



Constitution and By-Laws of the Figure Skating Club of Charleston



Member Club #518 of
United Skates Figure Skating (US Figure Skating)

Adopted: March 1, 1998

Revised:

April 11, 2002

June 6, 2004

March 10, 2007

April, 2008

May 31, 2009

October 12, 2014

- Define notifications by “mail” to include both standard mail and electronic mail (“e-mail”), excluding Termination or Suspension of Membership notification.

- Combine the “Show Committee” and “Exhibitions Committee” into a single “Show and Exhibitions Committee”
- Add “Fund Raising Committee” as a standing committee
- Add a requirement for the club to hold liability insurance

January 23, 2016: Updated to incorporate Junior Board membership as approved on September 19, 2015.

January 12, 2019:

- Updated to incorporate Safe Sport as a new committee.
- Updated to change Fiscal year to match Tax year of October 1-September 30.
- Combined committees, where practical.
- Updated membership volunteer requirements.
- Added Executive Session option for information of a sensitive nature.

Article I
Name & Corporation

Section 1. Name. The Organization shall be known as The Figure Skating Club of Charleston (FSCC).

Section 2. Incorporation. The FSCC was incorporated under the Laws of the State of South Carolina on June 15, 1998, and was incorporated as a Non-profit Organization under Internal Revenue Service Code 501(c)(3) on March 21, 2001.

Section 3. Officers of Incorporation. The four officers of the FSCC shall be the four Officers of Incorporation.

Section 4. Corporate Seal. The Corporate Seal shall be the Great Seal of the State of South Carolina.

Section 5. Headquarters. The FSCC shall have its headquarters at the Carolina Ice Palace, 7665 Northwoods Blvd., N. Charleston, SC 29406.

Section 6. Liability Insurance. The FSCC shall carry liability insurance of no less than \$1 million covering the club and all board members.

Article II
Purpose

The primary purposes of the FSCC are: to encourage the instruction, practice and advancement of FSCC members in any and/or all of the disciplines of figure skating; to encourage and cultivate a spirit of fraternal feeling among ice skaters; and to carry out the general policies and objectives of United States Figure Skating.

Article III
Officers

Section 1. Officers. The officers shall be President, Vice-President, Secretary, and Treasurer. The officers must be members in good standing of the FSCC and the USFSA, must be eligible to hold office under Article VII, Section 2, and may only hold one office during the term.

Section 2. Term of Office. Officers shall hold office for a term of one year or until their successors

are elected. The term shall begin immediately following the election of officers (see Section 3 below).

Section 3. Method of Election. Immediately following the Annual Membership Meeting, the newly impaneled Board of Directors shall hold a special board meeting to elect from the members of the Board the office of President, Vice-President, Secretary and Treasurer.

Section 4. Vacancies of Office. Upon resignation, removal from office, death of an officer, or other circumstance wherein the officer may not complete his/her term, the Board shall, at the next scheduled Board meeting, elect a replacement from the Board to complete the remaining term.

Section 5. Removal from Office. An officer may be removed from office for failure to renew membership in the FSCC, or may be removed by a unanimous vote of the Board for failure to perform the duties of office. Prior to any vote for removal from office, the Board must specify the offense(s) to the officer (either in writing or verbally). The Board must permit the officer to make a statement to the Board prior to the vote.

Article IV

Duties of Officers

Section 1. General Duties. All officers have a duty to attend Board meetings. All officers have a duty to conduct themselves in an ethical and business-like manner. Failure to comply with the above duties may be grounds for removal from office (see Art. III, Section 5).

Section 2. President. It shall be the duty of the President to take charge of the FSCC; to preside at all meetings of the FSCC and of the Board. The President shall have the entire supervision and management of the FSCC and its property pending the action of the Board; the power to suspend any member for violating the bylaws or regulations of the FSCC, pending the approval of the Board; to call special meetings and FSCC meetings. The President, together with the Secretary, shall sign all agreements and contracts made by the FSCC upon approval of the Board.

Section 3. Vice-President. It shall be the duty of the Vice-President to assist the President in the discharge of his/her duties, and in the absence of the President, to assume his/her duties.

Section 4. Treasurer. The Treasurer shall have charge of the funds of the FSCC, shall maintain a record of all receipts and disbursements, and shall render a written report at each Board meeting.

Disbursements shall be made only upon vouchers approved by the Board. The funds shall be immediately deposited in the FSCC account in a bank approved by the Board, or in securities approved by the Board. All disbursements by check shall be signed by any one (1) of the 4 officers. The Treasurer shall not withdraw from the FSCC's checking and/or savings account (except to pay for ice fees) or other investment any funds earned in a prior year, except upon a majority vote by the Directors.

Section 5. Secretary. It shall be the duty of the Secretary to keep the minutes of all meetings of the FSCC and the Board, to post the minutes within 2 weeks following the meetings, to supervise all reports and documents connected with the business of the FSCC, to issue notices of all meetings of the FSCC and the Board, and to accomplish any similar task regarding administration of the FSCC. The Secretary must also maintain any election records for one year.

Article V

Board of Directors

Section 1. Qualification. Directors must be eligible members in good standing of the FSCC who have designated the FSCC as their Home Club, are eligible under Article VIII, Section 2, and meet all qualifications listed in MR 5.09 and MR 8.10 of the USFSA rule book. Instructor/coaches are permitted to be on the Board; however, instructors/coaches may not constitute more than 1/3 of the Board. Junior Board members shall be between the ages of 13 and 17 years old and conform to the same requirements as Directors.

Section 2. Number of Members. There shall be a Board of Directors composed of ten (10) eligible members of the FSCC in good standing and up to 2 junior board members.

Section 3. Term of Office. Members of the Board shall be elected each year at the Annual Meeting, and they shall serve for a period of two years. Returning board members shall serve a term of one year. Junior Board Members shall be elected each year at the Annual Meeting, and they shall serve for a period of 1 year. Consecutive terms are only allowed for Junior Board Members if position is uncontested.

Section 4. Vacancies. In the event of a vacancy on the Board (inclusive of Junior Board Members), it shall be filled by a vote of the remaining Directors. To be elected to fill the vacancy, the person must be an eligible FSCC member in good standing. The appointed Director (or Junior Board

Member) shall fill the remaining term of the vacated Director position.

Section 5. Method of Election. A nominating committee of 5 FSCC members in good standing, made up of 3 Board members and 2 non-Board members, shall be named by the Board approximately 60 days prior to the Annual Election Meeting. The general membership shall be notified that they may nominate Board candidates at this time by giving the name of the candidate to the nominating committee. The candidate's name must be accompanied by a statement saying the candidate is willing to serve on the Board of the FSCC for a three year term along with the candidate's signature. The candidate's willingness to serve shall be verified by the nominating committee. All nominations will close approximately 30 days prior to the Annual Election Meeting when the nominating committee gives their report to the Board. The report/slate shall be mailed (standard mail or electronic mail) and/or personally delivered to the voting membership approximately 15 days prior to the Annual Election Meeting. The membership shall be notified of the time/place of the Annual Election Meeting approximately 7 days prior to the said meeting. A member of the nominating committee shall appoint 3 tellers from the general membership present at the Annual Election Meeting to tally the votes. The candidates receiving the majority of votes shall serve a term of two years for new board members and one year for returning board members. In the event that the number of nominees is no greater than the number of seats open, election can be by acclamation at the annual meeting, and mailing (standard mail or electronic mail) or personal delivery of the slate of nominees will not be required.

Section 6. Voting by Proxy or By Mail. Eligible members in good standing may vote by proxy or by mail (standard mail or electronic mail).

- a. Voting by Proxy. Eligible members may give their proxy to any officer.
- b. Voting by Mail. The report/slate mailed (standard mail or electronic mail) out approximately 15 days prior to the Annual Election Meeting will include a ballot with a control number. The ballot must be mailed (standard mail or electronic mail) to the Secretary. The envelopes are to remain unopened, and delivered to the tellers at the Annual Election Meeting. The tellers will open all ballots to cross-check control numbers, and tally the ballots. Any ballot not received in the mail (standard mail or electronic mail) the day prior to the election shall be invalid.

Section 7. Duties of the Nominating Committee. The nominating committee shall take charge of the entire election process. This shall include: 1) notification of the election meeting; 2) printing, distribution, and collecting of ballots; 3) conduction of elections during the Annual Meeting; and 4) any other duties related to elections. The Chairperson of the nominating committee shall not be a member of the Board, an officer, or an immediate family member of a Board member or officer.

Section 8. Quorum. Sixty percent (60%) of the Board members (or 6 members, excluding Junior Board Members) shall constitute a quorum.

Section 9. Meetings. The Board shall meet at least once per month during the skating season, with no less than 9 meetings during the calendar year. The date of such meetings shall be set by the President or, in his/her absence, by the Vice-President. Any four members of the Board may call a Board meeting upon written notice to all Directors--the notice must be postmarked at least seven days prior to the meeting. The notice shall state the date, time, location and purpose of the meeting, and the names of the four Board members calling the meeting.

Section 10. Authority. The Board shall have the entire authority in the management of affairs and finances of the FSCC and shall have general control over its property. All rights and powers connected therein shall be vested in the Board. The Board shall make such rules as they deem proper respecting the use of the FSCC's property; prescribe rules for the admission of nonmembers; fix penalties for offenses against the rules; and make rules for their own government and for the government of the committees appointed by them. The Board has the power to approve/disapprove chairpersons appointed by the President, and may create committees as necessary. Junior Board Members shall have input and voting privileges for all items except financial commitments and sanctions.

Section 11. Financial Duties. All appropriations from the funds of the FSCC shall be made by the Board. The Board shall audit records of the Secretary, Treasurer, and committees. The Board shall approve the budget prepared by the Finance Committee, and submit the annual budget to the general membership at the Annual Meeting. The budget must include anticipated expenditures for the coming year, as well as proposals of sources of revenue to meet the expenditures. The Board shall ultimately be responsible for filing federal and state income tax returns yearly and perform any of the duties deemed necessary by the Board. The Board shall

have the power to limit the indebtedness of a member of the FSCC.

Section 12. Board Member Limitation. The office of the Board member shall be vacated if he/she:

- a. Is found to be mentally incapacitated.
- b. Is convicted of a felony or a misdemeanor crime involving dishonesty or a false statement.
- c. Notifies the FSCC in writing of resignation.
- d. Is no longer a member of the FSCC.
- e. Misses more than 2 consecutive meetings in a fiscal year without verbal or written notice to the President or Secretary.
- f. Misses more than five (5) meetings per year for any reason unless specifically excused by the majority of the board of directors.

Section 13. USFSA Delegates. The President shall have the option to represent the FSCC at the annual USFSA Spring Governing Council Meeting, and shall propose additional delegates to be approved by the Board. All delegates must be eligible under USFSA Rulebook MR 8.10., and under FSCC Constitution Article VII, §2. All delegates must present a written report to the Board at the first Board meeting following the spring Governing Council Meeting.

Article VI Committees

Section 1. Standing Committees. Subject to the approval of the Board, the President shall appoint the chairpersons for each of the Standing Committees within 30 days of election to the office. The appointed chairperson(s) may recommend to the Board the names of their respective committee members, if additional members are necessary, and the Board shall coordinate committee assignments. Chairpersons need not be a Board member.

Section 2. Names. The Standing Committees shall be: (1) Membership Committee; (2) Test Committee; (3) Show, Exhibitions, and Seminars Committee; (4) Finance Committee; (5) Competition Committee; (6) Constitution/By-Laws and Sanctions Committee; (7) Hospitality Committee; (8) Web-Site and Communications Committee; (9) Fundraising Committee; (10) Safe Sport Committee.

Section 3. Duties of the Standing Committees.

Each committee is responsible for submitting budget requests to the Finance Committee for the annual budget. If warranted, any committee chairperson position may be divided into co-chairperson positions.

- a. **Membership Committee.** The membership chairperson shall collect membership dues, solicit new members, prepare the roster when necessary, and carry out other duties pertaining to the membership of the FSCC. The committee shall maintain a list of members in good standing. The chairperson must present a list of members in good standing upon the President's request (for competitions, tests, etc.).
- b. **Test Committee.** The test chairperson shall be responsible for preparing testing schedules, preparing sheets necessary for the judges, arranging with the rink management the necessary test ice (with Board approval), posting sheets listing times of testing and sign-up sheets, and performing any other duties pertaining to skating tests.
- c. **Show, Exhibitions, and Seminars Committee.** The chairperson shall cooperate with the rink management, the Board and the general membership of the FSCC to help stage all shows, exhibitions, and seminars. The committee shall explore opportunities for shows, exhibitions, and seminars for the skaters.
- d. **Finance Committee.** The committee shall assist the Treasurer in planning budgets and shall advise in the general administration of and in the disbursement of the FSCC/s funds. The committee, in conjunction with the treasurer, shall prepare a yearly financial report and budget for presentation to the Board. The budget must include anticipated expenditures for the coming year, as well as proposals of sources of revenue to meet the expenditures. The committee shall coordinate all paperwork to turn over to the accountant hired by the Board for preparation of all year-end filings for all governmental agencies, where and when required.
- e. **Competition Committee.** The competition chairperson(s) and committee shall create the competition announcement and send it off for a sanction. The chairperson(s) shall create the competition through Entryeze and manage email communications associated with the event. The chairperson(s) shall work alongside the referee to organize the judges,

schedule, practice ice, and all other aspects of the event. This committee will communicate with the hospitality committee to arrange the food and volunteers for the competition and the test chair will help with judges if available.

- f. **Constitution/By-Laws and Sanctions Committee.** The Parliamentarian shall be the chairperson of the Constitution/by-Laws committee. The committee shall provide assistance on interpreting the constitution/By-Laws of the FSCC. They shall draft and present to the Board and to the general membership for approval all proposed amendments to the Constitution/By-Laws. The chairperson shall be responsible for obtaining sanctions for all exhibitions, shows, and performances.
- g. **Hospitality Committee.** The chairperson shall organize all social functions for the FSCC. The chairperson shall be responsible for organizing food and lodging for visiting judges, official, and guests of the FSCC.
- h. **Website and Communications Committee.** The chairperson shall supervise the content of the website, and be the principal link between the Board-approved webmaster and the FSCC Board. The chairperson will be responsible for ensuring that relevant materials are posted on the website in a timely manner and that Board-approved committee chairs have access for posting to their respective sections. The chairperson shall be responsible for publishing or delegating publication of a newsletter and for posting announcements on the club bulletin board and webpage in collaboration with other committee chairs.
- i. **Fund Raising Committee.** The chairperson will be responsible for leading fund-raising efforts for the benefit of the club and special events.
- j. **Safe Sport Committee:** The chairperson shall ensure that the FSCC is following USFSA's Athlete Protection Policies to help prevent sexual, emotional and physical abuse of an Athlete or Non-athlete Participants at U.S. Figure Skating sanctioned events and activities. U.S. Figure Skating requires each Member Club and organizers of U.S. Figure Skating sanctioned events and activities to implement, monitor and report violations of the policies contained within the USFA's SafeSport Program Handbook.

Section 4. Special Committees. As necessary, the President, with approval from the Board, may

establish special committees and appoint a chairperson.

Article VII

Elections

Section 1. See Article 111, Section 3 for election of officers. See Article V, Sections 5, 6, and 7 for election of Board members.

Article VIII

Membership

Section 1. Candidates for membership shall be individuals interested in the goals of the FSCC who conform to the definition of eligible or ineligible skater as specified in the rules and Constitution of the USFSA.

Section 2. Classes of membership. Membership classes, dues, and rights of each membership class will be determined each fiscal year by Board vote, and are incorporated by reference herein.

Section 3. Voting Membership. Voting rights are extended to any member of the following classes of members who shall have attained the age of 18 years as of July 1 of the current membership year: Senior (including Newcomer and Prorated), Parent/Guardian, Collegiate, Transfer, Senior Citizen, and Life Members.

Section 4. Application for Membership. Applications for admission, with appropriate fees, shall be submitted to the Membership Chairman. The Membership Chairman shall submit all applications to the Board for their approval. The Board must vote on the application within 30 days of receipt. No person shall be granted membership if the majority of the Board objects to the admission of such person. Rejection of an application cannot be discriminatory as to race, religion, creed, sex, race, national origin, or age. Each applicant must be notified by the Membership chair within 10 days of the Board's decision.

Section 5. Membership Requirements. Primary and parent memberships include volunteer requirements. Once the skater and/or family member(s) have achieved their required volunteer hours (5 hours per individual, 10 per family), then the Club will credit \$50 towards membership for the following year.

Section 6. Termination & Suspension of Membership. Membership may be terminated by a majority vote of the Board in accordance with Art. XI, §5. Notice shall be given to said member by registered mail at his/her address as it appears on FSCC records within 10 days of the hearing. The member must be notified of the date, time, location, and reason for vote of termination/suspension of membership. The member is permitted to make a statement on his/her behalf to the Board before a vote on termination/suspension. The member should not be present for the vote. The member will be notified within 10 days of the termination/suspension. Note that termination and/or suspension of membership does not relieve the terminated or suspended member from any obligations for charges incurred, services or benefits rendered, dues, assessments, or fees arising from contract or otherwise. The FSCC reserves the right to obtain any outstanding payments via any legal mean (i.e.-collection agencies). Appeal rights shall be governed by the USFSA rules and bylaws.

Article IX Instructors

Section 1. The Board must approve by a majority vote all Club Professionals (Club Pros) allowed to teach on FSCC sessions ("Club Ice"). Said Club Pros shall then be required to join the FSCC, but will be non-voting members. All Club Professionals must be members of the Professional Skaters Association (PSA); must abide by all rules, including ethics and conduct rules, of the PSA and USFSA; and carry liability insurance through, or equivalent to that offered through, the PSA.

Article X Club Meetings

Section 1. Time. There shall be an Annual Meeting of the FSCC membership each year. A stated meeting shall be held between April 1 and May 31 of each year.

Section 2. Special Meetings. The Secretary shall call special meetings of the general membership at the direction of the President, or upon the written request of 10% of the FSCC members in good standing.

Section 3. Quorum. Thirty percent of all members who are entitle to vote and are in good

standing shall constitute a quorum for the transaction of business. When voting for the Board of Directors, mail-in (standard mail or electronic mail) ballots may count towards quorum, if necessary.

Section 4. Notice. Notices of stated and special meetings shall be mailed (standard mail or electronic mail) by the Secretary to every member at least 10 days in advance, and shall be posted by the Secretary for the same length of time on the FSCC bulletin board.

Section 5. Special Meeting Limitation. No business shall be transacted at a special meeting except that of which written notice was given.

Section 6. Executive Sessions. Should information of a sensitive nature need to be discussed, the board will close the regular meeting and enter into an executive session. Any board member may request an executive session.

Article XI

Conflict Resolution and Disciplinary Procedures

Section 1. Complaints. Any member or members having complaint against another member for the infraction of any law or rule, or for conduct injurious to the FSCC, may report the incident, in writing, to the Board. Such complaint shall set forth the facts, together with the witnesses (if any), and shall be signed by the complainant. If the complaint involves an infraction or any law or rule other than a USFSA Skating Rule, a closed meeting of the Board shall be held as soon as practicable to appoint a conflict resolution review panel (Review Panel) for investigation according to the Conflict Resolution Policy contained within this Article. The complainant(s) and the member complained against shall be given copies of any written statements regarding the complaint. If the complaint involves an infraction of a USFSA skating rule, the complaint will be handled directly by the Board under Art XI, §5 and the USFSA Grievance rules. The Board at all times reserves the right to bypass the conflict resolution process, investigate the allegation directly and proceed to a Suspension or Termination Hearing where appropriate.

Section 2. Conflict Resolution Review Panel. A panel of objective people, uninvolved with the conflict in question, will be appointed by the Board. The Review Panel will be comprised of at least three (3) members of the Figure Skating Club of Charleston, with at least one (1) member

chosen from the Board of Directors or Officers. The duties of the panel will be to gather information, investigate the complaint, and attempt to resolve the conflict using the steps indicated in Art. XI, §3, in the USFSA Rulebook/webpage/publications or any procedure approved by the Board.

Section 3. Conflict Resolution Policy. The Review Panel will take appropriate steps to clarify the issues, interview all parties involved, and identify possible solutions. Once the Review Panel has agreed upon possible solutions, at least one member of the Review Panel will meet with the parties to select the appropriate solution. If the parties will jointly agree in writing to a resolution, that resolution will be brought before the entire Review Panel for approval. At that point, the conflict will be considered resolved and the solution binding on all parties. The Review Panel will present a written report to document the process and outcome, within 30 days of the resolution, to the Board at either a special meeting, or during a closed portion of the next regular Board meeting.

Section 4. Procedure if Resolution Unsuccessful or if Further Process Required. If the conflict cannot be resolved, or the parties do not abide by their agreement, the Review Panel will report to the Board, at which time the Board may recommend further conflict resolution, consult with the USFSA membership liaison, appoint a new Review Panel or proceed to a Termination and Suspension Hearing (XI, §5). If the Review Panel determines that appropriate resolution may to terminate or suspend membership or to report the complaint to the USFSA Grievance Committee, or law enforcement authorities, the Board will convene a Hearing (Art. XI, §5), or inform the appropriate authorities.

Section 5. Termination or Suspension Hearing. Notice of any hearing before the board will be given in writing at least ten (10) days prior to a hearing date to any complainant(s) and member complained against, and will include any written statements regarding the complaint and the Review Panel report. A closed hearing will be convened by the President, with a quorum of the Board present for the hearing to proceed. If a Board member is a witness, complainant of the family member of a witness or complainant, that Board member shall recuse himself/herself from the proceedings. Prior to convening the hearing, the President and the board should agree on a process for asking questions of the parties so that the hearing will remain orderly. The complainant shall be permitted to speak first. The complainant's witnesses may then speak. The

member complained against may then present his/her side. All parties to the issue will then be dismissed for the Board to deliberate and vote on findings and discipline, if any. All parties will be notified in writing of the Board's decision, if any, within 10 days, for the hearing.

Article XII

Fees, Dues and Assessments

Section 1. Fees. The annual dues payable to the FSCC shall in such amount as determined from time to time by the Board.

Article XIII

Fiscal Year

Section 1. The 2017-2018 Fiscal Year (FY) shall run from October 1st, 2017 to September 30th, 2018. All subsequent Fiscal Years shall run from October 1st to September 30th. Our FY will not coincide with the USFSA Fiscal Year of July 1st to June 30th .

Article XIV

Membership in the USFSA

Section 1. The FSCC shall maintain its membership in the USFSA and conduct its affairs in a manner consistent with the bylaws of that association. Members shall conduct themselves in a manner consistent with the codes and ethics as stated by the USFSA and the United States Olympic, Committee. The FSCC shall follow the provisions of the US Internal Revenue Code, Section 501 (c)(3).

Article XV

Code of Ethics

Members are to be thoroughly familiar with the rules of the USFSA, and the FSCC, to comply with those rules in full, and to exemplify the highest standards of fairness, ethical behavior, and genuine good sportsmanship in any of their relations with others. Any person whose acts, statements, or conduct is considered detrimental to the welfare of amateur skating is subject to the loss of membership in the FSCC.

Article XVI

Amendments to Bylaws

Section 1. Procedure for Amendments. Amendments proposed to these bylaws may be acted upon at any Annual or Special General Membership Meeting, provided that the notice of the meeting states the general character of the proposed amendments. Amendments proposed to these bylaws shall be posted in their entirety on the FSCC bulletin board at least 10 days prior to the meeting provided all such amendments have received the approval of the Board.

Amendments to these bylaws shall be made by a majority vote of the eligible members present at the meeting. Voting members may give a proxy to any officer or may mail (standard mail or electronic mail) in a vote to the Secretary, which must be received prior to the stated meeting date. Any votes received after the stated meeting shall be invalid.

Article XVII

Order of Business

Section 1. Sequence of Business. The following order of business shall be observed at stated and special meeting of the Board, and at General Membership Meetings:

- a. Call to Order, Roll Call & Determination of Quorum
- b. Reading of the Minutes
- c. Treasurer's Report
- d. Reports of the Officers
- e. Reports of Standing Committees
- f. Reports of Special Committees
- g. Old Business
- h. New Business
- i. Miscellaneous (including comments/questions from non-Board members)
- j. Calendar
- k. Adjournment

Section 2. Voting. All questions shall be determined by a majority (after determination of quorum) Board vote unless otherwise stated in these bylaws.

Article XVIII

Dissolution

Section 1. The affairs and activities of the FSCC shall always be conducted in such a manner that no part of its net earnings shall accrue to the benefit of any one member, officer, or other individual.

Section 2. In the event of dissolution of the FSCC, any and all funds and other property then owned by the FSCC shall be distributed to or for the use of such charitable education organizations meeting the requirements of Section 501(c)(3) of the Internal Revenue Code, or any amendment thereof or successor thereto then in force, as the Board shall then select and determine.