

**CONSTITUTION AND BY LAWS  
OF THE  
SKATING CLUB OF NOVI**

Adopted Month: October Day: 29 Year: 1998  
Last Amended: October 8, 2007

**ARTICLE I  
NAME AND CORPORATION**

Section 1. NAME: The name of this non-profit, amateur athletic and educational organization shall be the

SKATING CLUB OF NOVI.

Section 2. INCORPORATION: The Club was incorporated under the Laws of the State of Michigan, October 28, 1998.

Section 3. MEMBERSHIP IN U.S. FIGURE SKATING: The Club has been formed to be a member of The U.S. Figure Skating ("U.S. Figure Skating"), to exist for the purposes specified in Article II of these Bylaws. As such, the Club and its members shall be subject to and abide by the Bylaws and Official Rules of U.S. Figure Skating, as in existence and amended from time-to-time by U.S. Figure Skating.

Section 4. OFFICERS OF INCORPORATION: The four officers of the Club shall be the four officers of Incorporation.

Section 5. CORPORATE SEAL: The Corporate Seal shall include:  
The name Skating Club Of Novi.

Location: This Club shall have its headquarters in the Novi Ice Arena at 42400 Arena Drive, Novi, Michigan. 48375.

## **ARTICLE II PURPOSE**

Section 1. **Purpose:** The purposes of the Club are: To encourage the instruction, practice, and advancement of the members in free skating, pair skating, dancing, and all types of figure skating; to encourage and cultivate a spirit of fraternal feeling among ice skaters; to sponsor, to produce, or cooperate in the production of amateur ice shows and generally to do and perform such other acts as may be necessary, advisable, proper or incidental in the realization of the objects and purposes of this organization; and to carry out the general policies of the U.S. Figure Skating.

## **ARTICLE III BOARD OF GOVERNORS**

Section 1. **NUMBER OF MEMBERS:** There shall be a Board of Governors composed of nine regular members of the Club.

Section 2. **TERM OF OFFICE:** Three (3) members shall be elected each year at the regular March Board of Governors meeting. The term of office will be three (3) years.

Section 3. **BOARD NOMINATIONS AND ELECTION:** The candidates for the Board shall be nominated by a Nominating Committee elected by the Board of Governors as well as by nomination at the regular February Board of Governors meeting. Nominees may post information about themselves and their qualifications on the Club Bulletin Board at least one month prior to the election. The Nominating Committee shall be appointed at the January Board of Governors meeting. The Board of Governor election will be held the day of the regular March Board of Governors meeting. The Board of Governors Officer election will be held at the regular March Board of Governors meeting.

Section 4. **METHOD OF VOTING:** Vote shall be by ballot, and the one receiving the greatest number of votes shall be elected.

Section 5. **ELIGIBILITY REQUIREMENTS:** For all elections prior to 2002, any candidate for the Board of Governors must have been a VOTING member in good standing prior to the election. For all elections in the year 2002 and thereafter, any candidate for the Board of Governors must have been a VOTING member in good standing at the previous election. If the candidate has a family member that is a skater that is a member of the U.S. Figure Skating, one skater in the family must list **Skating Club of Novi** as his/her first club with the U.S. Figure Skating. Only one family member may be on the Board of Governors at any one time. Only one professional skater may be on the Board of Governors at any one time, but the professional may not hold an office on the Board.

#### **ARTICLE IV OFFICERS**

Section 1. **OFFICERS:** The officers shall be President, Vice-President, Secretary, and Treasurer. These officers will be regular members of the Board of Governors and have the same privileges as the Board of Governors.

Section 2. **TERM OF OFFICE:** Officers shall be elected for a one-year term at the regular March Board of Governors meeting.

Section 3. **OFFICER'S ELECTION:** The Board of Governors will elect The Officers. The President, Vice-President, Secretary and Treasurer will be elected during the regular March Board of Governors' meeting.

Section 4. **METHOD OF VOTING:** Vote shall be by ballot, and the one receiving the greatest number shall be elected.

Section 5. **ELIGIBILITY REQUIREMENTS:** Any candidate for office must be a current member of the Board of Governors.

## **ARTICLE V DUTIES OF OFFICERS**

Section 1. **DUTIES OF PRESIDENT:** It shall be the duty of the President to take charge of the Club: to preside at all general membership and Board of Governor meetings. He/She shall have the entire supervision and management of the Club and its property, pending the actions of the Board of Governors; the power to suspend any member for violating the By-laws or Regulation of the Club, pending the approval of the Board; to call special meetings and Club meetings. The President together with the Secretary shall sign all agreements and contracts made by the Club, upon the approval of the Board of Governors.

Section 2. **DUTIES OF THE VICE-PRESIDENT:** It shall be the duty of the Vice-President to assist the President in the discharge of his/her duties and in his/her absence to assume his/her duties and officiate in his/her stead.

Section 3. **DUTIES OF THE TREASURER:** The Treasurer shall have charge of the funds of the Club and shall keep a record of all receipts and disbursements and shall render a written report monthly, and when requested by the President or a member of the Board of Governors. Disbursements shall be made only upon vouchers approved by the Board of Governors. The Board of Governors shall have the power whenever they deem it necessary to appoint an acting treasurer. All Funds shall be deposited in the name of the Club in a bank approved by the Board of Governors or in securities approved by the Board of Governors. All disbursements by check under \$250 shall be signed by the Treasurer or the President. All disbursements by check over \$250 must be signed by the Treasurer and the President. The reason for any disbursement shall be noted on the memo line of all disbursement checks.

It shall be the responsibility of the "Chairman" of an event, at the conclusion of the event, to provide the Treasurer with a written request for all disbursement checks associated with the event, setting forth the name(s) of such payee(s) and the amount each payee is to be compensated.

Moneys shall be set aside, **not to exceed** \$100.00, as a discretionary fund for the daily operational expenses of the Club.

Section 4. **DUTIES OF SECRETARY:** It shall be the duty of the Secretary to keep the Minutes of all Board Meetings 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 membership together with dates of their election and a record of all members elected, deceased, suspended or expelled.

It shall be the duty of each standing committee chairman to appoint a member of the standing committee to keep Minutes of all Meetings of each standing subcommittee.

The Secretary shall supervise the correspondence of the Club, including sending cards, flowers etc. when necessary to Club members. The Secretary will release information on any and all Club related activities to the press. The Secretary will also prepare and issue notices of all meeting of the Club and Board of Governors.

## **ARTICLE VI POWERS AND DUTIES OF THE BOARD OF GOVERNORS**

The Board of Governors possess all of the power of the governing body of a non-profit corporation under the general laws of the State of Michigan Non Profit Corporation Act of 1982 and General Corporation Act of 1931.

Section 1. **MEETINGS:** The Board of Governors shall meet at least once in every month, during the skating season. The date of such meetings shall be stated by the President, or in his/her absence, by the Vice-President. Any four (4) members of the Board may call a board meeting upon written notice to 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 four (4) members requesting the meeting.

Section 2. **QUORUM:** Five (5) members shall constitute a quorum.

Section 3. **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 4. **RULES:** They shall make such rules as they deem proper respecting the use of the Club's property; prescribe rules for the admission of strangers; rules for allocation of Club ice; fix penalties for offenses against the rules, and make rules for their own government and for the government of the committees appointed by them.

Section 5. **APPROPRIATIONS:** All appropriations from the funds of the Club shall be made by the Board of Governors. No part of the Skating Club of Novi's net earnings will benefit members, trustees, officers or other private persons except reasonable compensation for services rendered.

Section 6. **AUDITS:** At their discretion, the Board of Governors shall appoint an independent auditor to audit records of the Secretary, Treasurer, or the Committees.

Section 7. **INDEBTEDNESS:** They shall have power to limit the indebtedness to the Club of a Club member.

Section 8. **SUSPEND OR EXPEL:** They shall have the power to suspend or expel any member for violations of the Constitution and By-Laws or for conduct which they shall deem improper,

but no member shall be expelled or suspended for longer than thirty (30) days without a hearing.

Section 9. **READMIT TO MEMBERSHIP:** They may at a regular meeting readmit to membership, without the payment of a second initiation fee, any former member whose resignation has been fully accepted. Such readmission must be by ballot and two negative votes shall reject. No rejected candidate shall be again proposed for reinstatement within six months after rejection.

Section 10. **DROP AND REINSTATE TO MEMBERSHIP:** They may as hereinafter provided, drop from the roll any delinquent member and also may reinstate such members as hereinafter provided.

Section 11. **STANDING COMMITTEE:** They shall appoint all standing committees with full authority over them except as herein after provided and shall appoint such other committees as shall deem necessary.

Section 12. **USFS DELEGATE:** They shall elect a delegate or delegates to the U.S. Figure Skating. The Club Secretary shall inform the Association's Secretary, in writing, of the name and address of the Delegate(s) elected. Such Delegate(s) shall be the representative between the Club and Association and shall attend the Association's meetings, either in person or by proxy. The Board may as it sees fit, pay the traveling expenses of the Delegate(s) to the Association meetings.

Section 13. **CLERICAL ASSISTANCE:** They shall have authority to make, in their discretion, appropriations for clerical assistance to the Secretary.

Section 14. **EXPENDITURES AND REVENUE:** They shall prepare and submit to the stated Fall meeting, a program of anticipated expenditures for the coming year together with proposals of sources of revenue to meet same.

Further, prior to the Fall Meeting and in accordance with the “Chairman’s Planning Guide”, the chairman of an event, where applicable, will be responsible, with the assistance of the Treasurer, to prepare and present a budget for the event stating the potential income and expense of such an event.

Section 15. **BOARD MEMBER LIMITATION:** The office of the Board member shall be *ipso facto* vacated.

1. If he/she becomes bankrupt or suspends payments or compounds with his/her creditors or makes an authorized assignment or is declared insolvent.
2. If he/she is found to be a lunatic or becomes of unsound mind.
3. If he/she is convicted of a criminal offense.
4. If by notice in writing to the Club he resigns from office.
5. If he/she is no longer a member of the Club.
6. If he/she misses three consecutive regular Board of Governors meetings.

Section 16. **COMPENSATION:** All members of the Board of Governors will volunteer their services, unless it is otherwise decided by the Board of Governors.

## **ARTICLE VII STANDING COMMITTEES**

Section 1. **NAMES:** The Standing Committees shall be:

- (1) Membership Committee,
- (2) Club Ice Committee,
- (3) Test Committee,
- (4) Fund Raising Committee,
- (5) The Skater’s Advisory Committee,
- (6) Ice Show Committee,
- (7) Competition Committee

- (8) Such other committees as the Board of Governors may deem necessary.

They shall be appointed annually by the Board of Governors at their regular meeting after the annual election.

It shall be the duty of each standing committee chairman, where applicable, to appoint a member of their standing committee to keep Minutes of all Meetings of his/her standing subcommittee.

It shall be the responsibility of the "Chairman" of an event, at the conclusion of the event, to provide the Treasurer with a written request for all disbursement checks associated with the event, setting forth the name(s) of such payee(s) and the amount each payee is to be compensated.

Section 2. **MEMBERSHIP COMMITTEE:** The Membership Committee shall be chaired by a member of the Board of Governors. The chairman shall determine the size of the Committee. The Committee's duties include greeting new members, furnishing adequate descriptions of member categories and associated ice programs to the prospective members, and keeping current membership lists with the Secretary and Treasurer. Preparing and distributing membership application forms, collect membership fees and distributing copies of the by-laws to new members.

Section 3. **CLUB ICE COMMITTEE:** The Club 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 sessions where the Club rents the ice, and divide the ice time into sections corresponding to the requirements of the Club. The Committee is also responsible for collecting the funds from members for the ice and paying the rink for ice rental. Those rules and regulations shall be approved by the Board of Governors and then posted on the Club Bulletin Board.

Section 4. **TEST COMMITTEE:** The Test Committee shall be chaired by a member of the Board of Governors. The chairman shall determine the size of the Committee.

They shall schedule and conduct USFS tests, obtain approved USFS judges, determine skater's eligibility, collect applications and fees, establish test rules and guidelines for test sessions, supervise all test sessions and provide food for judges on test days.

Prepare all required papers, report to various USFS officials as required, keep appropriate records of members test, order and distribute awards.

Submit a financial report to the Board of Governors after each test session at the next regularly scheduled Board meeting.

Encourage Club members to train as judges, keep appropriate records of their activities, and assist the President in submitting requests for appointments.

Section 5. **FUND RAISING COMMITTEE:** The Fund Raising Committee shall consist of three (3) or more members. This committee will be responsible for any fund raising ventures. All money-making projects must be approved by the Board of Governors, before initiating the project. Funds raised must be reported to the Treasurer.

Section 6. **SKATERS ADVISORY COMMITTEE:** The Skater's Advisory Committee shall consist of at least four (4) members and one (1) Board member as a liaison. The members of this committee shall be active skaters of age eleven (11) or greater. They will provide the opinion of skaters to the Board of Governors at each meeting. There will be two (2) new members each year. The first committee shall be formed via solicitation of volunteers.

Section 7. **ICE SHOW COMMITTEE:** The Ice Show Committee shall consist of at least three (3) members who will act as chairmen of such sub-committees as the Ice Show Chairman may designate. The members of the sub-committee should be appointed by the Ice Show Committee Chairman but approved by the Board of Governors.

- Section 8. **COMPETITION COMMITTEE:** The Competition Committee shall be chaired by a member of the Board of Governors. The Competition Committee shall consist of at least three (3) members who will act as chairmen of such sub-committees as the Competition Committee Chairman may designate. The members of the sub-committee should be appointed by the Competition Committee Chairman but approved by the Board of Governors. They shall schedule and conduct competitions in accordance with the USFS. They will obtain approved USFS judges, determine skater's eligibility, collect applications and fees, establish rules and guidelines for the competitions with the Referee, supervise all competitions and provide hospitality for judges.
- Section 9. **BOARD MEETINGS:** The Chairmen of the Standing Committees may be asked by the President to attend some regular meetings of the Board of Governors. The President shall give the Chairmen seven (7) days prior written notice of such request. They may enter into and take part in all discussions, but may not vote.
- Section 10. **CHAIRMAN'S PLANNING GUIDE:** Every Chairman of every committee must submit a *Chairman's Planning Guide* both before as well as after an event has taken place. It should include the following: the purpose of the project, the goals and objectives of the project. A written follow up of the project should include: a financial statement if applicable, recommendations for future projects relating to this project, and steps taken (in chronological order) that were needed to complete the project.

## **ARTICLE VIII MEMBERSHIP**

- Section 1. **GEOGRAPHICAL SCOPE:** Membership shall not be restricted to any designated vicinity.

- Section 2. **CLASSES FOR MEMBERSHIP:**
- FULL USFS MEMBERSHIP:** Adult members shall be eighteen years of age or over and First Club USFS members, and shall enjoy all privileges of the Club. In addition to the privileges authorized in the USFS Constitution, the member shall have the right to vote, if over the age of eighteen (18), at the Board of Governor's Election.
- ADDITIONAL SKATER MEMBER:** Additional skating members shall be under eighteen years of age and First Club members, and shall enjoy all privileges of the Club except voting and holding office.
- SECOND CLUB MEMBERS:** Second Club members eighteen years of age or over, shall enjoy all privileges of the Club. In addition to the privileges authorized in the USFS Constitution, the member shall have the right to vote. If less than eighteen years of age, Second Club members shall enjoy all privileges of the Club except voting and holding office.
- COACH/ASSOCIATE MEMBERS:** Associate members are nonskating members. An Associate member shall be eighteen (18) years of age or older and First Club USFS members and shall enjoy all privileges of the Club including the right to vote and hold office on the Board of Governors except as restricted by the USFS Constitution and Article III, Section 5 of this document.
- SPECIAL MEMBERS:** All membership needs not covered by the above shall be brought to the Board of Governors on a case by case basis.

- Section 3. **APPLICATION FOR MEMBERSHIP:** Applications for membership must be subscribed by the candidate, must state their name and address and include an agreement to comply with the Constitution and By-laws. All applications should be sent to the Membership Committee.

- Section 4. **ARREARS FOR DUES:** Any member in arrears for dues, or any other indebtedness shall be notified by mail by the Secretary at their last know address. Their name with the amount due and any additional indebtedness, shall be posted on the Club bulletin board as delinquent. If the

amount posted is not paid in full within one month thereafter, the name of the delinquent member shall be reported by the Secretary to the Board of Governors at their next meeting. The Board of Governors may drop from the roll any name of such delinquent member. A member dropped from the roll for non-payment of dues, or other indebtedness, may upon payment of same, at the discretion of the Board of Governors, be reinstated to full membership.

Section 5. **ARREARS FOR DUES RESTRICTIONS:** No member in arrears of dues, or other indebtedness shall be eligible to hold office, or be entitled to vote, or enter in any Club tests or competition.

Section 6. **RESIGNATION:** Any member not in arrears for dues or other indebtedness, may tender a written resignation of their membership to the Secretary, who shall report the same to the Board of Governors, at their next meeting for their action.

Section 7. **HONORARY MEMBERS:** Honorary members may be elected at any meeting of the Club after recommendations by the Board of Governors, but with three negative votes they shall be rejected.

An Honorary Member shall be free from initiation fees, dues and/or assessments. They may represent the Club in exhibitions and attend ice skating sessions under the same rules governing active members. He/She shall not be nominated or elected to office or a member of the Board to fill a vacancy, where, only, he/she shall have a vote. Honorary members have no vote unless otherwise provided. They shall have no claim on the assets or property of the Club. He/She shall not represent the Club in competitions.

Section 8. **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 9. **BOARD APPROVAL FOR COMPETITION AND EXHIBITION:** No member or members of the Club shall make entry in the name of the Club in competition or

exhibition except with the approval of the Board of Governors, or someone given this authority by them.

Section 10. **NON DISCRIMINATION:** Membership in the Skating Club of Novi and participation in the Skating Club of Novi activities is open to all persons, regardless of gender, ethnicity, race, color, national origin, religion, age or sexual orientation. All Skating Club of Novi members must uphold this standard. Any person not upholding this standard may be subject to termination as outlined in Article X, Section 2.

## **ARTICLE IX CLUB MEETINGS**

Section 1. **TIME:** There shall be one (1) annual Stated Club Membership meeting each year. A Stated Meeting shall be held within one month after the skating season opens in the fall.

Section 2. **SPECIAL MEETINGS:** The Secretary shall call special meetings at the direction of the President, or upon the written request of seven (7) Club Members in good standing.

Section 3. **QUORUM:** Twenty percent (20%) of voting members in good standing shall constitute a quorum for the transaction of business.

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. **SPECIAL MEETING LIMITATION:** No business shall be transacted at a special meeting except that of which notice was given.

## **ARTICLE X CONFLICT OF INTEREST**

- Section 1. **DUALITY OF INTEREST:** A qualified person shall not be prevented from serving on the Board because of a duality of interest.
- Section 2. **DISCLOSURE:** Any duality of interest or possible conflict of interest on the part of any member of the Board should be disclosed to the other Board Members and made a matter of record, either when the interest becomes a matter of Board action or as part of a periodic procedure to be established by the Board.
- Section 3. **VOTING:** Any Board Member having a duality of interest or possible conflict of interest on any matter should not vote or use his or her personal influence on the matter, and should not be counted in determining a Quorum for the meeting at which the matter is voted upon, even though permitted by law. The minutes of the meeting should reflect that disclosure was made, that the interested Board Member abstained from voting and that his or her presence was not counted in determining a quorum.
- Section 4. **BOARD MEMBER MAY STATE POSITION;** The foregoing requirements should not be construed as preventing a Board Member from stating his or her position on the matter, nor from answering pertinent questions of other Board Members since his or her knowledge may be of great assistance.
- Section 5. **DUTY OF GOOD FAITH;** The Officers of the Club shall exercise the utmost good faith in all touching upon their duties to the Club and its property. In their dealings with and on behalf of the Club they shall be held to a strict rule of honest and fair dealing between themselves and the Club. They shall not use their position, or knowledge gained therefrom, in such a way that a conflict might arise between their own interest and that of the Club.

## **ARTICLE XI CONFLICT RESOLUTION**

- Section 1. **GRIEVANCE AND ARBITRATION COMMITTEE:** The Club's Officers and Board Members shall act as a Grievance and Arbitration Committee to hear and render opinions on such grievances as may be submitted to it for decision. In the event the grievance involved an action or the absence of an action by the Board, either collectively or individually, a special committee comprised of the Parliamentarian plus four (4) Senior Club members shall be appointed to act as the Grievance and Arbitration Committee. In the event the grievance involves an action or the absence of an action by the Parliamentarian, the Board shall select an uninvolved Officer or Board Member to substitute for the Parliamentarian on the Grievance and Arbitration Committee.
- Section 2. **PROCEDURES:** Any Club member may file a written grievance to the Club Secretary as to any matter within the cognizance of the Club and alleging a violation of any provision of these Bylaws. Such grievance must be signed by the Club member submitting the grievance.
- Section 3. **HEARINGS:** Normally grievances will be heard by the Grievance and Arbitration Committee at regular Board meetings. Grievances of an urgent nature will be heard within fourteen (14) days of receipt. The decision of the Grievance and Arbitration Committee shall be considered final.

## **ARTICLE XII DISCIPLINE**

- Section 1. **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 Governors. 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 Governors 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 he/she shall mail copies thereof to the complainant or complainants and to the member complained of. An appeal from the decision of the Board of Governors 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 vote shall be necessary to reverse the decision of the Board of Governors.

Section 2. **TERMINATION OF MEMBERSHIP VOTE:** The Board of Governors may, by a 2/3 vote, terminate any person's membership if the Board of Governors determines, in its sole judgment, such member is not acting in the best interest of the Skating Club of Novi. The Board of Governors must provide written notification, to the person, specifying the grounds of the proposed termination, at least 30 days prior to the meeting for the termination vote. That person may appear before and be heard at the termination meeting.

### **ARTICLE XIII FEE, DUES AND ASSESSMENTS**

Section 1. **FEES, DUES AND ASSESSMENTS:** Shall be set at the discretion of the Board of Governors.

Section 2. **SUBSCRIPTION TO SKATING MAGAZINE:** One (1) subscription per family living at the same address is included in the registration fees and increases general interest in the sport if read by all members.

Section 3. **GUESTS:** A visiting skater from an out of town member club of USFS may skate on Club ice providing a designated fee is paid. Guest skaters may be denied access to any skating session if said session appears hazardous and/or overcrowded.

**ARTICLE XIV  
GENERAL PROVISIONS**

Section 1. **AMENDMENTS TO THE BY-LAWS:** These By-Laws may be amended by a two-thirds vote of the Board of Governors at any regularly constituted meeting thereof.

Section 2 **FISCAL YEAR:** The fiscal year of the Skating Club of Novi will run from July 1 to June 30.

Section 3 **LIMITATIONS:**

3.1 **Exempt Activities.** Notwithstanding any other provision of these bylaws, no Board member, officer, employee or representative of the Skating Club of Novi shall take any action or carry on any activity by or on behalf of the Skating Club of Novi which is not permitted to be taken on by an organization exempt from Federal income tax under Section 501(a), as an organization described in Code-Section 501(c)(3).

3.2 **Prohibition Against Sharing Corporate Earnings:** No Board member, officer, employee, of the Skating Club of Novi or other persons connected with the Club, or any private individual, shall receive at any time any of the net earnings or pecuniary profit from operation of the Club, provided that payment to any such person of reasonable compensation for services rendered to or for the benefit of the Club or for the reimbursement of expenses incurred by any such person on the behalf of the Club, and no such person or persons shall be entitled to share in the distribution of any corporate assets upon the dissolution of the Club. All such persons shall deem and have expressly consented and agreed upon such dissolution or winding up of the affairs of the Club, whether voluntary or involuntary, the assets of the Club, after all debts have been satisfied, then the remaining assets in the hands of the Board,

shall be distributed, transferred, conveyed, delivered and paid over in such amount that the Board may determine, or as determined by court of competent jurisdiction upon application of the Board.

Section 4. **DISSOLUTION:** In the event of the termination, dissolution, or winding up of the Skating Club of Novi, in any manor or for any reason, its remaining assets, if any, shall be distributed by the Board of Governors to the U.S. Figure Skating (USFS) in accordance with Section 501 (c)(3) of the Internal Revenue Code and the State of Michigan Non Profit Corporation Act of 1982 Section 855.

Section 5. **LIABILITY AND INDEMNIFICATION:** Members of the Skating Club of Novi shall not be individually or personally liable for debts, liabilities, or obligations of the Skating Club of Novi or for monetary damages for action, or failure to take action, unless the breach or failure to perform constitutes fraud, self-dealing or willful misconduct.

# **BY-LAWS**

## **ARTICLE I 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
4. Reports of Committees
5. Election of Officers
6. Unfinished Business
7. New business
8. Adjournment

## **ARTICLE II RULES OF ORDER**

Section 1. **ORDER OF MOTIONS:** 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
5. To commit
6. To amend

Which several motions shall have precedence in the order above given, and the first three shall be decided without debate.

Section 2. **YEAS AND NAYS:** If any two members shall request, the *Yeas* and *Nays* shall be called upon any question, whereupon each member present shall vote as their name is called, without debate, unless excused from voting by the

meetings, 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 Chairman may vote only in case of a tie, except when the yeas and nays are ordered in which case the Chairman shall vote when his/her name is called. If the result be then a tie, the motion shall be declared lost.

Section 5. **ROBERT'S RULES OF ORDER:** All questions of parliamentary practice not herein provided for shall be determined in accordance with *Robert's Rules of Order*.

Date Revised	Revisions	Date Approved	Recorder
10/16/01	Changes to comply with IRS requirements For a non-profit corporation status.	10/16/01	Magan Flynn
8/4/04	Addition of Conflict of Interest (Article X), and Conflict Resolution (Article XI)	8/4/04	Mary Lynn Swinton
10/20/04	Changes to Article III, Section 5, Eligibility Requirements; Article VIII, Section 2, delete Booster Members and Ice Show Membership	10/20/04	Mary Lynn Swinton
1/4/05	Article VII, Section 2, Membership Committee	1/4/05	Mary Lynn Swinton
10/8/07	Changes to Article I, Section 3, Membership in U.S. Figure Skating; Article V, Section 3, Duties of the Treasurer; Section 4, Duties of the Secretary; Article VI, Section 14, Expenditures & Revenue; Article VII, Standing Committees; Section 1, Names; Section 2, Membership Committee, Section 8, Competition Committee; Article VIII, Membership, Section 2, Classes for Membership	10/8/07	Paula Imirzian



