

THE LAKEWOOD WINTER CLUB

BY-LAWS

ARTICLE I NAME AND PURPOSE

Section 1.1 Name. The name of the organization shall be the LAKEWOOD WINTER CLUB. ~~For designation purposes, it is~~ referred to in these ~~by~~ Bylaws as “LWC” and the “Club”.

~~Section 1.2: The purpose of the LWC shall be to operate a non-profit social organization promoting the activities of amateur figure skating through the rules, by laws and guidelines of the United Figure Skating Association (USFSA)~~ **Section 1.2 Existence.** The Club is incorporated as a nonprofit social organization under the laws of Washington State (the “State”) and shall be governed by the nonprofit corporation law of the State (the “Nonprofit Law”).

Section 1.3 Purpose. The purpose of the Club shall be to promote the activities of amateur figure skating on ice.

Section 1.4 Club Address and Home Ice. The primary location of the LWC’s training ice shall be Sprinker Recreation Center, 14824 ‘C’ Street, Tacoma, WA 98444. The registered office of the Club need not be the same address. The address of the registered office may be changed from time to time by the Board of Directors. Any changes to the Club’s address shall be filed with U.S. Figure Skating within 30 days.

Section 1.5 Membership in U.S. Figure Skating. The club has been formed to be a member of The United States Figure Skating Association (“U.S. Figure Skating”). As such, the Club and its members shall conduct its affairs in a manner consistent with the Bylaws, Official Rules, and Policies and Procedures of U.S. Figure Skating, as in existence and amended by U.S. Figure Skating.

ARTICLE II FISCAL YEAR

~~Section 1:~~ The fiscal year of the ~~LWC~~ Club shall begin ~~on~~ May 1~~st~~ of each year and ending ~~on~~ the April 30~~th~~ of the following year.

ARTICLE III MEMBERSHIP

~~Section 3.1~~ Membership. The ~~LWC does Club shall~~ not discriminate in membership based on sex, age, race, national origin, religion, disability, and/or handicap.

Section 1: How does one become a member of the LWC?

~~Before~~ Before accepting an applicant as a member of the LWC, the Board of Directors (the "Board") shall review the membership application and approve the membership with a majority of a quorum of the Board ~~of Directors~~. The ~~LWC~~ applicant's membership class shall ~~have~~ be determined in accordance with the membership classes ~~of membership as~~ set forth ~~more fully~~ in this Article of the By-laws.

Section 2: What are the classes of membership of the LWC?

- ~~A. The LWC has four classes of Regular Memberships designated as Adult, Coach, Parent, and Judge. Election as a Regular member is at the discretion of the Board of Directors.~~
- ~~A. The LWC has four classes of Special Memberships designated as Junior, Associate, Patron and Tot. Election as a Special member is at the discretion of the Board of Directors.~~

~~Section 3: What are the privileges of a~~ Section 3.2 *Membership Classifications.*

The LWC shall have two classifications of membership: Regular and Special. Each membership class shall be comprised of sub-classifications. The Board of Directors, at its discretion at any time, may terminate an entire classification of membership or any sub-classification within any class.

Section 3.3 U.S. Figure Skating Membership. Each membership classification includes a U.S. Figure Skating membership, unless otherwise noted.

Section 3.4 Underage Members. Any member less than the age of eighteen (18) years of age in any membership class, other than Special Tot membership, shall require an accompanying Regular Parent Member.

Section 3.5 Regular Membership? The Regular Membership classification shall be comprised of the following subclasses: Adult, Coach, Parent, Collegiate, and Judge. Election as a Regular member is at the discretion of the Board of Directors.

~~—The privileges as a Regular Member include, but are not limited to~~

- ~~A. The right to vote and hold office~~
- ~~A. Use of the Club facilities~~
- ~~A. Participate in the Club's activities and programs~~
- ~~A. Represent the Club in competition and exhibitions~~
- ~~A. Test at the Club facilities~~
- ~~A. Purchase Club apparel~~
- ~~A. Access to the Club's skating director and club choreographer~~
- ~~A. Inclusion in the policies under administration~~
- ~~A. Participate in the club's social events~~
- ~~A. Receive Club awards for accomplishments~~
- ~~A. Receive the benefit of scheduled freestyle sessions~~
- ~~A. Receive allocations~~
- ~~A. Receive membership in the USFSA~~
- ~~A. Introduce guests to the Club~~
- ~~A. Sponsor Candidates for Club membership, and~~
- ~~A. Vote on all matters relating to the Club at meetings of the membership.~~

A. Section 4: What is a Regular Adult Membership?

~~A Regular Adult Member may compete for and receive benefits from the LWC~~

- ~~A.1.~~ A Regular Adult Membership is available to a skater who is eighteen (18) years of age or older at the time of registration or renewal and is proposed by the Membership Committee.
- 2. A Regular Adult Member must train at Sprinker Recreational Center, be coached by ~~a~~an LWC Regular Coach Member, and reside in the state of Washington.
- ~~B.3.~~ A Regular Adult Member may compete for and receive benefits from the LWC.
- ~~C.4.~~ The Club encourages and recommends that the Regular Adult Member attend the Club's Annual Meeting as well as participate in volunteer and fundraising activities for the benefit of the Club.
- ~~D.5.~~ The Club encourages the Regular Adult Member to support and participate in the Club's Ice Show.
- ~~E.6.~~ The LWC Board of Directors shall consider written requests for Adult Regular Membership from an adult skater who attends a college, university, or trade school outside the state of Washington. The adult skater must have previously been a Special Junior Member of the LWC. The adult skater's request must state clearly the reasons why the Club should extend a Regular Adult Membership to the adult skater. The Board of Directors shall review and vote on the written request.

B. Section 5: What is a Regular Coach Membership?

- ~~A.1.~~ A Regular Coach Member must teach and/or train at Sprinker Recreational Center.
- ~~B.2.~~ A Regular Coach Member shall encourage growth of new memberships without skill or age barriers.
- ~~C.3.~~ The Club encourages and strongly recommends that the Regular Coach Member attend the Club's Annual Meeting and may be required to attend by the Club's Skating Director.
- ~~D.4.~~ The Club encourages and recommends that the Regular Coach Member participate in ~~Volunteer~~volunteer and fundraising activities for the benefit of the Club, including hosting the LWC Holiday Party.
- ~~E.5.~~ The Club encourages the Regular coach Member to support and participate in the Club's Ice Show.

C. ~~Section 6: What is a Regular~~ Parent Membership?

~~A.1.~~ A Regular Parent Member shall support and empower Special Junior Members to achieve their membership requirements and to actively participate as a Club Member.

~~B.2.~~ The Club encourages and recommends that the Regular Parent Member attend the Club's Annual Meeting as well as participates in volunteer and fundraising activities for the benefit of the Club.

D. Section 7: What is a Regular Executive Membership

1. A Regular Executive member shall not be qualified for any other Regular membership sub-classification.
2. A Regular Executive member shall be eighteen (18) years of age or older at the time of registration or renewal and is proposed by the Membership Committee.
3. A Regular Executive member shall hold voting privileges and may serve in any capacity on the Board of Directors, as outlined in Article V of these Bylaws.

E. Collegiate Membership

1. A Regular Collegiate Membership is available to current and former LWC members attending an accredited post-secondary school.
2. A Regular Collegiate Member who is less than eighteen (18) years of age at the time of registration or renewal must be accompanied by a Regular Parent Member.
3. A Regular Collegiate Membership may be awarded to graduating High School Seniors who have been members in good standing for a period of no less than two consecutive years prior to the award.
4. A Regular Collegiate Member must provide documentation demonstrating his or her enrollment in an accredited post-secondary school.
5. A Regular Collegiate Membership is available to each LWC member no more than once.
6. The duration of the Regular Collegiate Membership shall be in accordance with the U.S. Figure Skating Bylaws, which may be amended at any time.

7. A Regular Collegiate Member is not required to train at Sprinker Recreational Center, be coached by an LWC Regular Coach Member, or reside in the state of Washington during the period of their Collegiate Membership.
8. A Regular Collegiate Member may compete for and receive benefits from the LWC.
9. The Club encourages and recommends that the Regular Collegiate Member attend the Club's Annual Meeting as well as participate in volunteer and fundraising activities for the benefit of the Club.
10. The Club encourages the Regular Collegiate Member to support and participate in the Club's Ice Show.

F. Judge Membership?

~~A-1.~~ A Regular Judge Member must provide continued support of Club test sessions.

~~B-2.~~ A Regular Judge Member must provide his or her support and expertise for Club sponsored events, such as May Blades, Critiques, Seminars, and Parents' Club.

Section 8: ~~What are the limitations of a 3.6 Special Membership?~~ The Special Membership Class shall be comprised of the following subclasses: Junior, Associate, Patron, Tot, and Half-Year. Election as a Special member is at the discretion of the Board of Directors.

~~A. ——— Members under Special Membership classes are not entitled to vote on any matter relating to the Club or serve on the Board of Directors. The Board of Directors, at its discretion at any time, may terminate an entire class of membership or any single member within any class. No change from any Special Junior Membership class to any other class of membership, Regular or Special, shall only be made unless pursuant to a vote of the Beard of Directors at its discretion and upon payment of such fees as they pertain to the new class.~~

Section 9: What is a Special Junior Membership?

~~A Special Junior Member may compete for and receive benefits from the LWC.~~

1. A Special Junior Membership is available to a skater who is less than eighteen (18) years of age ~~or older~~ at the time of registration or renewal and is proposed by the Membership Committee.
- ~~A-2.~~ A Special Junior Membership must have an accompanying Regular Parent Member.
- ~~B-3.~~ A Special Junior Member must train at Sprinker Recreational Center, be coached by a LWC Regular Coach Member, and reside in the state of Washington.
- ~~C-4.~~ The Club encourages and recommends that the Special Junior Member attend the Club's Annual Meeting as well as participates in volunteer and fundraising activities for the benefit of the Club.
- ~~D-5.~~ The Club encourages the Special ~~junior~~ Junior Member to support and participate in the Club's Ice Show.

B. Section 10: What is a Special Associate Membership?

- ~~A-1.~~ A Special Associate Member must be a full member in good standing with another ~~USFS~~ S. Figure Skating club or an independent member of U.S. Figure Skating.
- ~~B-2.~~ A Special Associate Member must pay all fees for this class and maintain a valid membership with the ~~USFS~~ S. Figure Skating.
3. ~~Section 11: What is a Special~~ A Special Associate Member who is less than eighteen (18) years of age at the time of registration or renewal must be accompanied by a Regular Parent Member.
4. A Special Associate Member must represent their home Club at any U.S. Figure Skating sanctioned competition or event.
5. A Special Associate Member shall be entitled to the same benefits as a Regular Adult Member or Special Junior Member, except as noted below.
6. A Special Associate Member shall be entitled to participate in LWC Test Sessions and Club Ice activities at the same cost as Regular and Special members.
7. A Special Associate Member shall be expected to abide by all LWC Codes of

Conduct, Rules, Regulations, Policies, and Procedures, including those of LWC's Home Ice facility, while participating in LWC sanctioned competitions, events, or activities.

8. A Special Associate Member shall not be eligible to receive monetary benefits afforded Regular Adult and Special Junior members.
9. A Special Associate Member shall not hold any voting privileges or be permitted to serve on the LWC Board of Directors in any capacity.
10. A Special Associate Member shall not be eligible to be chosen as Skater of the Month or receive Test Achievement pins or medals awarded at the Club's annual ceremonies.
11. A Special Associate Member shall not be eligible for any special awards or achievement recognitions that Regular Adult and Special Junior Members may receive.
12. A Special Associate Member shall not be eligible for a Half-Year Membership.
13. A Special Associate member shall be eligible to purchase any Club apparel classified as "practice wear" but shall be ineligible to purchase any Club apparel classified as "competition wear."

C. Patron Membership?

~~A.1.~~ A Special Patron Member shall be a former Regular Member for at least five (5) years duration.

~~B.2.~~ A Special Patron Member is a non-~~USFS~~ U.S. Figure Skating member.

~~C.3.~~ A Special Patron Member maintains an interest in supporting the LWC and its skaters.

D. Section 12: What is a Special Tot Membership?

~~A.1.~~ A Special Tot Member must be no less than two (2) years old and no more than five (5) years old.

~~B.2.~~ The Club shall not require a parent to become ~~a~~-an LWC member so that his or her child can be a Special Tot Member.

~~C.3.~~ A Special Tot Member cannot be a member of ~~the USFS~~-U.S. Figure Skating.

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Section 13: What is an Honorary Membership?

~~—— The Board of Directors may award an Honorary Membership by unanimous vote to any person, in any class of membership, and may bestow such Honor upon individuals who the Board believes are deserving. The Board shall decide the term of such Honorary Membership. Honorary Members shall have all such rights and privileges of their particular membership class, but shall be exempt from the payment of membership dues.~~

Section 14: Can restricted persons in skating join as members of the LWC?

- ~~E. —— Yes. Restricted persons in skating and ineligible persons in skating as defined by the USFS may apply as members of the LWC.~~ *Half-Year Membership*
1. A Special Half-Year Membership is available to new members applying for either a Regular Adult, Regular Parent or Special Junior membership.
 2. A Special Half-Year Membership period shall be January 1 of the current membership year and end on June 30 of the same membership year.
 3. A current or former Special Tot Member is eligible for Half-Year Membership. Current Tot Members shall be required to pay the full dues of a Half-Year Special Junior Member.
 4. Special Half-Year Members are ineligible to vote at the current membership year's Membership Meeting.

Section 3.7 Special Membership Classification Limitations. Members under the Special Membership classification are not entitled to vote on any matter relating to the Club or serve on the Board of Directors. Transfer from any Special Membership sub-classification to any other class or sub-classification of membership, either Regular or Special, shall only be completed by vote of the Board of Directors at its discretion and upon payment of such fees as they pertain to the new classification.

Section 3.8 Honorary Membership. The Board of Directors may award an Honorary Membership by unanimous vote to any person, in any classification of membership, and may bestow such Honor upon individuals who the Board believes are deserving. The Board shall decide the term of such Honorary Membership. Honorary Members shall have all such rights and privileges of their particular membership classification, but shall be exempt from the payment of membership dues.

Section 3.9 Membership for Restricted or Ineligible Persons. Restricted persons in skating and ineligible persons in skating as defined by U.S. Figure Skating may apply as members of the LWC. Ineligible persons, if otherwise qualified, may serve as a LWC officer. Only one ineligible person may serve on the LWC Board of Directors at a time.

ARTICLE IV DUES AND REGISTRATION

Section 4.1: Membership Dues. Membership dues shall be set and reviewed annually by the Board prior to ~~June 1st~~April 1 of each year.

Section 4.2: Dues Payment. Membership dues shall become payable 30 days prior to the ~~USFS.S. Figure Skating~~ renewal date and shall become delinquent 30 days after the ~~USFS.S. Figure Skating~~ renewal date. Membership dues shall require a processing period of up to ten (10) days from the date of receipt of Membership dues before Membership can be validated.

Section 4.3: Delinquent Dues. Members with delinquent dues and/or past due accounts with the LWC as of July 1~~st~~ of each year shall lose all membership rights until such accounts are cleared.

~~Section 4: A member may pay for their volunteer hours at time of membership and waive the responsibility to volunteer throughout the year.~~

~~Section 5: VOLUNTEER HOURS will be PRORATED for NEW members that join after the first month of the membership year.~~

ARTICLE V BOARD OF DIRECTORS

Section 5.1: Board Composition. The entire management of the LWC, its business affairs, assets and properties shall be vested in a Board of Directors referred to throughout these ~~By-Laws~~laws as the “Board”, consisting of nine Directors: eight elected Directors and the immediate Past President. If no immediate Past President is available to serve as the ninth Director, any previous president can serve as the ninth Director. In the event that no Past Presidents are available to serve as the ninth Director, a former Officer may serve as the ninth Director.

Section 5.2: Board Elections. The members of the Board shall be elected at the Annual Meeting of the LWC membership as outlined in Article VII of these ~~By-Laws~~laws. Each year, four Directors shall be elected to serve two-year terms of office. In the event the current President shall be re-elected, or shall ~~be~~by reason of prior election or re-election, continue as a Director after the expiration of the term as President, the predecessor as President shall be and remain the ninth member of the Board as Past President for the ensuing year.

Section 5.3: *Director Terms.* Directors shall be installed ~~in~~into office at the first Board meeting in May~~;~~ and their terms of office shall run from May 1~~st~~ to April 30~~th~~, two years hence.

Section 5.4: *Director Qualifications.* Directors shall be REGULAR members of the LWC in good standing. ~~No more than one member of a family can serve on the Board of the LWC at any given time.~~

~~**Section 5:** If for a Director's position should period of no less than one (1) year prior to election. Directors shall be active members of the Club as demonstrated by his or her participation in Club sponsored events and activities. Directors must demonstrate through his or her actions an interest in advancing the best interests of the Club. Any Director failing to meet the above criteria shall be removed from his or her position. No more than one member of a family can serve on the Board of the LWC at any given time.~~

Section 5.5 *Elected Director Vacancies.* Should an elected Director position become vacant for any reason, the Nominating Committee shall be notified and shall submit to the Board a list of at least three (3) qualified nominees pursuant to Section 5.4 to fill the position prior to the next Board meeting following the effective date of the vacancy. After reviewing the list, the Board shall select one member from the list to fill the vacated position for the duration of the term.

Section 5.6: *Past President Director Vacancies.* Should the Past President Director position become vacant for any reason, the position shall be filled in accordance with Article V, Section 5.1. If, for any reason, no Past President or Officer is available to serve, the Past President Director position shall remain vacant.

Section 5.7 *Absences from Meetings.* Any ~~director~~Director who is absent from three (3) consecutive meetings of the Board, or more than five (5) Board meetings in total over a twelve month period, shall receive written notification of his or her absences from the Board via certified mail and is subject to removal from the Board as outlined in Article V, Section 5.8. The Director shall be called upon to show just cause to the Board within seven (7) calendar days why the Director should not be removed from his or her position. Should the ~~office~~said Director fail to show cause to the satisfaction of the Board, the Board shall proceed with the Director's removal as outlined in Article V, Section 5.8.

Section 5.8 *Removal.* A Director may be removed by the Board of Directors whenever, in its judgment, the best interests of the Club will be served thereby. Notice of the Boards' intent to remove a Director shall be provided to said Director via certified mail no less than seven (7) calendar days from the effective date. Said Director shall be given five (5) business days to respond and show just cause to the Board why the removal should not be carried forth. Should the said Director fail to show cause to the satisfaction of the Board, the Board shall declare the position vacant~~;~~ and the position shall be filled as outlined in ~~Article V, Section 5~~above.5 and Section 5.6.

Section 5.9 *Resignation.* A Director may resign at any time by giving written notice (either

via email or first class mail) to the President. In the case of the President's resignation, notice shall be given to the Board as a whole. The resignation shall be effective at the time the notice is received unless otherwise specified in the notice and agreed upon by the Board.

Section 5.10 Compensation. Directors shall not receive compensation for their services as such although the reasonable expenses of Directors to attend seminars or activities that further the Club's best interests shall be paid or reimbursed by the Club as approved by the Board.

ARTICLE VI Board Meetings

~~**Section 6.1: Regular Board Meetings.** Regular meetings of the Board shall be held on a monthly basis as at a time and place set forth by the Board. ~~Notice of for the regular meeting shall be mailed to each of the Directors by the Secretary at least five~~ purpose of transacting LWC business.~~

Section 6.2 Special Board Meetings. Special meetings of the Board may be called by the President, or by request of two Directors. At least 24 hours notice of any special meeting shall be given.

~~**Section 6.3 Board Meetings Open to Membership.** Board meetings shall be open to the membership of the LWC. Members wishing to present agenda items before the Board shall give no less than seven (7) days prior to the meeting. This notice shall also contain the minutes of the previous regular meetings as well as the minutes of any special Board meetings held in the interim.~~

~~**Section 2:** Special meetings of the Board may be called by the President, or by request of two Directors. At least 24 hours notice of any special meeting shall be given.~~

~~**Section 3:** Board meetings shall be open to the membership of the LWC. Members wishing to present agenda items before the Board shall give adequate prior notice to the President and shall receive permission from the President to make such presentations. The Board reserves the right to conduct closed sessions on certain business items as deemed necessary.~~

~~**Section 6.4: Meeting Quorum.** A majority of all members of the Board ~~(five Directors)~~ shall constitute a quorum for transacting business at any meeting of the Board, except ~~as noted. If less than a quorum is present, the meeting shall be adjourned until such a time that a quorum can attend. Matters regarding in the case of~~ discipline or expulsion of an LWC member, removal of a Director from office, or dissolution of the LWC, which shall require a quorum of no less than seven (7) Directors. ~~If less than a quorum is present, the meeting may be held, however any agenda items requiring a vote or related to discipline or expulsion of an LWC member, removal of a Director from office, or dissolution of the LWC shall be stricken until such a time that a quorum is in attendance.~~~~

~~**Section 6.5: Board Decisions.** Except as otherwise noted, all decisions of the Board shall be~~

made on a simple majority vote of those Directors present. A two-thirds vote of the Directors present shall be required for bestowing Honorary memberships. A two-thirds vote of the total number of Directors shall be required to take discipline ~~of~~or expulsion action against any LWC member, to remove a Director from office, or to approve Articles of Dissolution for presentation to the LWC membership.

Section 6.6 *Meetings via Email or Telephone.* Members of the Board may hold a meeting and transact business by means of email or conference call in which all members of the Board are fully represented and can fully participate and vote as in an in-person meeting.

Section 6.7 *Presumption of Assent.* A Director who is present at a meeting of the Board is deemed to have assented to all action taken unless: (i) the Director objects at the beginning of the meeting or immediately upon arrival, to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to any action taken; (ii) the Director contemporaneously requests that the Director's dissent or abstention as to any specific action taken be entered in the minutes; (iii) the Director causes written notices of the Director's dissent or abstention as to any specific action to be received by the presiding officer of the meeting before adjournment or by the Club promptly after adjournment. The right of dissent or abstention is not available to a Director to votes in favor of the action taken.

ARTICLE VII MEMBERSHIP MEETINGS AND ELECTIONS

~~Section 7.1~~ Section 7.1 *Membership Meetings.* The Board shall determine the time and place of any Membership meetings. There shall be at least ~~one~~ Membership meeting during the year for the purpose of nominations and elections of Directors and officers ~~of~~to the Board, and of members of the Audit Committee ~~and~~. The annual Membership Meeting shall be held during the month of April.

~~Section 7.2~~ Section 7.2 *Membership Meeting Notice.* Each REGULAR member shall ~~be mailed~~ receive written notice of the date, time, place, and agenda of any ~~membership~~ Membership meeting ~~at least~~ no less than 20 days prior to the date of the meeting.

Section 7.3: ~~One~~ Method of Notice. Notices shall be sent via email to those members for whom the Club has email addresses and via first class mail to the members for whom the Club does not have an email address on file. Notice of the meeting shall also be posted on the LWC Bulletin Board and on the LWC website no less than twenty (20) days prior to the date of the meeting.

Section 7.4 Membership Meeting Quorum. No less than one-third (1/3) of the REGULAR members shall be ~~required to be~~ represented, either in person or by their valid absentee ballot, in order to constitute a quorum. If less than a quorum is represented, ~~no~~ the Board of Directors, at its discretion, may (i) hold the meeting and strike any agenda items requiring a vote or related to the election of directors or conducting official business transactions. In this case, stricken agenda items shall be transacted and moved to an agenda for another meeting until such a time that a quorum is in attendance, (ii) the meeting shall be adjourned until such time that a quorum can be is represented.

~~**Section 4:** Voting privileges shall be held only by REGULAR members who have been members since the preceding September. REGULAR members may vote in person at the annual meeting or by an absentee ballot postmarked at least five calendar days prior to the annual meeting (U.S. mail only). All absentee ballots will be opened at the meeting and verified by the Membership chairperson and the Secretary.~~

~~**Section 5:** The Nominating Committee shall propose a slate of candidates for election to the Board of Directors to the membership. This list shall be included in the notice of the Annual Meeting sent out to the members. All nominees must meet the qualifications listed in Article V of these By-Laws and must be willing to serve. Write-in nominations will no longer be accepted on the ballots.~~

~~**Section 6:** Following the election of Directors to the Board at the Annual Meeting, nominations, and elections shall be held in a similar fashion to fill out the offices of the President, Vice-President, Secretary, and Treasurer. Nominees for each office shall be Directors of the Board. Those elected to officer positions shall serve a one-year term of office.~~

~~**Section 7:** Following the election of Officers at the Annual Meeting, nominations shall be held in a similar fashion to fill the three positions on the Audit Committee. Candidates for the Audit Committee shall be REGULAR members in good standing. Audit Committee members shall assume office on May 1st and shall serve a one-year term of office.~~

~~**Section 8:** Special Membership Meetings may be called at the request of the President, two Directors, or five REGULAR members or 10 percent of the REGULAR membership (whichever is greater). At such a Special Membership meeting, only such business as specified in the agenda published in the notice of the meeting shall be conducted.~~

~~**Section 9:** Unless otherwise noted, all decisions of the membership shall be made on a simple majority vote of those REGULAR members represented and voting. Election of the Directors to the Board and members of the audit Committee shall be by plurality vote. Articles of Dissolution, amendments to the Bylaws and amendments to the Articles of Incorporation shall~~

~~require a two-thirds vote of those REGULAR members represented and voting.~~

Section 7.5 Membership Meeting Adjournment. When a meeting is adjourned to another date, time, or place, notice need not be given of the new date, time, or place if the new date, time, or place of such meeting is announced before adjournment of the meeting at which the adjournment is taken. At the re-scheduled meeting, the Club may transact any business which may have been transacted at the original meeting. If any agenda items from the original meeting are changed, notice shall be given of the new meeting date, time, place and agenda as outlined in Article VII, Section 7.3.

Section 7.6 Voting Privileges. Voting privileges shall be held only by REGULAR members who have been members since the preceding September. REGULAR members may vote in person at the annual meeting or by an absentee ballot postmarked at least five (5) calendar days prior to the annual meeting (U.S. Mail only). All absentee ballots shall be opened at the Membership meeting and verified by the Membership chairperson and the Secretary. In the event that either the Membership chairperson or the Secretary shall be amongst the nominees for election, the Board of Directors shall appoint a person to fulfill the nominee's obligation.

Section 7.7 Nominating Committee. The Nominating Committee shall propose a slate of candidates for election to the Board of Directors to the membership. This list shall be included in the notice of the Annual Meeting made available to the members. All nominees must meet the qualifications listed in Article V, Section 5.4 of these Bylaws and must be willing to serve. Write-in nominations will not be accepted on the ballots.

Section 7.8 Club Officer Elections. Following the election of Directors to the Board at the Annual Meeting, nominations and elections shall be held in a similar fashion to fulfill the offices of the President, Vice-President, Secretary, and Treasurer. Nominees for each office shall be Directors seated on the Board for a period of no less than one (1) year prior to nomination. Those elected to officer positions shall serve a one-year term of office.

Section 7.9 Audit Committee. Following the election of Officers at the Annual Meeting, nominations shall be held in a similar fashion to fill the three positions on the Audit Committee. Candidates for the Audit Committee shall be REGULAR members in good standing. Audit Committee members shall assume office on May 1st and shall serve a one-year term of office.

Section 7.10 Special Membership Meetings. Special Membership Meetings may be called at the request of the President, two Directors, or five REGULAR members or 10 percent of the REGULAR membership (whichever is greater). Notice of the date, time, place, and agenda of any Special Membership Meetings must be made available to the membership no less than three (3) business days prior to the date of the Special Meeting. Such notice shall be emailed to the members for whom the Club has email addresses, posted on the LWC Bulletin Board and on the LWC website. At such a Special Membership meeting, only such business as specified in the agenda published in the notice of the meeting shall be conducted.

Section 7.11 Membership Decisions. Unless otherwise noted, all decisions of the membership shall be made on a simple majority vote of those REGULAR members present.

ARTICLE VIII

CLUB OFFICERS

Section 8.1: Elected Club Officers. The elected officers of the LWC shall be ~~a~~ President, ~~a~~ Vice-President, ~~a~~ Secretary, and ~~a~~ Treasurer. Each shall be elected at the Annual Meeting of the ~~LWC~~ membership ~~as outlined in~~ pursuant to Article VII, Section 7.8 of these By-laws. In addition, the President may appoint a non-board member to serve as Recording Secretary. If no such appointment is made, the Secretary shall assume the duties of Recording Secretary.

Section 8.2: ~~If~~ Officer Vacancies. Should an elected officer ~~should~~ vacate ~~the~~his or her position while retaining the position as a Director, the Board shall elect another of their number to complete the term of office. Should an elected officer vacate both the office and the position as Director, the President shall temporarily assume the duties of the position until the vacated Director position has been filled, ~~as outlined in Article V of these By-laws.~~ At that time, the Board shall select one of their number to complete the term of the vacated office. This section shall not prevent the Vice-President from automatically succeeding to the office of President upon the vacation of that office, however.

Section 8.3: Officer Duties. The duties of the officers shall be as follows:

~~The~~A. President. The President shall preside at all meetings of the Board and at all Membership meetings. The President may call a special meeting of either the Board or the Membership. The President shall appoint all members of the Nominating Committee and shall appoint with the approval of the Board, all chairpersons of all ~~other~~ committees except the Audit Committee, ~~all with the approval of the Board.~~ The President shall sign all contracts and obligations of the LWC, together with the Secretary and with the knowledge and approval of the Board. The President shall also perform all duties as are customarily vested in the President.

B. Vice President. The **Vice-President** shall perform the duties of the President when absent and serve in place of the President in the event of the vacation of that office.

~~A. The Recording~~C. Secretary ~~shall record the minutes of all special and regular meetings of the Board and of the membership.~~

The Secretary shall keep on file the minutes of all regular and special meetings of the Board and of the Membership. ~~The Secretary shall notify the members and the Directors of all regular and special meetings as herein provided.~~ The Secretary shall conduct any necessary correspondence on behalf of the LWC, and shall sign, with the President, ~~and~~any contracts and obligations of the LWC.

~~The~~**I. Recording Secretary.** The Recording Secretary shall record and prepare the minutes of all regular and special meetings of the Board and of the membership. The Recording Secretary duties shall be fulfilled by the Secretary. In the event that the Secretary is unable to fulfill these duties in part or in full, the President may appoint someone to fulfill these duties either permanently or on an ad hoc basis.

D. Treasurer. ~~The Treasurer~~ shall keep a full and accurate account of all receipts and disbursements of the LWC. The Treasurer shall be bonded at the expense of the LWC in an amount no less than Twenty Thousand Dollars (\$20,000) immediately upon taking office. The Treasurer shall have supervisory authority over the collection of membership dues, ice fees, test fees, and the like through the committees charged with these functions. The Treasurer shall prepare monthly statements of receipts and disbursements for the Board, and shall prepare an annual statement of the same for the Annual Meeting of the Membership. The Treasurer shall turn over to the Audit Committee all books and financial records within 30 days of the end of the term of office as Treasurer and upon receipt of a review request from the Audit Committee.

ARTICLE IX COMMITTEES

Section 9.1: **Club Committees.** The LWC shall have the following permanent committees: Audit, ~~Competitions, Club Sessions, Parents~~Parents' Club, Inter-Club, Membership, ~~Newsletter~~Communications, Nominating, ~~Publicity~~ and ~~Tests~~Competitions, Test, and Judges. The President may, with the approval of the Board, establish other special committees on a temporary basis, as necessary.

Section 9.2: **Committee Appointments.** All members of the Nominating Committee and chairpersons of other committees ~~except~~, with the exception of the Audit Committee, shall be appointed by the President, approved by the Board, and shall serve at the pleasure of the Board.

Section 9.3: **Committee Composition.** Except as otherwise noted, committees shall be comprised of one or more LWC REGULAR members in good standing.

Section 9.4 **Committee Chairpersons and Members.** Except as otherwise noted, any member of the LWC may be a member of a committee. Chairpersons and members of all committees ~~and members of the Audit and Inter-Club Committees~~ shall be REGULAR members in good standing.

Section 4:**9.5 Committee Duties and Responsibilities.** The duties and responsibilities of the permanent standing committees shall be as follows:

A. Audit Committee. The Audit Committee shall facilitate the review all of the Club's books and financial records ~~of the Treasurer's term of office,~~ annually and at any other time request by the Board or the membership. It shall perform its duties in a timely manner and report its findings to the Board and/or the membership, as required.

~~A. **Competitions Committee** shall coordinate all efforts on behalf of the LWC to help with any Inter-Club sponsored competitions, as well as to take charge of any competition that the LWC may choose to sponsor. Any representative of the LWC on any Inter-Club competition shall be members of this committee.~~

1. The **Club Sessions Auditing** Committee shall be responsible for supervising any LWC club session. It shall enforce the club rules and guidelines for the session as set by the comprised of two persons: one Board. It shall cooperate with the Parents Club in organizing Director who is not an officer and supervising any special club session events. one REGULAR member in good standing.

~~A. **The Parents Club** shall arrange for the accommodations and pleasure of any out-of-town guests of the LWC, and shall arrange and supervise any LWC parties, picnics, and other social functions. It shall help welcome new members to the LWC and support them as they are acquainted with the skating functions and activities plus general information regarding the club. It shall provide projects to strengthen the sport of ice skating and support of the LWC.~~

~~A. **The Inter-Club Committee** shall be the LWC delegates to the Inter-Club Board and the delegates to the USFSA Governing Council. This Committee shall represent the interests of the LWC at meetings of the Inter-Club Board and the USFSA Governing Council.~~

~~A. **The Membership Committee** shall solicit and encourage new and renewal memberships in the LWC. It shall refer all new memberships to the Board for its review and approval. It shall keep the Club roster current, and shall keep the Board the various committees apprised of changes in members' status.~~

~~A. **The Newsletter Committee** shall solicit information for, and publish for distribution to all LWC members, a periodical newsletter.~~

~~A. **The Nominating Committee** shall propose a slate of candidates for election to the Board of Directors, as required for the elections at the Annual Meeting, and for any vacancies that may occur during the year as outlined in Article V, Section 5.~~

~~A. **The Publicity Committee** shall be responsible for seeking and obtaining from the local media, publicity for any activities of the LWC that would be of interest to the public.~~

~~The Test and Judges Committee shall~~ 2. The Auditing Committee shall

facilitate an audit of the books and financial records no less than one time per year.

3. Audits shall be conducted by a Certified Public Accountant (CPA) with no association or affiliation with the Club, Lakewood Skating Foundation or any of its members.
4. The Board of Directors shall establish a reasonable budget for the auditing process and the Auditing Committee shall abide by the budget set forth.
5. The Auditing Committee shall conduct its audit at a time period as not to delay any Club financial transactions, including the filing of taxes, which may result in fines and/or detriment to the Club or any of its assets.
6. The Auditing Committee shall provide the Treasurer with no less than two calendar (2) days notice of the beginning of the audit process and must provide the Treasurer with the name, location, and contact information of the CPA conducting the audit.
7. Except as otherwise noted, the Treasurer shall transport the Club's financial records and books to and from the office of the CPA conducting the audit by the requested date and time.
8. Except as otherwise noted, the CPA's office must return the Club's financial records and books to the Treasurer within fourteen (14) days of receipt.
9. Should the Audit reveal questionable activity, the Club's financial records and books shall be placed in the custody of the Auditing Committee chairperson by the CPA firm conducting the audit.
10. The Auditing Committee shall provide a report of the Auditing results to the Board of Directors at the next scheduled Regular Board of Directors Meeting.

B. Competitions, Tests, and Judges Committee. The Competitions, Tests, and Judges Committee shall coordinate all efforts on behalf of the LWC to help with any Inter-Club sponsored competitions, as well as to take charge of any competition that the LWC may choose to sponsor. Any representative of the LWC on any Inter-Club competition shall be members of this committee. The Competitions, Tests, and Judges Committee shall also organize and supervise ~~text~~test sessions as required for the progression of the LWC members through USFSA.S. Figure Skating tests. It shall keep records of tests passed by LWC members. It shall keep records for the purpose of judge appointments, promotions, and maintaining existing appointments for LWC members who are USFSA.S. Figure Skating Judges and Trial Judges.

C. Parents' Club Committee. The Parents' Club Committee shall be responsible to organize and supervise Club events and fundraisers, arrange for the accommodations and pleasure of any out-of-town guests of the LWC, and shall arrange and supervise any LWC parties, picnics, and other social functions. It shall help welcome new members to the LWC and support them as they are acquainted with the skating functions and activities plus general information regarding the club. It shall provide projects to strengthen the sport of ice skating and support of the LWC.

D. Inter-Club Committee. The Inter-Club Committee shall be the LWC delegates to the Pacific Northwest Interclub Board Meetings, the Pacific Coast Sectionals Meetings, and to the U.S. Figure Skating Governing Council. This committee shall represent the best interests of the LWC at any and all meetings in which they attend.

E. Membership Committee. The Membership Committee shall solicit and encourage new and renewal memberships in the LWC. It shall refer all new memberships to the Board for its review and approval. It shall keep the Club roster current and shall keep the Board and the various committees apprised of changes in members' status.

F. Communications Committee. The Communications Committee shall be responsible for disseminating information to the membership. It shall maintaining a Club website and current member email list. It shall make information available to the membership via email and the website whenever that information becomes available. The Communications Committee shall also be responsible for seeking and obtaining local media coverage and publicity for any activities of the LWC that would be of interest to the general public. The Communications Committee shall also be responsible for overseeing and approving all media-related articles or stories in which the LWC's name, logo, or likeness shall be used.

G. Nominating Committee. The Nominating Committee shall solicit candidates for election to the Board of Directors as set forth in Article V Section 5.4. The Nominating Committee shall propose a slate of candidates, as required for the elections at the Annual Meeting and for any vacancies that may occur during the year as outlined in Article V, Section 5.5.

ARTICLE X DISCIPLINE

Section 1: **0.1 Complaint Filings.** Any ~~LWC member shall be subject to a discipline inquiry by the Board upon filing by any other LWC member with the President of the Secretary of~~LWC member in good standing may file a written accusation of incompetence, failure to live up to the comply with the rules, ~~regulates~~regulations, policies, or ~~by~~Bylaws of the LWC and ~~the USFSA/or U.S. Figure Skating,~~ or conduct injurious to the reputation of the LWC and its members. ~~The Board may have a hearing to consider the matter with such care as circumstances may require. Such a hearing may be held only after at least twenty days have passed since the~~

~~filing of the accusation and only after the accused has been given twenty days notice of such a hearing, against another LWC member with any Board Member.~~

~~Section 2: If upon examining all the facts presented of said circumstances, the Board shall find the accused member innocent of the accusation, the Board shall notify those who filed the accusations, as well as the member accused, of their finding.~~
Section 10.2 *Complaint Requirements.* All written accusations must be accompanied by supporting documentation and facts, including dates, times, witness names and statements, and any other information necessary to support the written accusation. Any written accusation containing any element of ambiguity or anonymity shall be considered to be without merit and shall not be considered for inquiry. Any events having occurred more than one hundred twenty (120) days in the past shall not be considered for inquiry.

~~Section 10.3: If the *Disciplinary Board* shall find the accused guilty, the Board shall have the right to take such action, as they deem necessary under the circumstances, including expulsions from the club, or in the case of a Director, removal from the Board. All written accusations shall be presided over by the Vice President and investigated by the Board as a whole. In the event that the written accusation involves the Vice President, the Board of Directors shall vote to appoint a best-suited alternate.~~

~~Section 4: Quorum and voting requirements for the hearing and cession process shall be as indicated in Article VI of these by laws.~~
Section 10.4 *Disciplinary Inquiries.* Any LWC member shall be subject to a disciplinary inquiry by the Board upon filing by any other LWC member in good standing with any Board Member a written accusation of incompetence, failure to comply with the rules, regulations, policies, or Bylaws of the LWC and/or U.S. Figure Skating, or conduct injurious to the reputation of the LWC and its members.

~~Section 5: Acceptance of Benefits: No LWC member shall engaged in any transaction on behalf of the LWC in which the LWC member will personally receive a benefit of money, property or serviced sot which the member is not legally entitled. This shall include, not be limited to, acceptance of said benefits of money, property, or services obtained from vendors doing business with the LWC.~~

Section 10.5 *Notice of Disciplinary Hearing.* The Board may have a hearing to consider the matter with such care as circumstances may require. Such a hearing may be held only after at least twenty (20) days have passed since the filing of the accusation and only after the accused has been given no less than twenty (20) days notice of such a hearing.

Section 10.6 *Disciplinary Findings.* Upon examining all the facts presented of said circumstances, the Board shall find the accused member either innocent or guilty of the accusation. The Board shall notify those who filed the accusations, as well as the member accused, of their finding. This notification shall be presented to the member in the form of certified mail and signed by the President, Vice President, and Secretary.

Section 10.7 *Disciplinary Action.* If the Board shall find the accused guilty, the Board shall have the right to take such action, as they deem necessary under the circumstances, including suspension, termination, or expulsion from the Club, or in the case of a Director, removal from

the Board.

Section 10.8 *Disciplinary Inquiry and Action Quorum.* Quorum and voting requirements for the hearing and cession process shall be as indicated in Article VI of these Bylaws.

Section 10.9 *Expulsion, Termination or Suspension.* No member shall be expelled, terminated or suspended from the Club except as follows. The member shall be given no less than thirty (30) days' prior written notice of the expulsion, termination, or suspension and the reasons therefore. The member shall have an opportunity to be heard orally or in writing by the Board of Directors no less than fourteen (14) days prior to the effective date of the expulsion, termination, or suspension. Written notice must be given to the member by certified mail and sent to the last address on file with the Club. Any member expelled, terminated or suspended shall be liable to the Club for any dues, fees, or assessments incurred or commitments made prior to the expulsion, termination or suspension. The provisions of this section apply only to a member's membership in the Club and not to their membership in U.S. Figure Skating, the latter of which is subject to applicable provisions of the Bylaws and Official Rules of U.S. Figure Skating pertaining to expulsion or suspension of membership privileges in U.S. Figure Skating.

ARTICLE XI DISSOLUTION

~~Section 1:~~ Any resolution to dissolve the LWC shall be approved by the ~~board~~Board as required by Article VI of ~~the by these~~ Bylaws, and upon submittal to the members at a Membership meeting shall be approved by the members as required by Article VII of these ~~by~~Bylaws.

ARTICLE XII AMENDMENTS

~~Sections 1:~~ **Section 12.1 *Bylaw Amendments.*** These By-Laws, or any section thereof, laws may be amended, repealed, or replaced by new By-Laws laws at any Membership meeting; only if any ~~such proposal was~~ and all proposed changes were included in the ~~agenda as sent out in the~~ notice of the Membership meeting and ~~that the members as required by~~ the meeting notice was provided pursuant to Article VII ~~of the By-Laws approve the proposal.~~ Section 7.2. The adoption of amended, repealed, or new Bylaws requires a vote of two-thirds (2/3) of the members present at a Membership meeting.

~~Section 12.2:~~ **Proposed Amendments.** Amendments may be proposed by the Board, by a special committee established by the Board for the purpose of By-Laws laws review, or by a proposal made and signed by five REGULAR members or ten-percent of the REGULAR

membership (whichever is greater).

ARTICLE XIII

RULES

Section 1-3.1 *U.S. Figure Skating Bylaws, Rules, Regulations, and Policies.* The U.S. Figure Skating Bylaws, Rules, Regulations, and Policies shall govern all cases not addressed by the LWC Bylaws, Rules, Regulations, and Policies.

Section 13.2 *Roberts Rules of Order.* The rules contained in *Robert's Rules of Order*, Revised shall govern in all cases to which they are applicable and in which they are consistent with these ~~bylaws.~~Bylaws.

ARTICLE XIV

MISCELLANEOUS

Section 14.1 *Acceptance of Benefits.* No LWC member shall engaged in any transaction on behalf of the LWC in which the LWC member will personally receive a benefit of money, property or services to which the member is not legally entitled. This shall include, but not be limited to, acceptance of said benefits of money, property, or services obtained from vendors doing business with the LWC.

Section 14.2 *Misrepresentation of Club Affiliation.* With the exception of the Board of Directors and the Skating Director, no LWC member shall engage in any form of communication representing themselves, either explicitly or implicitly, as a Club representative without written consent of the Board of Directors. Such conduct shall result in disciplinary action as outlined in Article X.

Section 14.3 *Harassment and Abuse.* The LWC will not tolerate or condone any form of harassment or abuse of any of its members or by any of its members, including coaches, officials, directors, employees, parents, athletes and volunteers - or any other persons - while they are participating in or preparing for a figure skating activity or event conducted under the auspices of Lakewood Winter Club or at any other time.

Section 14.4 *Anonymous Communication.* The Club and Board shall not recognize any form of communication conducted in an anonymous manner.

Section 14.5 *Limitations of Use.* The Club's member contact information for current and former members shall be for the exclusive use of the Club and U.S. Figure Skating and shall not be distributed, in part or in whole, to any other entities without the member's expressed consent.

ARTICLE XV
LAKWOOD SKATING FOUNDATION

Section 1: The members of the Board of the Lakewood Winter Club shall serve on the Board of Directors of the Lakewood Skating Foundation.

<u>BYLAW REVISION HISTORY</u>		
<u>Date</u>	<u>Committee Members</u>	<u>Changes</u>
<u>April 2010</u>	<u>Melissa Goodwin</u> <u>Edna Edwards</u> <u>Quinna Rogers</u> <u>Chris Medley</u> <u>Terrell Goble</u> <u>Renee Myrtvedt</u> <u>Martha Smith</u> <u>Diane Weiner</u>	<u>Added Document History</u> <u>Reformatted</u> <u>Added clarification on ambiguous terms</u> <u>Added Disciplinary actions</u> <u>Added Section XIV</u>