

BY-LAWS
OF
Glissad Academy At Ice Land

ARTICLE I

All former By-Laws of Glissad Academy at Ice Land are rescinded.

ARTICLE II: ORGANIZATION AND OBJECT

Section 1. NAME. The name of the Club shall be Glissad Academy at Ice Land, as incorporated (not for pecuniary profit) under the laws of the State of New Jersey on 1/27/39 and subsequently amended.

Section 2. OFFICE AND REGISTERED AGENT. This Club shall have its registered office at 9 Tennis Court, Hamilton, New Jersey.

Section 3. OBJECT. The objects of this Club shall be to promote and encourage figure and recreational skating to sponsor and/or produce ice carnivals, exhibitions, and competitions; to promote a spirit of fraternal feeling, friendship, and social activities among ice skaters; and generally to do and perform such other acts as may be necessary, advisable, proper, or incidental in the realization of its objects consistent with the policies of the United States Figure Skating and the law regulating non-profit organizations in New Jersey.

ARTICLE III: CLUB MEETINGS

Section 1. ANNUAL AND SPECIAL MEETINGS AND NOTICES. An Annual Meeting of the Club shall be held in May of each year upon ten days written notice to Club members, at such time and place as the Board of Governors may designate. Such notice shall be mailed with a ballot containing names of nominees for election to the Board and to be Officers with a form of proxy. Special Meetings of the Club shall be called by the President upon ten days written notice to Club Members, or whenever the President is petitioned to do so by ten voting members in a written petition which states the proposed agenda for such Special Meeting. The agenda of a Special Meeting shall be set forth in the notice of such meeting sent to members and only such agenda shall be discussed or voted on at the meeting.

Section 2. QUORUM. No business shall be transacted at any Annual or Special Meeting unless a quorum of ten voting members, in addition to Board Members in attendance, are present in person. If no quorum is present, the presiding officer shall adjourn the meeting to any other day with the same effect as if held at the regularly designated time.

Section 3. VOTING. Each voting class membership in good standing shall be entitled to one vote only at the Annual or Special Meetings of the Club. Votes

for members under 18 years of age must be cast by their parents or legal guardians.

Section 4. PROXIES. Votes shall be cast in person or by proxy. A proxy must be in writing, signed by a member eligible to vote, and must be accepted by the presiding officer before the voting begins. The presiding officer shall appoint two inspectors of election to receive votes and to certify the result to the presiding officer.

Section 5. CLUB YEAR. The Club year shall commence at the conclusion of the Annual Meeting each year and terminate at the following Annual Meeting. The Club fiscal year shall commence June 1st each year and terminate May 31st of the following year.

ARTICLE IV : BOARD OF GOVERNORS

Section 1. BOARD OF GOVERNORS. The Board of Governors shall have general supervision over and responsibility for the management of the Club and its affairs, funds and property and have full power and authority to carry out its objectives within the limitations stipulated in these By-Laws.

Section 2. NUMBER AND TERM. The Board of Governors shall consist of nine Governors except as provided for in Article V, Section 2. All Governors are to be 18 years or older. A term of office shall be three years. At the Annual Meeting of the Club in May of each year there shall be elected: a) three members to the Board to serve for a term of three years, b) such other members as may be necessary to fill any unexpired terms on the Board then existing, plus, if necessary, c) the incoming President ex-officio if not continuing as a Governor is not elected to a three year term or unexpired term. No person having served as a member of the Board of Governors for 2 full terms of three years immediately prior to the Annual Meeting shall be eligible for re-election to the Board of Governors until the Annual Meeting in the year next following the expiration of his (her) term as a member of the Board, except as provided for the President under Article V, Section 2 and in this Section.

Section 3. VACANCIES The Board of Governors shall have the full power to fill by appointment any vacancies occurring in any of the three classes until the next Annual Meeting in May and a successor is duly elected.

Section 4. NOMINATION AND ELECTION. The Board of Governors shall appoint a Nominating Committee which shall mail in the Notice of Annual Meeting their selections for three year term on the Board, for unexpired terms on the Board, and for officers for one year with a form of ballot and proxy as provided in Article III, Section 4, to every member entitled to vote. Other nominations may be made from the floor at the Annual Meeting by any voting member, provided such nomination is seconded by another voting member and

provided the nominee has agreed to serve if elected. Ballots will be available at the Meeting. The presiding officer of the meeting shall designate two inspectors of election to receive votes and certify the result to the presiding officer. The candidates receiving the greatest number of votes shall be deemed to be elected. In the case of a tie vote, the Board of Governors shall have the power to decide which candidate shall be declared elected.

Section 5. MEETINGS. Meetings of the Board of Governors shall be held upon due notice at the call of the President or upon written request of three members of the Board.

Section 6. QUORUM. A majority of the current members of the Board of Governors shall constitute a quorum for the transaction of business.

Section 7. POWERS. The Board of Governors shall further have the following authority, in addition to that conferred by law and specifically stated elsewhere in these By-Laws:

- a) To make rules for their own government and government of the Committees appointed by them. They shall also make rules as they deem proper respecting the use of the Club's own or leased property by members and non-members, fix and remit penalties for offenses against the rules.
- b) To appoint such committees as they may from time to time deem necessary, delegating the power to perform the duties assigned to them.
- c) To elect a voting class member over 18 years of age in good standing as Delegate/Delegates to the United States Figure Skating. The Club Secretary shall inform the Association's Secretary in writing of the name and address of the Delegate/s elected. Said 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 all or part of the expenses of the Delegate/s to the Association meetings.
- d) To appoint, direct and dismiss contract help, employees, and professionals of the Club.
- e) To admit, suspend, or expel members and guests and control the transfer of membership, classifications and readmission to membership. Two-thirds of the total number of governors may expel a member, after due notice and hearing, for violations of By-Laws; Rules, conduct they deem improper. Two-thirds of the total number of governors may expel a member without hearing for non-payment of dues, fees and/or assessments. Such proceedings shall be held in confidence.

f) To fix, from time to time, the amount and method of payment of fees, dues, assessments and all other fees and charges and to limit the fees of the professionals.

g) To have final decision on interpretation of these By-Laws and exercise such other powers and do such other acts in the interest of the Club as may be consistent with the laws of the State of New Jersey, the Certificate of Incorporation and provisions of the By-Laws of the Glissad Academy at Ice Land and the U.S.F.S.A.

ARTICLE V : OFFICERS.

Section 1. OFFICERS. The officers shall be President, Vice President, Recording Secretary, Corresponding Secretary and Treasurer. The officers of the Club must declare Glissad Academy Club as their home club.

Section 2. NOMINATION AND ELECTION. The Nominating Committee, as provided in Article IV, Section 4, shall mail selections for officers and present them at the Annual Meeting. Other nominations may be made from the floor as in Article IV, and nominees with the greatest number of votes shall be deemed elected. Officers will serve for one year or until their successors are appointed or elected. All officers except the President must be continuing or newly elected members of the Board of Governors at the time they are elected. The President may be elected from the Board of Governors or the general membership and, if the latter, will become the tenth member of the Board of Governors ex officio with full rights to vote. The President must have served on the Board of Governors for at least one year at one time or another and may not serve as President for more than three consecutive years. The Board of Governors shall elect, out of their own number, any officers necessary to fill unexpired terms.

Section 3. PRESIDENT. The President shall preside at all meetings of the Club and of the Board of Governors, and have general supervision over, and responsibility for management of the Club and shall exercise all powers of the Board, including power to suspend any member for violating By-Laws or Rules or for improper conduct but not including power to admit or expel, between regular Board meetings and until approval or rejection by the Board. The President, together with the Treasurer, shall have the power to enter into and sign, on behalf of the Club, all written contracts as approved and authorized by the Board of Governors.

Section 4. VICE PRESIDENT. The Vice President shall, in the absence or disability of the President, preside at all meetings and have all the powers and perform all the duties of the President, in addition to such other duties as may be directed by the Board. If both President and Vice President are absent, those present shall elect a presiding officer.

Section 5. RECORDING SECRETARY. The Recording Secretary shall be the Secretary of the corporation for purposes of the applicable New Jersey Statutes, shall be responsible for the notices of Annual and Special Meetings, shall keep the Minutes of all meetings of the Club and of the Board of Governors, and shall perform such other duties pertinent to the nature of the office as may be directed by the Board of Governors.

Section 6. CORRESPONDING SECRETARY. The Corresponding Secretary shall be responsible for: (1) the correspondence of the Club and of the Board of Governors, (2) the announcements to the Club membership, (3) a list of all members of the Club by the various classifications of membership, (4) applications for membership, (5) performance of such other duties pertinent to the nature of the office as may be directed by the Board of Governors.

Section 7. TREASURER. The Treasurer shall collect all entrance fees and dues, receive all monies due the Club, and make payments of whatever nature when approved by the Board of Governors. The Treasurer shall keep regular accounts and submit periodic and annual reports to the Board of Governors. The Treasurer, together with the President, shall have the power to enter into and sign all written contracts on behalf of the Club, as approved and authorized by the Board of Governors. The Treasurer shall file all financial statements as required by the State of New Jersey. The Treasurer shall perform such other duties as may be directed by the Board.

Section 8. BOARD MEMBER LIMITATION. The office of the Board Member shall be ipso facto vacated under the following conditions:

- 1) if by notice in writing to the Club and Board of Governors the member resigns his office,
- 2) if the member no longer is a member of the Club,
- 3) if the member is convicted of a criminal offense,
- 4) if the member is found to be of unsound mind.

Further, any officer or member of the Board of Governors may, for cause, be removed from his/her office by the vote of six (6) of the members of the Board of Governors after an opportunity has been afforded such person to be heard.

ARTICLE VI : COMMITTEES

Section 1. APPOINTMENT OF COMMITTEES. For better execution of their powers and duties the Board of Governors, at their first meeting after each annual election, may appoint from their own members, or from the general membership, such committees as they may deem necessary, and they shall define the duties thereof. The following committees may be among those appointed: a) Membership Committee (which should include the Corresponding Secretary) to verify the

qualifications of applicants as stated in Article VII, Section 1, and maintain the Club and US Figure Skating membership lists.

b) Test Committee to have charge of US Figure Skating tests, setting dates, and obtaining judges. This committee should also verify who is eligible to enter tests or competitions. c) Awards Committee to establish a written description of each award, its history, the criteria for the award and record of recipients, to monitor competition and test results and maintain records during the year to facilitate decisions prior to the General Meeting, keep track of trophies in circulation and those retired so that they are not lost, order trophies for the General Meeting and as necessary. d) Archives Committee to maintain the historical records and index of Club property and other documents of historical value and keep them safe. e) Such other committees, such as Publicity Committee, as shall be deemed necessary to conduct the business of the Club. There shall be at least one member of the Board of Governors responsible for the organization of each committee. The President of the Club shall be an advisory member (without vote) of each of these committees. The President shall appoint each member of the Board to chair or participate in a Standing Committee.

ARTICLE VII : MEMBERSHIP

Section 1. CLASSES OF MEMBERS. The membership of the Club shall consist of such classes as the Board of Governors may from time to time establish. They may create and drop classes and prescribe the privileges and obligations thereof as they may deem to be in the best interest of the Club. The classes in use are:

a) Family Membership, which consists of a couple or a single parent and all their children. b) Single Membership, which shall include a person who is not covered by any other class of membership. c) Associate Membership, which is on the mailing list, a non-voting membership and may participate in all club activities. Associate Memberships are not entitled to send off gifts and or scholarships.

Section 2: NONDISCRIMINATION CLAUSE. The Club does not discriminate or hold as a condition of membership race, creed, color, religion, national origin or age.

Section 3. ELECTION OF MEMBERS. Applications for membership shall be made on the form provided. As a condition of membership, the applicant shall sign and return a "Letter of Understanding" concerning rules of conduct. All applications are reviewed by the membership committee and applicants notified of acceptance.

Section 4. EFFECTIVE DATE OF MEMBERSHIP. Once the application is received by the Membership Chair along with the Membership dues.

Section 5. DUES AND CHARGES. Annual dues, initiation fees and assessments shall be fixed and determined by the Board of Governors in such amounts as necessary to meet the fiscal needs of the Club, and shall be payable before the start of the skating season. The Annual dues are not refundable except in hardship cases, in which case members may appeal in writing to the Board of Governors for a pro-rated refund.

ARTICLE VIII: CONFLICT RESOLUTION

Section 1. COMPLAINT. If a member of the Club believes another member has violated one or more of the Club's By-Laws or rules, other than skating rules, the complaining member ("Complainant") may file a written complaint ("Complaint") with the Board of Governors within two weeks of the alleged violation(s).

Section 2. RESPONSE. Within two weeks of receiving a Complaint, the Board of Governors shall notify the member against whom the Complaint is lodged ("Respondent") of the Complaint and provide him or her with a copy thereof. The Respondent may file a written response to the Complaint ("Response") with the Board of Governors no later than two weeks after his or her receipt of the Complaint ("Response Period").

Section 3. DECISION. At the next regularly scheduled Board of Governors meeting following the expiration of the Response Period, the Board of Governors shall consider the Complaint and any Response and render a decision thereon ("Decision"). Within a reasonable period of time thereafter, the Board of Governors shall notify the Complainant and Respondent, in writing, of the Decision.

Section 4. APPEAL. Within two weeks of receiving the Decision, the Complainant or the Respondent may appeal the Decision to the Grievance Committee of the New Jersey Council of Figure Skating Clubs.

ARTICLE IX: AMENDMENTS & PROCEDURE

Section 1. DISSOLUTION. In the event of the dissolution of Glissad Academy for any reason, all of its assets and property shall be sold and the proceeds thereof given to the Memorial Fund of the United States Figure Skating.

Section 2. AMENDMENTS. Amendment to or change in these Bylaws shall be made only by a two-thirds affirmative vote in person or by written proxy at any Annual Meeting or Special Meeting of the membership duly called for that purpose after ten days written notice of the proposed amendment or changes has been given in writing to the members of the Club, and only after such amendment or change has either been approved by the Board of Governors or subscribed to by ten voting members in good standing.

Section 3. Matters of order or procedure not covered by these Bylaws shall be governed by USFS.

Updated 6/1/08