Such telephonic communication, mailing, faxing, electronically mailing or delivering such constitute due, legal and personal notice and delivery of notice to such Director.

#### Section 11 WAIVER OF NOTICE

The transactions of any meeting of the Board of Directors, however called and noticed or wherever held, shall be as valid as though had at a meeting duly held after regular call and notice, if a quorum be present and if, either before or after the meeting, each of the Directors not present sign a written waiver of notice or a consent to holding such meeting or an approval of the minutes hereof; all such waivers, consents or approval shall be filed with the corporate records, or made a part of the minutes of the meeting.

#### Section 12 QUORUM

Two-thirds (2/3) of the number of Directors shall be necessary to constitute a quorum for the transaction of business, except to adjourn as thereafter provided. Every decision or act made or done by the majority of the Directors present at a meeting duly held, at which a quorum is present, shall be regarded as the decision and acts of the Board of Directors unless a greater number is elsewhere required by these bylaws or by the laws of the State of Montana.

#### Section 13 ADJOURNMENT

A quorum of the Directors may adjourn any Directors' meeting to meet again at a stated day and hour, provided, however, that in the absence of a quorum a majority of the Directors present at any Directors meeting, either regular or special, may adjourn from time to time until the time fixed for the next regular meeting of the Board.

#### Section 14 PROCEEDINGS PUBLIC

There shall be public disclosure of business transacted by the Board at meetings unless the Directors shall agree in advance not to permit the same. Normally, financial and personal

transactions shall not be disclosed. A repeated violation of this provision shall subject the offender to disciplinary action in accordance with Article II, Section 5, hereof.

#### Section 15 APPROPRIATIONS

All appropriations from the funds of the Club shall be made by the Board of Directors. A petty cash fund shall be established by the Board of Directors for use by the Treasurer.

#### Section 16 AUDITS

They shall audit records of Secretary, Treasurer and of the committees.

#### Section 17 USFS DELEGATE

They shall appoint from among its registered members of eligible, a number of delegates in proportion to the total number of registered members of such member club during the preceding fiscal year as specified in USFS bylaws, Article XV. The Delegate or Delegates shall be the representative(s) between the Club and the Association and shall attend the Governing Council meeting, either in person or by proxy. Said Club shall file a certificate or such appointment with the association and the certificate shall be provided by the association.

#### Section 18 PUBLICATION ADVISORY COMMITTEE MEMBER

They should appoint an active member of the Club to act as Skating Magazine Representative. Said magazine is the official organ of USFS. It shall be the duty of this person to furnish news items of the Club's activities to "Skating" and to encourage the writing of instructive articles of lasting interest for "Skating".

### ARTICLE V Officers and Agents

#### Section 1 OFFICERS

The officers of the Club shall be a President, a Vice President, a Secretary and a Treasurer. All officers shall be Directors. The officers of the Club shall be the officers of the Board of Directors.

#### Section 2 ELECTION

The officers of the Club and of the Board, except such officers as may be appointed in accordance with the provision of Section 3 or Section 5 of this Article, shall be elected at the annual organization meeting of the Board of Directors. Each officer shall hold his office until his successor shall be elected and qualify, unless prior thereto the term of such officer shall have been ended by death, resignation, removal, suspension, expulsion or other disqualification, or he shall have ceased to be a current voting member of the Club or a member of the Board of Directors.

#### Section 3 SUBORDINATE OFFICERS

The Board of Directors may appoint or employ from time to time an Executive Secretary and such other officers as the business of the Club may require, each of whom shall hold office for such period, have such authority, and perform such duties as are provided in the Bylaws of the Club, or as the Board of Directors may from time to time determine.

#### Section 4      REMOVAL AND RESIGNATION

Any officer, including any subordinate officer, may be removed, either with or without cause, by a majority of the Directors at the time in office at any regular meeting of the Board or at a special meeting thereof called for the purpose, provided, however, that when the Board of Directors has conferred upon an officer of the Club the power to remove a subordinate officer or officers, such subordinate officer or officers may be removed by the officer of the Club upon whom such powers has been conferred without any further action by the Board of Directors.

#### Section 5      VACANCIES

A vacancy in any elective office because of death, resignation, removal, suspension, expulsion, disqualification, or other cause, shall be filled by appointment of the President with the approval of the majority of the Directors present at the meeting at which the appointment is made.

#### Section 6      THE PRESIDENT AND THE VICE PRESIDENT

The President shall preside at all meetings of the members of the Club and of the Board of Directors. In the absence, or disability of the President, the Vice President shall preside.

#### Section 7      PRESIDENT

The President shall be the chief executive officer of the Club, and shall, subject to the control of the Board of Directors, have general supervision, direction and control of the business and officers of the Club. He shall be ex-officio a member of all the standing committees and shall have the general powers and duties of management usually vested in the office of president of a corporation, and shall have such other powers and duties as may be prescribed by the Board of Directors or the Bylaws. The President, as presiding officer at Board of Directors' meetings, shall not be entitled to vote, provided, however, the President shall be authorized to vote in the event of a tie. The president together with the secretary shall sign all agreements and contracts made by the Club upon approval of the Board of Directors.

#### Section 8      VICE PRESIDENT

In the absence or disability of the President, the Vice President shall perform all the duties of the President, and when so acting shall have all the powers of and be subject to all the restriction upon the President. The Vice President shall have other powers and perform such other duties as from time to time may be prescribed for him respectively by the Board of Directors or the Bylaws.

#### Section 9      SECRETARY

The Secretary shall keep, or cause to be kept, a book of minutes of all meetings of Directors and of the Executive committee and of the members, with the time and place of holding whether regular or special, and if special, how authorized, the notice thereof given, the names of those present at Directors' meetings and at Executive committee meetings, the number of members present at members' meetings, and the proceedings thereof. He shall give, or cause to be given, notice of all meetings of the members and of the Board of Directors required by the Bylaws, or by law, to be given.

Section 10     TREASURER

The treasurer shall be bonded in an amount set by the Board of Directors at their discretion. The bond shall be purchased at the expense of the Club.

Section 11     ELIGIBILITY FOR RE-ELECTION

No officer of the Club, with the exception of the Secretary, shall be elected to serve more than two consecutive terms.

ARTICLE VI  
Executive Secretary

The Board of Directors may employ an executive secretary of the Club for such period of time and upon such terms and conditions as the Board of Directors may determine. The employment of the Executive Secretary may be suspended or terminated by majority vote of the Board of Directors at any meeting of the Board duly called and held. The Executive Secretary shall serve ex-officio without vote on all committees of the Club, shall assist the secretary and the treasurer of the Club in the exercise of each of their duties, and shall do and perform such other duties as provided in this bylaws, or as may be assigned to him from time to time by the Board.

ARTICLE VII  
Committees

Section 1     EXECUTIVE COMMITTEE

All actions of the Executive Committee shall be reported to the Board of Directors not later than the next ensuing meeting of said Board, and shall be subject to revisions, alterations or cancellation by the Board, provided that no rights or acts of third parties shall be unfairly affected thereby. The Executive Committee may transact business without a formal meeting, provided however, whether or not a formal meeting is held, three fourths (3/4) of the Executive Committee must concur in the matter voted upon to continue Executive Board action or approval.

Section 2     STANDING COMMITTEES

At the regular meeting following each organizational meeting of Directors, the President shall appoint standing committees of the Club as required by current or projected needs, to include but not limited to Finance, Fund Raising, Professional contract, Corporate and Legal affairs, Show, House, Competition and Judging, Grievance, Membership and Registration, and Ice Scheduling, Public Relations and Publicity. Each committee shall consist of at least three Club members, including at least one (1) or more directors. The Board of Directors, by resolution adopted by the majority of Directors in office, may designate and appoint any one or more such committees to have and exercise all of the authority of the Board of Directors to the extent allowed by law. The President shall designate the chairman of each standing committee.

Section 3     SPECIAL COMMITTEES

Special committees appointed by the President shall serve for such period as shall be designated by the President.

Section 4      **NOMINATING COMMITTEE**

The President shall appoint a Nominating committee at a meeting in March of each year in accordance with Article IV, Section 5, thereof.

Section 5      **MEMBERSHIP COMMITTEE**

The membership committee shall consist of three (3) or more members. They shall investigate and pass upon the qualification of all candidates for membership and report their conclusions to the Board of Directors.

Section 6      **MUSIC COMMITTEE**

The Music committee shall consist of three (3) or more members. They shall select and make arrangements for the playing of all music at Club sessions, entertainments, carnivals, etc.

Section 7      **RULES AND ICE COMMITTEE**

The rules and ice committee shall consist of three (3) or more members. They shall make rules and arrangements for the conduct of the Club members during the regular skating sessions, and divide the ice time into sessions corresponding to the requirement of the Club. Those rules and regulation shall be approved by the Board of Directors and then posted on the Club bulletin board.

Section 8      **ENTERTAINMENT COMMITTEE**

The entertainment committee shall consist of three (3) or more members. They shall provide and take charge of the social entertainment given by the Club.

Section 9      **TEST AND COMPETITIONS COMMITTEE**

The test and competitions committee shall consist of three (3) or more members who shall have complete charge of giving USFS tests, of setting dates and obtaining approved USFS judges for the tests. They shall have complete charge of all Club and inter-club competitions. The decisions shall rest with this committee as to persons eligible to enter any such test and competition.

Section 10     **DANCE COMMITTEE**

The dance committee shall consist of three (3) or more members who shall have complete charge of dance periods scheduled during the Club sessions. They will arrange for time with the rules and ice committee and for music with the music committee. They shall make up a complete program of dances to fit in the time allotted for dancing by the rules and ice committee.

Section 11     **JUNIOR MEMBERSHIP COMMITTEE**

The Junior membership committee shall consist of three (3) or more members who shall have complete charge of the junior group sessions. They shall make rules and regulations governing membership conduct on the ice and division of ice time for all junior group sessions, pending approval of the Board of Directors. They may ask for and receive help and advice from the other standing committees of the Club.

Section 12     **CARNIVAL OR SHOW COMMITTEE**

The carnival or show committee shall consist of member who will act as chairman of such sub-committees as the Board of Directors may designate. The members of the sub-committees should be appointed by the chairman of the sub-committee but approved by the Board of Directors.

#### Section 13 PUBLIC RELATIONS COMMITTEE

The public relations committee shall consist of members who will be responsible for coordinating all aspects of public relations for the Club, including publicity and promotion. The primary goal of their public relations efforts will be to create awareness and encourage the growth and development of the Club.

#### Section 14 BOARD MEETING

The chairman of the standing committees may be requested by the President to attend special meetings of the Board of Directors. They may enter into and take part in all discussions, but may not vote.

### ARTICLE VIII

#### Other

#### Section 1 CHECKS, DRAFTS, ETC.

All checks, drafts, or other orders for payment of money, notes or other evidence of indebtedness issued in the name of or payable to the Club shall be signed and endorsed by such persons or persons and in such manner as from time to time shall be determined by resolution of the Board of Directors.

#### Section 2 CONTRACTS

The Board of Directors, except as in the bylaws otherwise provided, may authorize any officer or officers, agents or agents, to enter into any contract or execute any instrument in the name of or on behalf of the Club, and such authority may be general or confined to specific instances. Unless so authorized by the Board of Directors, no officer, agent or employee shall have any power or authority to bind the Club by any contract or engagement or to pledge its credit to render it liable to any purpose or to any amount.

#### Section 3 RULES, REGULATIONS AND POLICIES

The Board of Directors shall determine the policies of the Club and may from time to time, adopt such rules, regulations and guidelines as it may deem advisable, not inconsistent with those bylaws or the article of incorporation.

All policies determined and rules and regulations adopted by the Board of Directors must be set forth in the minutes of the meeting of the Board of Directors at which they were determined and adopted. The policies, rules and regulations then in effect shall likewise be kept and maintained in two identical separate records of policies, rules and regulations and shall be made available for review by all persons who participate in the activities of the Club; one such separate record shall be kept and retained by the Secretary of the Club, and the other such separate record shall at all times be kept and maintained in the office of the registered agent of the Club. The separate records shall contain reference to the date each policy, rule and regulation was adopted and thereafter amended.

Any and all newly adopted and amended policies, rules and regulations shall be posted for a minimum of two (2) weeks following their adoption in a conspicuous place or places at or near the rink facilities regularly used by the Club for its skating activities. The policies, rules and regulations may likewise be distributed in such manner or posted at such other places and for such periods of time, or both, as the Board of Directors or any of the officers deem necessary and appropriate.

No policy, rule or regulation adopted shall be effective unless and until published, kept and maintained in such separate records and until first affixed at the place of posting.

#### Section 4 RULES AND PROCEDURES

The rules contained in the Robert's Rules of Order, revised, shall govern all meetings of the members, the Board of Directors, and the Executive committee in all cases in which they are applicable, and in with they are not inconsistent with these bylaws.

### ARTICLE IX Amendments

#### Section 1 POWER OF MEMBERS

New bylaws may be adopted or these bylaws may be amended or repealed by a vote of two-thirds (2/3) of the members of the Club at a meeting of members of the Club duly called pursuant to these bylaws, or by written consent of two-thirds(2/3) of the members of the Club.

#### Section 2 POWER OF DIRECTORS

Subject to the right of the members as hereinabove provided, to adopt, amended or repealed bylaws, and bylaws may be adopted amend or repealed by a vote of two-thirds (2/3) of the entire number of directors of the Club at any regular meeting of the Board, or by written consent of two-thirds (2/3) of the member of the Club.

### ARTICLE X Order of Business

#### Section 1. SEQUENCE

At stated and special meetings, the following order of business shall be observed

1. Roll Call
2. Reading of the minutes of the previous meetings
3. Reports of officers, Reports of committees
4. Unfinished business
5. New business
6. Adjournment

END