

PROPOSED ADDITIONS AND CHANGES TO NFSC BY-LAWS

Format and Content Changes throughout Document

- Added Header Page
- Added Table of Contents
- Changed Bulleting Format of Articles and Sections
- Changed the “Club” references to NFSC
- Added Gender Neutrality in existing language
- Changed capitalizations and corrected spelling
- Corrected grammar and other minor changes for clarity

Other Content Changes Include:

Art. I

Section 1. *Amend to add the date and state of incorporation.*

Need date

Section 1.04 Amend to add:

Membership in U.S. Figure Skating Association

NFSC shall maintain its membership as a full member club of The United States Figure Skating Association (USFSA) and conduct its affairs in accordance with the By Laws of USFSA, as in existence and amended from time-to-time by USFSA.

Reason: Need to show we are members of USFSA and will remain as such.

Art. II

Amend to add:

Section 2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the NFSC shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above in Article II, Section 1. No substantial part of the activities of the NFSC shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these bylaws, NFSC shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code,

or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future tax code.

Art III

Amend to Add

NFSC shall have two classes of members:

Those with voting rights and any other legal rights or privileges in connection with the governance of NFSC as established by these By Laws or amendments thereto, the Board of Directors or by applicable law (“voting members”)

Those without voting, or other, rights in the governance of NFSC but with other such privileges as may be set forth in these By Laws or established by the Board of Directors.

Unless otherwise established by applicable law, these By Laws or amendments thereto, member qualifications, application, acceptance, categories, obligations, dues and other fees, privileges, resignation, termination, or change in membership class or category, shall be established from time to time by the Board of Directors.

Members shall be required to abide by, and to conduct themselves in accordance with, the By Laws and official rules of USFSA, and such other rules, policies and procedures as may be approved, in accordance with the By Laws, by the Board of Directors.

Reason: Grouped for easier reading and explanation.

Section 3.01 Amend to add

(a) Voting Members

The minimum age for a voting member shall be eighteen (18) years of age. NFSC shall have multiple categories of membership as enumerated below. To the extent that the Board of Directors should establish other categories for the voting members’ class, voting rights shall be allocated to such categories in a fair manner consistent with the rights of Family and Individual members.

Reason: Set an age for voting that was previously stated and shows that member classifications can be established

Section 3.01 a. / Amend to add

Membership Types within this group could include, but are not limited to:

- Coach
- Collegiate Membership

- Family Membership
- Introductory Member
- Parent
- Senior Competitive Skater

Reason: Clarifies group and aligns to current membership types in EntryEeze and USFS

Section 3.01 b. / Amend to add

Membership Types within this group could include, but are not limited to:

- Additional Family Member
- Coach
- Collegiate Membership
- Family Membership
- Introductory Member

Reason: Clarifies group and aligns to current membership types in EntryEeze and USFS

Section 3.01 b. i/ Amend to add

Membership Types within this group could include, but are not limited to:

- Associate
- Coach
- Collegiate Membership
- Judge/Official

Reason: Clarifies group and aligns to current membership types in EntryEeze and USFS

Section 3.01 b. iii Amend to add

Membership Types within this group could include, but are not limited to:

- Associate
- Coach
- Collegiate Membership
- Judge/Official
- Senior Competitive Skater

Reason: Clarifies group and aligns to current membership types in EntryEeze and USFS

Art III

Section 11. Code of Conduct.

Amend to add:

Any NFSC member permanently expelled from the USFSA in accordance with its Constitution, by-laws, or rules shall automatically be deemed expelled from the NFSC forthwith by the Board of Directors, whose action shall be final and conclusive.

Suspension or expulsion shall not relieve the suspended or expelled member from any previously incurred financial obligation to the NFSC.

Art. IV

Section 4.01

Amend to add

The voting members shall elect the Directors for the upcoming terms at the Annual Membership Meeting.

Reason: Shows when Drectors are added within meeting section.

Section 5. Notices. *Amend to allow for electronic mailing.*

Amend to add:

Mail Voting: The business of the NFSC may be decided by means of a mail vote, postal mail or electronic mail, upon authority of the Board of Directors or by referendum request. Such request for a vote shall be transmitted in writing, postal or electronic format, to the NFSC over the signatures of the petitioners, all of whom must be voting members whose number must equal at least ten percent (10%) of the membership of the NFSC. Complete written details and request for a vote shall be sent to each member entitled to vote at least fifteen (15) days prior to the deadline for tabulation of the votes. A quorum for a vote by mail, postal or electronic, shall be the return, within the deadline specified, of twenty-five (25%) of all full members who are eligible to vote. Any matter so submitted to a mail, postal or electronic, vote should be determined by a majority of the ballots cast. The members shall be notified by postal or electronic mail, of the results of the voting.

Such notice may be delivered by mail or electronic mail to the last and best known address or electronic mail address provided by each Member, and the Board shall annually (or more frequently) update its list of Members' addresses and electronic mail addresses and it shall be the responsibility of each Member to provide to the Secretary of NFSC any changes to such addresses in the interim.

Reason: Allows for email communication and puts ownership to member to ensure records are properly updated.

Section 4.7 Amend to add

Membership Term, Renewal, and Resignation

The initial term of each membership, excluding Honorary Membership, shall run from the date upon which the membership application is processed until the end of the fiscal year in which the membership is initiated. Thereafter, memberships shall automatically continue each fiscal year for an additional one-year term, following proper invoicing and payment procedures, unless the member resigns from membership according to the requirements set forth in the following paragraph and has satisfied all financial and other obligations to the corporation. A member may resign from membership as of the end of any fiscal year, by providing written notice of the resignation to the Secretary of the corporation on or before the end of the fiscal year and by payment of all amounts due and owing the corporation for that complete fiscal year. At its discretion, the Board may establish electronic procedures by which renewals are automatically processed, provided that reasonable notice is given of such procedures to all dues-paying members.

Reason: Describes course of membership and allows for continuation of membership in NFSC and USFSA without need to reapply.

Article 5 Directors

Section 5.02 Amend to add

Directors shall serve a term of three (3) years or until their successors are elected or appointed as hereinafter.

Terms shall be staggered so that no more than four (4) directors are elected to the Board in any one (1) year. Three (3) Directors shall be elected every third year at the Spring Membership Meeting.

Four (4) Directors shall be elected in each of the other two years at the Spring Membership Meeting.

A director's term expires at the end of the above agreed fiscal year or until an earlier resignation, removal, or other withdrawal from service.

Reason: Added lines to show term and timing of new directors

Section 5.03 Amend to add

Directors must:

- Have attained the age of twenty-one (21) years by time of election
- Be a current voting member of NFSC
- Have been a member of NFSC for a minimum of two years as of the date of election
- Be registered with USFSA with NFSA as their home club
- Satisfy Safe Sport Requirements as determined by USFSA
- Satisfy a Background Check

To promote independence within the Board of Directors, two or more immediate family members (within the first degree of kinship, or who are married or registered domestic partners) may not concurrently serve as Directors.

Reason: Sets base requirements for directors

Section 5.05 a

Amend to read

- Not less than thirty (30) days prior to the Spring Membership meeting, the Board of Directors shall appoint an Election Chairperson and Election Committee consisting of three (3) Senior Members, none of which may presently be a Director. Notice of the appointment of the Election Committee shall accompany the notice required hereinabove for the Spring Membership meeting.
- The Election Committee shall meet and prepare a ballot which shall include all nominations submitted and provide for write-in candidates, which may be nominated from the floor.

Reason: Sets consistency with current process that board picks chair and then committee

Section 5.07

Amend to read

A Director appointed during a special session to fill a vacancy Director spot will serve for the remainder of the unexpired term of his or her predecessor.

Reason: Changed from voting at next Spring meeting to align to current process

Art. VI.

Section 2

Amend to Add

At any meeting of the Board of Directors with a quorum present, the majority of those directors present shall decide any matter, unless a different vote is required by applicable law or by these By Laws.

Reason: Shows vote can take place with quorum

Section 3

Amend to Add

Meetings by Remote Communication

One or more directors may attend any regular, special, committee or other meeting of the Board of Directors through telephonic, electronic, or other means of communication by which all directors have the ability to fully and equally participate in all discussions and voting on a substantially simultaneous basis. Such participation shall constitute presence in person at such meeting.

Reason: Allows for remote meetings and attendance.

Section 4

Amend to Add

All Directors shall have equal rights, responsibilities, and authority on the Board of Directors.

Reason: Sets equal footing for all directors.

Section 5.

Amend to add:

C. Action Without a Meeting: The Board of Directors may vote to take action without a meeting provided that consent in writing or electronic mail, setting forth the action so taken, is signed by all the Board Members entitled to vote with respect to the subject matter thereof. The aforesaid consent in writing or electronic mail shall be entered into the minutes of the next regular Board meeting. Voting of the Board by telephone poll or

electronic mail conducted by the President or by delegation of the President is permitted provided that the results of such a vote shall be documented and entered into the minutes of the next regular Board meeting.

Section 8.

Amend to add

Members of the NFSC Board of Directors shall be volunteers and shall not receive any salaries for their services as Officers or Directors, nor will they be compensated for their time, including but not limited to billing NFSC, directly or indirectly, for professional services.

However, Directors may be reimbursed for approved expenses.

Reason: Sets that Director role is volunteer.

Article VI

Section 12

Amend to add:

Any NFSC member permanently expelled from the USFSA in accordance with its Constitution, by-laws, or rules shall automatically be deemed expelled from the NFSC forthwith by the Board of Directors, whose action shall be final and conclusive.

Suspension or expulsion shall not relieve the suspended or expelled member from any previously incurred financial obligation to the NFSC.

Reason: Sets rules for expulsion of members and financial obligations.

Section 15

Amend to add:

annually, based on the number of Delegates allowed per USFSA rules based upon membership numbers.

Reason: Shows how delegates are determined

Section 17

Amend to add:

All Membership Fees, Dues, and Assessments shall be set at the discretion of the Board of Directors in accordance with these By Laws, to be paid by the members and the procedures for the manner of payment and collection thereof

Reason: Clarified language and process

Article VIII

Section 3.f

Amend to add

and social media

Reason: Make current

Section 3.i

Amend to add

updating results,

Reason: Align to process

Article IX

Section 2

Amend to add

The membership shall have the ability to seek the removal of a Director at any meeting of the Senior Members called for such purpose. The Director shall be provided a copy of the charges against him or her at least ten (10) days in advance of such meeting. The Director shall be given

the opportunity at the meeting to defend himself or herself against the charges. Provided that a majority of Senior Members are present, a vote by ballot shall be taken and the vote of two-thirds (2/3) of the Senior Members present shall be required for the removal of any Director.

Reason: Qualify steps on how Director may be removed and the hearing and voting of such occurrence.