

CONSTITUTION AND BY-LAWS OF THE SILVER BLADES FIGURE SKATING CLUB, INC. OF GREATER KANSAS CITY

Member Club of The United States Figure Skating Association

Adopted: April 28, 1964

Amended: December 14, 1976

February 27, 1980

October 17, 1982

April 01, 1985

May 21, 1987

February, 1988

October, 1990

October 13, 1994

February, 1997

October 07, 1998

January 25, 2000

July 9, 2001

January 29, 2002

February 2, 2004

September 30, 2006

September 17, 2007

April 20, 2008

May 1, 2009

May 9, 2010

ARTICLE I

NAME AND INCORPORATION

SECTION 1. NAME.

The organization shall be known as Silver Blades Figure Skating Club, Inc. of Greater Kansas City.

SECTION 2. INCORPORATION.

The club was incorporated under the laws of the State of Missouri, July 25, 1939. The club was incorporated under the laws of the State of Kansas, April 1, 1980 and the club is Tax Exempt under the Internal Revenue Code Section 501.C3.

SECTION 3. OFFICERS OF INCORPORATION.

The four officers of the club shall be the four officers elected each year.

SECTION 4.

This club shall have its headquarters at:

Pepsi Ice Midwest
12140 W. 135th Street
Overland Park, KS 66221

(a suburb of Kansas City, Missouri)

SECTION 5.

All references to "he" shall be deemed to also include reference to any female. Nothing in these By-Laws shall preclude any female from holding any office by use of the "male" term.

ARTICLE II

PURPOSE

SECTION 1.

The Mission and Purpose of the Silver Blades Figure Skating Club of Greater Kansas City is to be a leader in the sport and art of figure skating by challenging each member to achieve one's highest potential and personal goals. We will accomplish this by:

- * Providing a safe, supportive environment for competitive training and excellence.
- * Cultivating an atmosphere of mutual respect and social interaction, while promoting good sportsmanship, positive role models and lasting friendships both on and off the ice.
- * Inspiring strong qualities of discipline, self-confidence and poise that will continue throughout the members' life.
- * Promoting opportunities for community service, leadership, and mentoring of younger members.

The Silver Blades Figure Skating Club of Greater Kansas City is committed to this Mission while also carrying out the general policies and objectives of United States Figure Skating and promoting the sport of figure skating in our community.

ARTICLE III

SECTION 1. The club shall make By-Laws for its government.

BY-LAWS

ARTICLE I

SECTION 1. OFFICERS.

The officers shall be President, Vice-President, Secretary, and Treasurer.

SECTION 2. BOARD MEMBERS.

There shall be a panel of five (5) members including the immediate Past President for one year after his/her term as president to assist the Officers of the club in conducting club business. If the immediate past president has served his one year, then that vacancy on the board shall be filled by another board member.

ARTICLE II

SELECTION OF OFFICERS AND BOARD MEMBERS

SECTION 1.

Selection of Officers and Board Members shall be by a Nominating Committee consisting of five (5) members or by "Other Nomination" as specified in Section 3 below, and in the event of vacancies during the term of such officer or Board Member as provided for in Article IV.

SECTION 2.

The Nominating Committee shall be elected by ballot as prescribed below at the Fall Meeting.

- A. **ELIGIBILITY TO SERVE ON NOMINATING COMMITTEE.** All members in good standing, age 18 years and older with the exception of Restricted Amateurs and Affiliates shall be eligible for election to the Nominating committee with the exception of the members who served on the committee during the preceding year.
- B. **METHOD OF ELECTION.** The Past President shall serve as the Chairman of the Nominating Committee. If the Past President cannot serve as Chairman or there is no current Past President serving on the Board, the highest ranking officer, who will not be on the Board for the following year, shall serve as the Chairman of the Nominating Committee. If no officer can

serve as Chairman due to their potential election to the Board for the following year, or for any other reason, then the President shall appoint the Chairman of the Nominating Committee from within the Board of Governors. This person must be entering their second year of their two year term and not up for election as an officer, subject to the approval of the Board of Governors. If no member of the Board of Governors is willing or able to serve on the Nominating Committee then the President shall appoint anyone who has served on the Board of Governors at any previous time. In any event, the President shall appoint one other member of the Nominating Committee, with the approval of the Board of Governors. All voting members present at the Fall Meeting shall submit a handwritten ballot with the names of three (3) eligible members of their choice. The three (3) members receiving the greatest number of votes shall be elected to serve on the Nominating Committee. No member of the nominating committee, unless already serving an existing term that does not require election, shall be eligible for election to the Board.

- C. DUTIES. The nominating committee shall present a slate of officers and Board Members to the membership by mail ballot on or before April 1, unless there is only one candidate per position in which the slate and member profiles will be emailed to each member and voted on at the Spring General Membership meeting. Before submitting the slate each member eligible for an office or board member position must be contacted for self submission by the nominating committee. Notification may be done either by phone or email.. Any member eligible may self submit at any time for any position by contacting a member of the nominating committee. All self submissions will be presented on the slate and the member with the most votes will hold the position. To be on the slate you must self submit.
- D. BALLOT PROCESS. The nominating committee will verify eligibility of all self-submissions.
- E. PROFILE OF CANIDATES. The nominating committee will present a profile of each candidate with the ballots presented to the membership.

SECTION 3. ELIGIBILITY TO BE AN OFFICER OR BOARD MEMBER.

Any member in good standing 18 years and older actively involved in skating with the exception of Restricted Persons, and Affiliates shall be eligible to have his name put on the slate to serve as Club Officer or Board Member. Active involvement in skating is defined as being an active skater 18 years of age and older, being a parent of an active skater under 18 years of age, or being actively involved in skating as a coach or judge. Family membership only provides membership for one parent, however, if the other parent wishes to run for the Board of Governors they may provided they meet all other requirements. Professional members may be elected to the Board of Directors, but may not hold an office. No candidate shall be elected to any office unless he shall have been nominated as herein provided and shall have consented to such nomination and shall, as of July 1, when taking office, have been a member of the Club for six (6) calendar months or more (but not necessarily immediately preceding the time he is nominated to take office). No candidate shall be elected to serve as President or Vice President unless he shall have been nominated as herein provided and shall have consented to such nomination and shall have served as a board member for one full year or more.

SECTION 3A. TERM LIMITS FOR OFFICERS AND/OR BOARD MEMBERS

Any person elected to serve on the Board shall serve for a two-year term. No person otherwise eligible to serve on the Board or as an Officer may be nominated and, if elected, serve as a Board Member or Officer if he has served five previous consecutive years on the board, with the exception that the Immediate Past President may, without election, serve one additional year immediately after his term as President if he is willing and able to serve. No individual shall serve more than a total of five (5) consecutive years on the Board. The board member must be absent from the Board for one year, prior to re-election. These limitations shall apply to all current members, and therefore, shall be retroactive in its application.

SECTION 4A. ELECTION OF OFFICERS AND BOARD MEMBERS.

Members in good standing age 18 and older with the exception of Restricted Persons, and Affiliates shall vote by mail in ballot to be returned to the nominating committee by May 1 unless there is only one candidate per position in which the slate will be voted on at the Spring General Membership meeting.

ARTICLE III

DUTIES OF OFFICERS

SECTION 1. DUTIES OF PRESIDENT.

- A. It shall be the duty of the President to take charge of the Club, to preside at all meetings of the Club, and of the Board of Governors. He shall have the entire supervision and management of the Club and its property pending the action of the Board of Governors; the power to suspend any member for violating the By-Laws or Regulations of the Club, pending the approval of the Board; to call special board meetings and Club meetings.
- B. The Board may delegate at its discretion to members the right to sign contracts on behalf of the Club. The President or secretary can sign contracts and other agreements on behalf of the Club.
- C. The President shall have the right to vote on all members before the Board of Governors.
- D. The President shall appoint the chairs of standing committees and the Test Chairperson subject to the approval of the Board of Governors.

SECTION 2. DUTIES OF THE VICE-PRESIDENT

- A. It shall be the duty of the Vice-President to assist the President in the discharge of his duties and in his absence to assume his duties and officiate in his stead.
- B. The Vice-President shall be Chairperson of the By-Laws Committee, whose duty it shall be to review the By-Laws not less than once yearly. This duty may be delegated with the concurrence of the President.
- C. The Vice-President may be given such other duties by the Board upon vote of the Board.

SECTION 3. DUTIES OF THE TREASURER.

- A. The Treasurer shall have charge of the funds of the Club, shall keep a record of all receipts and disbursements and shall render a written report monthly, a year end report and file an annual tax return. The Board of Governors shall have the power whenever they deem it necessary to appoint an Assistant Treasurer. The Chairs of the Club's sanctioned competition(s) and Ice Show shall designate "assistant treasurer(s)" with the power to write checks consistent with the prior approved budget of the events on the account for that event, but such "assistant treasurers" must be approved by the Board.
- B. The funds in the name of the Club shall be in a bank approved by the Board of Governors. All disbursements by check shall be signed by the Treasurer, or authorized signer(s), the President or another designated officer.
- C. The Chairpersons for any competition or Ice Show shall submit budgets to the Board of Governors for the events of which they are chairs. Funds referenced in the approved budget may thereafter be deposited and/or disbursed by the person(s) approved by the Board from a separate "special account". At the conclusion of the event, the person(s) approved by the Board to act as "assistant treasurers" shall report to the Club Treasurer full disposition of all monies from the "special account". Thereafter, the Treasurer shall decide any disposition of remaining

funds in the "special account" or if no decision is made, the funds shall remain in the special accounts from year to year to be used for the event(s) for which it was established.

- D. The funds received from memberships and from other activities shall be deposited in "working account[s]" which is separate from any special accounts.
- E. "Special Accounts" may be set up with the approval of the Board of Governors for the Ice Show, any sanctioned competition(s) or any other matter.
- F. The Treasurer with the assistance of the Board of Governors shall prepare and submit a budget of anticipated expenditures and revenue for the coming year at the Fall Meeting for adoption by the membership.

SECTION 4. DUTIES OF THE SECRETARY.

- A. It shall be the duty of the Secretary to keep minutes of the meeting of the Club and of the Board of Governors and to supervise all reports and documents connected with the business of the Club; to supervise keeping of a roll of memberships, together with the dates of their acceptance and record of any suspensions or expulsions.
- B. He shall supervise the correspondence of the Club, post notices at the rinks with purposes of the meeting stated, and notify Officers and Board Members of scheduled meetings.

ARTICLE IV

BOARD OF GOVERNORS

SECTION 1. TERM OF OFFICE.

- A. The terms of the members of the board shall be staggered so that four (4) board Members, in the year that the Immediate Past President serves, or five (5) members if the Immediate Past President is not serving, shall be elected each year. Any person elected to serve on the Board shall serve for a two-year term. Officers shall serve for a period of one (1) year beginning with the Fiscal Year July 1, or until their successors are elected, this one (1) year period will be one (1) of their two (2) year term on the Board.
- B. Under no circumstances will the President continue in office for more than four years.
- C. No Board Member shall continue in the same position for more than four years.
- D.. No member shall hold more than one board position at a time.
- E.. See Article II, Section 4a above regarding Term Limits.

SECTION 2. POWERS AND DUTIES OF THE BOARD OF GOVERNORS.

- A. The Board of Governors shall hold monthly meetings. The dates of such meeting shall be stated by the President, or in his absence, by the Vice-President.
- B. Any three (3) members of the Board of Governors may call a Board meeting upon written notice of all the members of the Board of Governors at least three (3) days prior to the meeting. The notice shall state the date of the meeting, purpose for which the meeting is called, and the names of the three (3) members requesting the meeting.

SECTION 3. QUORUM.

Five (5) members shall constitute a quorum.

SECTION 4. AUTHORITY.

They shall have entire authority in the management of affairs and finances of the Club and shall have general control of all its property. All rights and powers connected therein shall be vested in them.

SECTION 5. RULES.

The Board of Governors shall make such rules as they deem proper respecting the use of the Club's property; prescribe rules for the admission of nonmembers and the expulsion or suspension of members; fix penalties for offenses against the rules, and make rules for their government of the committees appointed by them.

SECTION 6. APPROPRIATIONS.

- A. Appropriations within the adopted budget for the Club must be approved by the Board of Governors. Revenues received for special purposes may be expended for such purposes with the approval of the Board of Governors.
- B. Appropriations for special events, such as the Ice Show and Competitions shall be made after the approval of the budget for that event. Thereafter, the chairs for the event shall be responsible for appropriations within the budget. Any further appropriations beyond the approved budget must first be approved by the Board of Governors after presentation to the Board of Governors by the Chairs of the event with rationale therefore.

SECTION 7. AUDITS.

The Board of Governors shall at a minimum audit the records of the Treasurer each time there is a change in the occupant of the position; the Board of Governors may audit the records of the Secretary and of the Committees. Records may be audited by the Board of Governors at any time during the Treasurer's tenure at their discretion. The Board of Governors may appoint a qualified individual or organization from either inside the Club or outside the Club to conduct such audit(s).

SECTION 8. INDEBTEDNESS.

The Board of Governors shall have power to limit the indebtedness of a member of the Club to the Club and to suspend or expel such member for failure to comply with the requests of the Board consistent with the provisions of the By-laws.

SECTION 9. APPLICANTS FOR MEMBERSHIP.

Applications for membership shall be submitted to the Board of Governors for acceptance. Acceptance of an application for membership shall be by 2/3 (two-thirds) majority vote of the Board of Governors. No rejected candidate shall be eligible for membership within six months after rejection. At the discretion of the President the vote shall be taken by ballot.

SECTION 10. DELINQUENT DUES.

Membership dues and ice time from the previous membership year shall be paid in full at the time of application or renewal of application for membership. If such indebtedness is not paid in full, and the Treasurer has been unsuccessful in attempts to resolve the matter to his satisfaction, the Board, in its discretion, upon a majority vote, may take any or all of the following steps after first giving the member two weeks written notice of such proposed action in writing at the member's address as listed in the most recent membership list or as known to the Board: refuse to continue the membership of the indebted member (including the membership of any minor children for whom he is responsible for their fees), suspend the member's privileges as a member of the Club, including refusing to permit such member or his children to skate on Club ice time, participate in Club events such as the Club Competition and/or Ice Show, refuse to sign any applications for any qualifying or non-qualifying competition for the indebted member or his children, refuse to permit that member or his children to be tested, refuse to permit such member to hold office on the Board of Governors, or vote in elections. "Arrears" shall be defined as being 60 days past due on sums due and owing the Club and satisfactory arrangements having not been made with the Treasurer.

SECTION 11. SUSPENSIONS, EXPULSION FROM CLUB MEMBERSHIP, POSITION AS STANDING COMMITTEE CHAIRMAN OR TEST CHAIRMAN..

The Board of Governors shall have the power to suspend or expel any member, or remove from office the Chair of a Standing Committee, or the Test Chairperson for violations of the Constitution and/or By-Laws or for conduct which they shall deem improper. A member, Standing Committee Chairperson, and/or Test Chairperson must be given two weeks written notice of a proposed suspension, expulsion or removal from the Club and/or office. The notice shall be sent certified mail return receipt requested to the address given in his annual membership application with the reasons being clearly delineated. If the member, Standing Committee Chairman, or Test Chairman desires a hearing, the member, Standing Committee Chairman, or Test Chairman must make such request in writing to the President; that request must be received by the president within seven days of the member, Standing Committee Chairman, or Test Chairman receiving notice of the proposed Board action. Failure to make such a request in the manner designated will result in waiver of any right to a hearing and the proposed action will become effective on the eighth day after receipt by the member, Standing Committee Chairman, or Test Chairman of the proposed action. If the "delineated reason" for the proposed action is of the nature of a "theft" from the Club or an assault or battery on any member or guest of the Club then in that event, the member, Standing Committee Chairman, or Test Chairman shall be deemed to be "suspended" upon the date he receipts for the notice of the proposed action, pending resolution of the proposed action by the Board of Governors. In all other proposed actions, the member, Standing Committee Chairman, or Test Chairman shall remain in his position pending resolution by the Board of Governors of the proposed action or acceptance of the proposed action by the member, Standing Committee Chairperson, or Test Chairman. The member, Standing Committee Chairman, or Test Chairman may be represented by a person of his choosing at the hearing, said hearing to take place within two weeks of the receipt of request for hearing by the President. The hearing shall be closed to the public but open to the membership. Notice of the hearing date shall be posted on the Club Bulletin Board and conveyed in writing to the person who requested the hearing by First Class Mail and/or orally by the President. A quorum of the Board of Governors shall have the right to make the final decision regarding the proposed action which is not subject to any further appeal.

SECTION 12. READMIT TO MEMBERSHIP.

The Board of Governors may at a regular Board Meeting readmit to membership any former member whose resignation has been fully accepted. Such readmission must be passed on by the 2/3 (two-thirds) majority vote of the Board of Governors. No rejected candidate shall be again proposed for reinstatement within six months after rejection.

SECTION 13. DROP AND REINSTATE TO MEMBERSHIP.

The Board shall have the right to reinstate Members who have been suspended upon a majority vote of the Board. It is at the Board's discretion how long such suspension shall last.

SECTION 14. STANDING COMMITTEES.

The Board of Governors shall approve all standing committee chairmen selected by the President. The Board of Governors shall have full authority over them except as hereinafter provided and shall appoint such other committees as shall seem to them necessary.

SECTION 15. US Figure Skating DELEGATE.

The Board of Governors shall elect a Delegate or Delegates to the Governing Council of the US Figure Skating The Club Secretary shall inform the US Figure Skating Secretary, in writing of the name and address of the delegate(s) elected. Said delegate(s) shall attend the US Figure Skating meetings either in person or by proxy. The Board may, as it sees fit, pay the traveling expenses or portion thereof of the Delegate(s) to the US Figure Skating meetings.

SECTION 16. EXPENDITURES AND REVENUE.

The Board of Governors shall review and act upon:

- A. The Treasurer's report of anticipated expenditures and sources of revenue for the coming year.

- B. The Board of Governors shall also review and act upon the budgets proposed by the Chairs of any competition sanctioned by the Club and the Ice Show Chairs.
- C. The tax return compiled by the Treasurer or tax accountant approved by the Board, filed annually.
- D. The Board of Governors shall have the right to veto expenditures by any committee chair upon a vote of the majority of the Board of Governors.

SECTION 17. BOARD OF GOVERNORS LIMITATION.

The position of a Board of Governor shall be ipso facto vacated:

- A. If he is declared incompetent by a court of competent jurisdiction.
- B. If he is convicted of a felony offense while serving his term.
- C. If by notice in writing to the Club he resigns his office.
- D. If he no longer is a member of the Club.

SECTION 18. REMOVAL FROM BOARD

Any member of the Board of Governors including a Club officer may be removed upon a majority vote of the Board of Governors at any meeting and replaced by a person chosen by the President (or Vice President if the President is removed) subject to the approval of the remaining Board of Governor members upon one of the following occurring:

- A. Who is absent for three (3) regularly scheduled monthly meetings of the Board, without rendering sufficient reason for such absences;
- B. For cause as determined by the Board consistent with US Figure Skating rules and By-laws and Constitution of Silver Blades; including a change in the eligibility of a member of the Board of Governors to hold an officer position or serve on the Board that occurs during the current term of service.
- C. A member of the Board of Governors or Club Officer must be given two weeks written notice of a proposed suspension, expulsion or removal from his position as a Club officer or member of the Board of Governors. The notice shall be sent certified mail return receipt requested to the address given in his annual membership application with the reasons being clearly delineated. If the member desires a hearing, the member must make such request in writing to the President; that request must be received by the President within seven days of the member receiving notice of the proposed Board action. Failure to make such a request in the manner designated will result in waiver of any right to a hearing and the proposed action will become effective on the eighth day after receipt by the member of the proposed action. If the "delineated reason" for the proposed action is of the nature of a "theft" from the Club or an assault or battery on any member or guest of the Club then in that event, the member shall be deemed to be "suspended" upon the date he receipts for the notice of the proposed action, pending resolution of the proposed action by the Board of Governors. In all other proposed actions, the member shall remain in his position pending resolution by the Board of Governors of the proposed action or acceptance of the proposed action by the member. The member may be represented by a person of his choosing at the hearing, said hearing to take place within two weeks of the receipt of request for hearing by the President. The hearing shall be closed to the public but open to the membership. Notice of the hearing date shall be posted on the Club Bulletin Board and conveyed in writing to the person who requested the hearing by First Class Mail and/or orally by the President. A quorum of the Board of Governors shall have the right to

make the final decision regarding the proposed action which is not subject to any further appeal.

SECTION 19. VACANCIES.

The Board of Governors shall fill all vacancies of the Board.. The replacement[s] being appointed by the President with the approval of the Board of Governors. If the vacancy is the position of President the Vice-President shall assume the position and the Board of Governors shall fill the Vice-President vacancy. In the event that both positions become vacant the Board of Governors shall nominate a temporary President from within the board while the nominating committee proceeds with a ballot by mail election for the two open vacancies, following procedures set forth in Article II, Section 2C. All other office vacancies shall be filled by the Board of Governors till the next slate is presented by the nominating committee.

SECTION 20. USE OF EMAIL.

- A. The Board may use email for internal (Board member to Board member) communications when such communication is necessary to conduct Club business in a timely and efficient manner; provided, however, that such use does not limit, undermine, prevent or otherwise adversely impact upon the deliberative process necessary in order for the Board to fairly reach consensus regarding the emailed issue or proposal. The secretary and President shall be responsible for assuring that all Board members have seen the email and responded to it, and shall provide proof of same to the Secretary for the Club's permanent records.
- B. Emails provided to the membership in the directory shall only be used for Silver Blades membership, unless permission has been given by the member.

SECTION 21. POLICIES AND PROCEDURES MANUAL.

Additional policies and procedures are covered in the Policy and Procedures Manual and are considered a supplement to the Constitution and By-Laws of the Silver Blades Figure Skating Club

ARTICLE V

TEST CHAIRPERSON

SECTION 1. TEST CHAIRPERSON.

- A. Term of Office. The Test Chairperson shall be appointed by the President subject to the approval of the Board of Governors at the time other appointments are made by the incoming President. The Test Chairperson may serve unlimited consecutive terms.
- B. Duties. The duties of the Test Chairperson shall be:
 - 1) As stated in the current edition of US Figure Skating publication "Duties of a Test Chairperson"
 - 2) The Test Chairperson may be the Chairperson of the Test Committee and chair its meetings;
 - 3) The Test Chairperson shall also determine test fees in accordance with the guidelines established by the Test Committee subject to the approval of the Board.

SECTION 2. TRIAL JUDGING.

Silver Blades members wishing to trial judge shall contact US Figure Skating to request a Trial Judging packet.

ARTICLE VI

STANDING COMMITTEES

SECTION 1. The Standing Committees may consist of the following which may be added to, deleted or the names changed from time to time by majority of the Board of Governors without further amendment of these by-laws:

- A. Membership Committee. The Membership Committee shall consist of the Chairman and such other members as shall be deemed necessary by that Chairman. It shall be their duty to encourage prospective members.
- B. Ice Monitor/Rules Committee. The Ice Monitor/Rules Committee shall consist of the Chairman and such other members as shall be deemed necessary by that Chairman. They shall make rules and arrangements for the conduct of the Club members during the regular skating sessions, and divide the ice into sections corresponding to the requirements of the Club. Those rules and regulations shall be approved by the Board of Governors and then posted on the Club bulletin board.
- C. Hospitality/Sunshine Committee. The Hospitality/Sunshine Committee shall consist of the Chairman and such other members as shall be deemed necessary by that Chairman. They shall:
 - 1. Be responsible for introducing new members, prospective members, and out-of-town guests to members of the Board, and to generally make them feel welcome and part of the organization;
 - 2. Provide and take charge of social entertainment given by the Club;
 - 3. Send congratulatory notices, gifts and condolences to members as appropriate.
- D. Competition Committee. The Competition Committee shall consist of the Chairman and such other members as shall be deemed necessary by that Chairman. They shall have complete charge of all Club and Inter-Club competitions.
- E. Dance Committee. The Dance Committee shall consist of the Chairman and such other members as shall be deemed necessary by that Chairman. They shall have complete charge of all dance periods scheduled during Club sessions. They will arrange for time with the Ice Rules 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 Ice Rules Committee.
- F. The Ice Show Committee. The Ice Show Committee shall consist of the Chairman and such other members as shall be deemed necessary by that Chairman. They shall act as chairpersons of such sub-committees as the Chairperson[s] may designate. The members of the sub-committees should be appointed by the chairperson of the Ice Show Committee.
- G. By-Laws Committee. The By-Laws Committee shall consist of the Vice-President who shall act as Chairperson and such other members that he shall choose.
- H. Public Relations Committee. The Public Relations Committee shall consist of the Chairman and such other members as shall be deemed necessary by that Chairman. They shall have complete

charge of all Club publicity. They shall prepare publicity for local and suburban newspapers for all important Club events, to furnish news items of the Club's activities to SKATING, and to encourage the writing of instructive articles of lasting interest for SKATING.

- I. Telephone Committee. The Telephone Committee shall consist of the Chairman and such other members as shall be deemed necessary by that Chairman. They shall notify all Club members of events which cannot be handled in the usual way.
- J. Ways-and-Means Committee. The Ways-and-Means Committee shall consist of a chairperson and the number of committee members deemed necessary by the Board. The committee shall propose and implement methods of earning money to supplement the Club's treasury.
- K. Synchro Team Committee. The Synchro Team Committee shall consist of a chairperson and such other members as shall be determined by that Chairman. They shall serve to keep the board informed of activities and concerns of the SynchroTeams.
- L. Junior Board Committee. The Junior Board Committee shall consist of a chairperson (appointed by the Board of Governors) and club members between the ages of nine and eighteen. They shall serve to provide an opportunity for the club's younger members to provide community service and use their personal talents and skills to promote the sport of figure skating.
- M. Rink Liaison Committee. The Rink Liaison Committee shall consist of a chairperson (must be a member of the Board of Governors) and such other members as shall be determined by that Chairman. They shall serve to keep the board informed of activities and concerns of the rink and be in charge of all rink/club relations.

SECTION 2.

The Board may establish other committees as it deems necessary. Committees shall be appointed annually by the Board of Governors at a regular meeting after the annual election.

SECTION 3. ATTENDANCE AT BOARD MEETINGS.

The Chairman of a Standing Committee may be requested by the President to attend meetings of the Board of Governors. They may enter into and take part in all discussions but may not vote.

SECTION 4.

The President shall be an ex-officio non-voting member of all Standing Committees.

ARTICLE VII

MEMBERSHIP

SECTION 1. MEMBERSHIP IN US Figure Skating. The United States Figure Skating Association shall have the power and authority to question the Amateur Status of any Club member.

SECTION 2. CLASSES OF MEMBERSHIP

- A. Individual Membership. Individual members shall be 18 years or older, by July 1st of that year. They shall be entitled to all privileges of the Club. They may vote, hold office, and shall be registered with the United States Figure Skating Association.
- B. Family Membership. Family membership shall consist of at least one Adult and a skater 17 years or younger, by July 1st of that year. These requirements for membership may be waived on an individual basis pending approval of the Board of Governors. Family members shall be entitled to all the privileges of the Club, and shall be registered with US Figure Skating.

- C. Professionals. Professional members shall be 18 years or older, by July 1st of that year and shall hold current membership with the Professional Skaters Association (PSA). They shall be entitled to all privileges of the Club, but shall not hold an Officer position. Only one (1) professional member may be elected to the Board during a term. They shall be registered with US Figure Skating.
- D. Restricted Person. Restricted Person, as defined by US Figure Skating, may be members but shall not vote or hold office. They shall be registered with US Figure Skating.
- E. Associate Membership. Associate membership may be granted, at the discretion of the Board of Governors to skaters who are registered with US Figure Skating and who are a full member in good standing of another US Figure Skating club. An associate member may purchase Club ice, test, and participate in club events, but may not vote, hold office, or serve on the Nominating Committee.
- E. Officials. Officials shall be 18 years or older, by July 1st of that year. They shall be entitled to all privileges of the Club. They may vote, hold office and shall be registered with US Figure Skating Annual membership dues shall be waived.
- F. Senior Citizens. Senior Citizens shall be 55 years or older, by July 1st of that year. They shall be entitled to all privileges of the Club. They may vote, hold office and shall be registered with US Figure Skating. Annual membership dues will be a reduced fee determined by the Board of Governors.
- G. Junior Club Membership. Junior Club members shall be 17 years or younger, by July 1st of that year. Junior Club membership may be granted to first year club members who have never previously held a US Figure Skating membership. A Junior Club membership shall be accompanied by a parent or legal guardian. Junior Club members shall be entitled to all privileges of the Club and they shall be registered with US Figure Skating.

SECTION 3. HONORARY MEMBERSHIP.

- A. Honorary members may be elected at any meeting of the Club after recommendation by the Board of Governors, but three (3) negative votes shall reject.
- B. An Honorary member shall be free from any fees, dues and/or assessments. He may represent the Club in exhibitions and attend ice skating sessions under the same rules governing active members. He shall not be nominated or elected to be a member of the Board of Governors, but may be appointed by the Board of Governors to fill a vacancy where he shall have only a vote. Honorary members have no vote unless otherwise provided. He shall have no claim on assets or property of the Club. He shall not represent the Club in competitions.

SECTION 4. APPLICATION FOR MEMBERSHIP

- A. Application for membership must be made on the Club's formal application blank which must state his name, address, telephone number, and must include an agreement to comply with the Constitution and the By-Laws.
- B. All applications must be sent to the Treasurer at least ten (10) days prior to the meeting of the Board of Governors, at which time action is taken thereon. Notification of rejection shall be made within seven days of Board action.

- C. Membership is on the basis of the same fiscal year period as the Club. Renewal of membership is not a right, but is dependent on member continuing to be in good financial standing with the club. Membership is at the discretion of the Board of Governors who may reject membership applications for reasons set forth in the letter rejecting such membership application.

SECTION 5. RESIGNATION.

Any member, may tender a written resignation of his membership to the Secretary, who shall report the same to the Board of Governors, at their next meeting for their action.

SECTION 6. RESPONSIBILITIES FOR GUESTS.

Members shall be responsible for the conduct and indebtedness of all persons admitted to the Club's property at their request.

SECTION 7. BOARD APPROVAL FOR COMPETITION OR EXHIBITION.

No member or members of the Club shall make entry in the name of the Club in any competition or exhibition except with the verification of membership by the Treasurer, verification of eligibility by the Test Chairman, and a signature of one of the four (4) Officers of the Club.

Section 8. 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 board. Such complaint will be investigated according to the following procedure:

Club member must present to the Board of Directors, in writing, their conflict with another club member. The Board of Directors will appoint a group of three objective and uninvolved people, one of which shall be a board member, to become the Conflict Review Panel. This panel will perform the tasks of gathering information and ultimately seeing the resolution through with the involved parties, by taking the following five steps (recommended to follow Conflict Resolution Guide of US Figure Skating. (the guide can be downloaded at: www.usfsa.org under Programs, Online Forms, then Membership, or by contacting US Figure Skating.)

- 1) Clarify the conflict. What is the conflict? Identify what issues and people are involved.
- 2) Interview the parties involved.
- 3) Identify potential solutions and alternatives.
- 4) Select the appropriate solution.
- 5) Follow through and evaluate the solution.

The Panel will advise the Board after it has completed the 4th step and the Board of Directors will vote to approve the conflict resolution, thus allowing the Panel to perform Step 5 with full club support. If no resolution was reached, the Board will review the process and determine to attempt again, perhaps with a new panel. If all attempts fail, the member seeking the resolution may then proceed to US Figure Skating, following US Figure Skating by law Article XXVII, and incurring the cost for such on their own. The Panel will provide all documentation of the local attempt to resolve the conflict.

ARTICLE VIII

CLUB MEETINGS

SECTION 1. TIME.

There shall be two (2) stated Club meetings of the membership each year.

- A. Fall Meeting - Selection of Nominating Committee and Budget Approval
- B. Spring Meeting - Election of Board Members and Officers and Review and Approve Bylaw Changes

SECTION 2. SPECIAL MEETINGS.

The Secretary shall call special meetings at the discretion of the President, or upon the written request of five (5) Club members in good standing. No financial business shall be transacted nor amendments made to the Constitution or By-Laws at a special meeting except that of which notice was given.

SECTION 3. QUORUM.

Fifteen percent (15%) or fifteen (15) voting members of voting membership shall constitute a quorum, whichever is smaller.

SECTION 4. NOTICES.

Notices of Stated and Special Meetings shall be mailed by the Secretary to every member at least ten (10) days in advance, thereof, and/or shall be posted by the Secretary for the same length of time on the Club bulletin board.

SECTION 5. CALLED GENERAL MEETING.

A general membership meeting may be called upon the petition of not less than 10% of its members having the right to vote, or in the case of less than 50 members, of not less than five (5) members having the right to vote.

SECTION 6. VOTING RIGHTS.

All members over 18 shall have voting rights as described in Article VII, Section 2.

ARTICLE IX

DISCIPLINE

SECTION 1. The Board of Governors may handle matters of discipline and detrimental conduct of Members and parents of Members as the cases arise and as provided in these By-laws and in accord with the US Figure Skating rules.

ARTICLE X

FEE, DUES, AND ASSESSMENTS

SECTION 1. DUES.

The dues for all members shall be determined each year by the Board of Governors.

SECTION 2. TEST FEES.

The Club Test Fee shall be determined by the Test Chairman and approved by the Test Committee; subject to the approval of a majority of Board of Governors.

SECTION 3. PROSPECTIVE MEMBERS.

A prospective member may be admitted to one (1) Club Ice session at the current walk-on fee (if space is available) provided he checks in with the Ice Monitor prior to skating the session.

SECTION 4. OUT-OF-TOWN GUESTS.

A visiting skater from an out-of-town member Club of US Figure Skating may be admitted to one (1) Club Ice session at the current walk-on fee (if space is available) provided he checks in with the Ice Monitor prior to skating the session.

ARTICLE XI

AMENDMENTS AND CHANGES IN RULES

SECTION 1. AMENDMENTS TO THE CONSTITUTION AND BY-LAWS.

Changes may be made in any meeting, Stated or Special, at which notice was given at least two (2) weeks in advance, of the changes to be made. Notice shall be deemed to be timely made if posted on the official bulletin board of the Club, or mailed to club members, two weeks in advance of any Stated or Special Meeting.

ARTICLE XII

ORDER OF BUSINESS

SECTION 1. SEQUENCE. At Stated and Special meetings, the following order of business should be observed:

- A. Roll Call
- B. Reading of the Minutes of Previous Meeting
- C. Reports of Officers
- D. Reports of Committees
- E. Election of Officers
- F. Unfinished Business
- G. New Business
- H. Adjournment

ARTICLE XIII

RULES OF ORDER

SECTION 1. MOTIONS AND ORDER OR PRECEDENCE.

- A. When a question is before the meeting, no motion shall be entertained except:
 - 1. To adjourn
 - 2. To lay on the table
 - 3. The previous question
 - 4. To postpone to a certain date
 - 5. To commit
 - 6. To amend
 - 7. To postpone indefinitely
- B. When several motions are pending before the meeting, precedence shall be given in the order above, except the first three (3) shall be decided without debate.

SECTION 2. YEAS AND NAYS.

If any two (2) members shall request, the yeas and nays shall be called upon any question, whereupon each member present shall vote as his name is called, without debate, unless excused from voting by the meeting, and the vote so taken shall be recorded in the Minutes.

SECTION 3. TO RECONSIDER.

A motion to reconsider must be made by a member who voted with the majority, and at the same or succeeding meeting.

SECTION 4. MAJORITY VOTE.

Except as otherwise provided, all questions shall be determined by a majority vote. The President shall have the casting vote in case of a tie, except when the yeas and nays are ordered in which case he shall vote, when his name is called. If the result be then a tie, the motion shall be declared lost.

SECTION 5. ROBERT'S RULE OF ORDER.

All questions of parliamentary practice not herein provided for shall be determined in accordance with Robert's Rule of Order.

SECTION 6. FISCAL YEAR.

The Silver Blades Figure Skating Club's Fiscal Year shall be July 1st to June 30th.

ARTICLE I

PURPOSE

The purpose of the conflict of interest policy is to protect the Silver Blades Figure Skating Club, Inc. of Greater Kansas City's interests when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a board member or member of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

ARTICLE II

DEFINITIONS

SECTION 1. INTERESTED PERSON

- A. Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

SECTION 2. FINANCIAL INTEREST

- A. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 1. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
 2. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
 3. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

ARTICLE III

PROCEDURES

SECTION 1. DUTY TO DISCLOSE

- A. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

SECTION 2. DETERMINING WHETHER A CONFLICT OF INTEREST EXISTS

- A. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the

determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

SECTION 3. PROCEDURES FOR ADDRESSING THE CONFLICT OF INTEREST

- A. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- B. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- C. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- D. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

SECTION 4. VIOLATIONS OF THE CONFLICTS OF INTEREST POLICY

- A. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- B. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.