

BREMERTON FIGURE SKATING CLUB BYLAWS

ARTICLE I NAME; EXISTENCE; OFFICES

Section 1.1 Name.

The name of this organization is the Bremerton Figure Skating Club (referred to in these Bylaws as the "BFSC" and "Club").

Section 1.2 Incorporation

The Club is incorporated as a nonprofit corporation under the laws of the state of Washington and shall be governed by the nonprofit corporation laws of the state of Washington.

Section 1.3 Membership in U.S. Figure Skating.

The Club and its members have been formed to be a member of U.S. Figure Skating, in accordance with Article II of these Bylaws and in accordance with all current bylaws and rules of US Figure Skating.

Section 1.4 Offices

The principal office/headquarters of the Club shall be located at 1950 Homer Jones Drive Bremerton, WA 98310. The registered office of the Club need not be the same as the principal office/headquarters of the Club. The address of the registered office may be changed from time to time by the board of directors or by the officers of the Club. Any change of address must be filed with US Figure Skating within thirty days.

ARTICLE II EXISTENCE

Section 2.1 Purpose and Mission

This corporation is organized and operated exclusively as a qualified amateur sports organization, within the meaning of 501©3 of the Internal Revenue Code, or the corresponding section of any future federal tax code. The mission statement and principle purpose of the club is to foster, support and develop amateur figure skaters within US Figure Skating for local, national and international competition.

Section 2.2 Objectives

To promote the development of amateur athletes, the Club's specific objectives and purposes shall be as follows:

- (a) To provide instruction in figure skating both on and off ice.
- (b) To give public exhibitions and performances.
- (c) To sponsor special public events to promote figure skating, such as National Skating Month.
- (d) To host and participate in US Figure Skating events.

(e) To provide access to figure skating specific training and equipment.

ARTICLE III FISCAL YEAR

Section 3.1

The fiscal year of the Club is from July 1 of the current year through June 30 of the next year.

ARTICLE IV MEMBERSHIP

Section 4.1 Members

The Club shall consist of registered members of US Figure Skating that reside in the state of Washington. Voting rights and other legal rights or privileges will apply as specified within the membership descriptions. Members of the Club shall be required to abide by the Bylaws, official rules, policies, procedures, codes of conduct, codes of ethics and principles of U.S. Figure Skating and the Club. The Club shall not discriminate in membership based on gender, age, race, national origin, sexual orientation, religion and/or disabilities. Membership applications may be referred to the board for approval.

Section 4.2 Member Classifications

The Club shall have two classifications of membership--Regular and Limited. Each classification shall be comprised of sub-classifications. The board of directors may, at its discretion, add or terminate an entire classification or sub-classification within any class of membership by majority vote.

Section 4.3 US Figure Skating Membership

Each membership classification includes a US Figure Skating Membership, unless otherwise noted.

Section 4.4 Underage Members

Any member under the age of 18 in any membership class shall require an accompanying parent as a Regular member, unless such member is joining as an Associate member or as a Crossover member.

Section 4.5 Regular Membership

The Regular Membership classification shall be comprised of the following categories :

Individual, Professional, Family and Supporting Adult.

Acceptance as a Regular member is at the discretion of the board of directors.

A. Individual Membership

1. Must be at least 18 years of age at the time of application.

2. May train at Bremerton Ice Center and/or be coached by a BFSC Coaching member or a Bremerton Ice Center (BIC) staff coach.
3. May compete for and receive benefits from BFSC, if Merit Award Policy requirements have been met.
4. The board of directors recommends the Individual Member participate in the Annual Meeting and volunteer for events and fundraisers in order to receive full club benefits.
5. Voting rights may apply based on eligibility
6. No additional family members* may be added

B. Professional Membership

1. Must be at least 18 years of age at the time of application.
2. Must primarily coach or provide professional services at Bremerton Ice Center. If a judge, it is expected that you will attempt to serve the judging needs of the Club as you are able.
3. The Professional Member must be a registered coach, choreographer or judge with US Figure Skating.
4. The board of directors expects the Professional Member to encourage club membership without regard to skill or age.
5. The board of directors recommends the Professional Member ~~to~~ participate in the Annual Meeting and volunteer for events and fundraisers in order to receive full club benefits.
6. Voting rights may apply based on eligibility
7. No additional family members* may be added

C. Family Membership

1. Shall consist of one parent or legal guardian over 18 years of age and one skater under 18 years of age.
2. Skater may train at Bremerton Ice Center and/or be coached by a BFSC Coaching member or a Bremerton Ice Center (BIC) staff coach.
3. Skater may compete for and receive benefits from BFSC if Merit Award Policy requirements have been met
4. The board of directors recommends the parent/guardian participate in the Annual Meeting. The board also recommends the parent/guardian and/or skater volunteer for events and fundraisers in order to receive full club benefits.

D. Supporting Adult

1. The Supporting Adult membership is a non-skating membership. This membership category covers those who would like a USFS membership with BFSC but are not covered by other membership categories. This includes but is not limited to officials, parents or other family members of skaters 18 or over, past and continuing board members, former skaters and other adults interested in supporting and joining the BFSC.
2. Must be at least 18 years of age at the time of application.
3. The board of directors recommends the Supporting Adult Member ~~will~~ participate in the Annual Meeting and volunteer for events and fundraisers in order to receive full club benefits.
4. Voting rights may apply based on eligibility
5. Additional family members* may be added but must also be non- skating members.

* Additional Family Member

1. This member may be added on to all memberships except for Individual Membership, Professional or Associate Memberships.
2. Must be immediate family member.
3. Voting rights may apply based on eligibility.

Section 4.6 Limited Membership

The Limited Membership Class shall be comprised of the categories of: Associate and Crossover Member.

Acceptance as a Limited member is at the discretion of the board of directors.

A. Associate Member

1. Must be a full member in good standing with another US Figure Skating club or an independent member of US Figure Skating
2. Ineligible to represent BFSC at any US Figure Skating sanctioned competition or event.
3. Eligible to participate in club sponsored events.
4. Ineligible to vote or receive Merit Award Policy benefits from the club.
5. May participate in club volunteering and fund raising.

C. Crossover Member

1. Must be current member of Learn to Skate USA program through Bremerton Ice Center.
2. Open to all ages.
3. May participate in social events.
4. May skate at club sponsored ice sessions excluding club sponsored test sessions.
5. May participate in volunteering and fundraising
6. Ineligible to vote.
7. Ineligible to receive any club merit award policy benefits or club discounts
8. Ineligible to represent Bremerton FSC at any US Figure Skating sanctioned competition or event.

Section 4.7 Termination, Expulsion or Suspension

Any member's membership may be terminated by a majority vote of the board of directors. Notice shall be given to said member by certified mail at their address as it appears on the Club records within ten days of the termination. Termination and/or suspension of membership does not relieve the member from any obligations for charges incurred, services or benefits actually rendered, dues, assessments, or fees arising from contract or otherwise. Appeal rights shall be governed by the USFS Bylaws.

ARTICLE V DUES

Section 5.1 Dues

The board of directors may establish such periodic membership dues, other assessments and procedures for the manner of payment and collection.

Section 5.2 Dues Payment

Membership dues shall become payable thirty days prior to the US Figure Skating renewal date and shall become delinquent thirty days after the US Figure Skating renewal date. Membership dues shall require a processing period of up to ten days from the date of receipt before membership can be validated.

Section 5.3 Delinquent Dues

Members with delinquent dues and/or past due accounts with the BFSC as of July 1 of each year shall lose all membership rights until such accounts are cleared.

ARTICLE VI BOARD MEETINGS

Section 6.1 Regular Board Meetings

Regular meetings of the board may be held on a monthly basis at a time and place set forth by the board for the purpose of transacting BFSC 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 twenty-four hours' notice of any special meeting must be given.

Section 6.3 Board Meetings Open to Membership

Board meetings shall be open to the membership of the BFSC. Members wishing to present agenda items before the board shall give notice to the president or secretary 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 members of the board shall constitute a quorum for transacting business at any meeting of the board. If less than a quorum is present, the meeting may be held; however, any agenda items requiring a vote or discipline or expulsion of a BFSC member, removal of a director from office, or dissolution of the BFSC 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.

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. All rules regarding Section 6.4 (Meeting Quorum) apply.

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 (a) the director objects 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; (b) the director requests

that the dissent or abstention be entered into the minutes; or (c) the director gives written notice of assent or dissension to the presiding officer during or immediately after the meeting or to the Club promptly after the adjournment of the meeting. If dissenting member votes in the meeting, all rights to dissent or abstain are forfeited.

ARTICLE VII MEMBERSHIP MEETINGS

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 to the board, and for the transaction of other Club business. The Annual Membership Meeting shall be held during the month of May.

Section 7.2 Membership Meeting Notice

Each Regular member shall receive notice of the date, time, place, and agenda of any membership meeting no less than ten days prior to the date of the meeting.

Section 7.3 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 BFSC website no less than ten days prior to the date of the meeting.

Section 7.4 Membership Meeting Quorum

No less than ten percent of the Regular members shall be represented, either in person or by valid absentee ballot, in order to constitute a quorum. If less than a quorum is represented, the board of directors, at its discretion, may (a) hold the meeting, but strike any agenda items requiring a vote or items related to the election of directors or to the conducting of official business transactions, (in this case stricken agenda items shall be moved to another meeting until such a time that a quorum is in attendance), or (b) the meeting shall be adjourned until such time that a quorum can be represented.

Section 7.5 Membership Meeting Adjournment

When a meeting is adjourned to another date, time, or place, if verbal notice is announced before adjournment, written notice does not need to be given to the membership. At the rescheduled meeting, the Club may transact any business which may have been scheduled for 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 (Method of Notice).

Section 7.6 Voting List

The secretary shall provide a complete list of voting members arranged in alphabetical order and shall show the name and address of each member and number of votes to which each member is entitled.

This list shall be kept on file at the principal office of the Club. Upon request to any board member, said list shall be made available for inspection by any member or the member's agent during regular business hours and during the period beginning ten days prior to the Membership Meeting and ending at the adjournment of that meeting.

Section 7.7 Voting Privileges

Voting privileges shall be held only by Regular members who have been members since the preceding September 1. Regular members may vote in person at the annual meeting or by absentee ballot. Absentee ballots must be received prior to the annual meeting by US Mail or placed in BFSC lockbox in a sealed envelope. Lockbox is located at Bremerton Ice Center 1950 Homer Jones Dr. Bremerton WA 98310. All absentee ballots shall be opened at the Membership meeting and verified by the membership chairperson and the secretary. In the event that both the membership chairperson and the secretary are nominees for election, the board of directors shall appoint a person to fulfill said nominee's obligation. One vote is assigned to each membership category excluding the Associate Membership, Crossover Membership or the Additional Family Membership.

Section 7.8 Nomination Process

The Nominating Committee shall propose to the membership a slate of candidates for election to the board of directors. 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 VIII, Section 8.2 of these Bylaws and must be willing to serve.

Section 7.9 Special Meetings

Special meetings of the members may be called at any time by the board, the president or by written demand of the members. Written demand of the members must state the purpose(s) for the meeting, and must be signed by at least ten percent of all voting members on the date the meeting is requested. A meeting time and place must be set by the board within thirty days of the written demand. If no meeting time or place is set by the board, then the person(s) demanding the meeting may set the time and place and give notice as designated by these Bylaws. Only business within the purpose described in the notice may be conducted at a special meeting of the members.

Special meetings of the board may be called by the president or any two directors. These persons may fix the time and place of this meeting. Notice stating the place, day, hour and purpose of every special meeting of the board shall be given to each director no less than five days before the meeting date.

ARTICLE VIII BOARD OF DIRECTORS

Section 8.1 Board Composition

The entire management of the Bremerton FSC its business affairs, assets and properties shall be vested in a board of directors referred to throughout these Bylaws as the board. The board shall consist-of seven directors, four of which are officers three are not. Member coaches can serve on the board, as long as they do not form a majority of the board. Additional positions may also be appointed by the board as it may consider necessary.

Section 8.2 Board Qualifications

In order to serve on the board, the person must be at least 18 years of age and a full voting member of the club.

Section 8.3 Board Elections

The members of the board shall be elected at the Annual Meeting of the Bremerton FSC membership. Each year, two officers shall be elected to serve two-year terms. In addition each year, three directors shall be elected to serve one year terms. During even years, the elected officer positions will be vice president and secretary while during odd years the elected positions will be president and treasurer.

Section 8.4 Director Terms

Officers shall be installed into office at the first board meeting following the Annual Meeting and their terms of office shall run from July 1 to June 30, two years hence. Directors shall be installed into office at the first board meeting following the Annual Meeting and their terms of office shall run from July 1 to June 30, one year hence.

Section 8.5 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 two qualified nominees pursuant to Article VII, Section 7.8 (Nomination Process). This shall be 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 8.6 Absences from Meetings

Any director who is absent from three consecutive meetings of the board, or more than five 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 will be subject to removal from the board as outlined in Article VIII, Section 8.7.

Section 8.7 Removal

A director may be removed by the board whenever the best interests of the Club will be served thereby. Notice of the board's intent to remove a director shall be provided to said director via certified mail no less than seven calendar days from the effective date. Said director shall be given seven calendar days to respond and show just cause to the board why the removal should not be carried out. 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 VII, Section 7.8 and Article VIII, Section 8.5 of the bylaws.

Section 8.8 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 by email or first class mail. 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 8.9 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 IX CLUB OFFICERS

Section 9.1 Number and Qualifications

The elected officers of the board shall be a president, vice president, a secretary and a treasurer. The board may also appoint other such officers, assistant officers and agents as it may consider necessary. Officers are directors of the club's board and therefore, must meet the qualifications of directors as set forth in Article VIII, Section 8.2

Section 9.2 Election and Term of Office

If the election of officers is not held at the Annual Membership Meeting, such election shall be held as soon as convenient thereafter. Each officer shall hold office until the officer's successor shall have been duly elected, or until the officer's death, resignation or removal.

Section 9.3 Removal

Any officer may be removed by the board whenever the best interests of the Club will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer shall not in itself create contract rights.

Section 9.4 Resignation.

An officer may resign at any time by giving written notice of resignation (either via email or first class mail) to the board. 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 9.5 Compensation

Officers shall not receive compensation for their services as such although the reasonable expenses of officers 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.

Section 9.6 Elected Officer Vacancies

Should an elected officer position become vacant for any reason, the Nominating Committee shall be notified and shall submit to the board a list of at least two qualified nominees pursuant to Article VII, Section 7.8 (Nominating Committee). This shall be done 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 9.7 Authority and Duties of Officers

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 committees except any Audit Committee. The president shall sign all contracts and obligations of the Bremerton FSC with the prior knowledge and approval of the board. The president shall oversee the advancement of figure skating within the BFSC community. The president shall also perform all duties as are customarily vested in the president.

B. Vice president

The vice president shall promote harmony amongst the BFSC membership. The vice president shall perform the duties of the president when the president is absent and serve in place of the president in the event of the vacating of that office. Vice president shall also conduct annual background checks of the president and treasurer.

C. Secretary

The secretary shall keep on file the minutes of all regular and special meetings of the board and of the Membership. The secretary shall be custodian of all club records. The secretary shall conduct any necessary correspondence on behalf of the Bremerton FSC.

D. Treasurer

The treasurer shall keep a full and accurate account of all receipts and disbursements of the BFSC. 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 Membership Meeting. The Treasurer shall turn over to any audit committee of the

board all books and financial records within fifteen calendar days of the term of office as treasurer and upon receipt of a review request from any audit committee of the board.

ARTICLE X COMMITTEES

Section 10.1 Club Committees

The BFSC may have the following permanent committees: Club Support, Nominating, Membership, Communications, Test/Sanctions/Competition, and Regional Delegates.

Section 10.2 Committee Appointments

All chairpersons of committees shall be appointed and approved by the board at the first board meeting of the new season..

Section 10.3 Committee Composition

Committees shall be comprised of one or more BFSC Regular member in good standing unless otherwise noted.

Section 10.4 Committee Chairpersons and Members

Chairpersons of committees shall be Regular members in good standing unless otherwise noted.

Section 10.5 Committee Duties and Responsibilities

The club committees are outlined below. Each committee will be comprised of at least one chairperson. This chairperson may create subcommittees as needed for the efficient operations of their committee.

A. Club Support Committee

The Club Support Committee shall be comprised of social and fundraising subcommittees, which do not need to be exclusive. The committee shall be responsible to organize and supervise club events and fundraisers and arrange for the accommodation of any out of town guests of the BFSC. The committee shall arrange and supervise any parties, picnics, and other social functions. It is the responsibility of the committee to seek prior approval for each event and report to the board at the conclusion of the events.

B. Nominating Committee

The Nominating Committee shall solicit candidates for election to the board as set forth in Article VII, Section 7.8 of these Bylaws. . 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 VII, Section 7.8

C. Membership Committee

The membership chairperson shall promote all membership classes in the Club, and act as administrator of the Entryeeze registration system; ensuring said system is current at all times. The membership chair shall open the BFSC Entryeeze page for new registrations by June 1 of each season and notify all club members of opening date. The membership chair shall assist club members with online registration as needed. All completed registrations through Entryeeze will be then processed through USFS, except Associate and Crossover memberships. After final processing is completed, chair shall notify board of new member and send via email the revised membership list, as well as send the USFS receipt to the treasurer. The membership chair shall send a welcome letter to each new member. The membership chair shall ensure an updated membership list is provided to board and appropriate chairpersons when list is revised, and upon request of board and/or chairperson(s).

D. Communications Committee

The Communications Committee shall be responsible for disseminating information to the membership from any other committee as needed. It shall maintain a club website. It shall make information available to the membership via email and website as the information becomes available. The communications committee shall be responsible for local media coverage and publicity for any activities of BFSC. The committee shall also be responsible for approving all articles and media related articles in which BFSC name, logo or likeness shall be used. Photos taken at any BFSC event shall be submitted to a database maintained by the committee for Club internal and external use.

E. Tests/Sanctions/Competition Committee

This committee shall be responsible for taking charge of any US Figure Skating competitions on behalf of BFSC. Any person on the Regional Delegate Committee shall serve on this committee. The committee shall also coordinate test sessions according to the Test Chair guidelines. The committee shall ensure any necessary sanctions are submitted within the US Figure Skating guidelines.

F. Regional Delegates Committee

The Regional Delegates Committee shall be the BFSC delegates to the Pacific Northwest Interclub board meetings, the Pacific Coast Sectionals Meetings, and the US Figure Skating Governing Council (must meet US Figure Skating Bylaws). The committee shall represent the best interests of the BFSC at any and all meetings in which they attend. Due to the importance of the board receiving information from these meetings, absence from one or more meetings, without justified reason, may result in removal from this committee.

G. SafeSport Compliance Committee

The SafeSport Compliance Committee is to ensure that the USFS SafeSport Program is implemented. The specific duties of the club SafeSport Compliance Committee will include monitoring the SafeSport policies and procedures of the club; verifying that all of the coaches who are engaged in any type of coaching activity with any club skater are in compliance with the U.S. Figure Skating coaching

membership rules regarding background checks and continuing education requirements; and serve as the initial contact in the club for persons to report suspected misconduct or other violations, and when necessary, report such information to U.S. Figure Skating.

ARTICLE XI STANDARD OF CONDUCT FOR DIRECTORS AND OFFICERS

Section 11.1 General

Each director and officer shall perform all of their duties of the board, (a) in good faith, (b) in a reasonable manner that serves the best interests of the Club and (c) in a reasonably prudent manner. A director or officer, regardless of title, shall not be deemed to be a trustee with respect to the Club or with respect to any property held or administered by the Club including, without limitation, property that may be subject to restrictions imposed by the donor or transferor of such property.

Section 11.2 Reliance on Information, Certain Information, and Other Matters

When acting in good faith in the performance of their duties, directors or officers shall be entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by the following designated persons: one or more officers or employees of the Club legal counsel, a public accountant, or other person a committee of the board on which the directors or officers do not serve.

Section 11.3 Limitation on Liability

A director or officer shall not be liable to the Club or its members for any action the director or officer takes or does not take if, in connection with such action or omission, the director or officer performs their duties in compliance as outlined in Article XI.

ARTICLE XII CONFLICTS OF INTEREST

Section 12.1 Definition

No BFSC member shall be engaged in transactions on behalf of BFSC in which the member will personally receive monetary benefit, property or services to which the member is not legally entitled. This includes, but is not limited to, acceptance of said benefits of money, property, or services obtained from vendors doing business with the Club. If determined beneficial for the club to enter into a contract or agreement full board disclosure, with unanimous approval must occur. All conflict of interest transactions must be disclosed to the board and membership.

Section 12.2 Loans.

No loans shall be made by the Club to its directors or officers. Any director or officer who assents to or participates in the making of any such loan shall be liable to the Club for the amount of such loan until the repayment thereof.

ARTICLE XIII CONFLICT RESOLUTION

Section 13.1 Complaints

If any member of the Club has a complaint against another member of the Club for an infraction of any bylaw, rule, policy or procedure of the Club, other than skating rules, they may file a complaint in writing to the board of the Club. Such complaints will be investigated and resolved according to the Club's conflict resolution policy that the Club is required to adopt and have in effect in accordance with Article XIII, Section 13.2-13.7 and in accordance with the Bylaws of U.S. Figure Skating.

Section 13.2 Complaint Filings

Any BFSC member in good standing may file a written accusation of incompetence, failure to comply with the rules, regulations, policies or Bylaws of BFSC and US Figure Skating, or conduct injurious to the reputation of BFSC and its members against another BFSC member. This complaint may be filed with any board member.

Section 13.3 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 which is deemed ambiguous or submitted under anonymity shall be without merit and shall not be considered for inquiry. If the event in question occurred more than one hundred twenty days in the past, it shall not be considered for inquiry.

Section 13.4 Disciplinary Board

All written accusations shall be presided over by the vice president and investigated by the entire board. In the event the written accusation involves the vice president, the board shall vote to appoint an alternate.

Section 13.5 Notice of Disciplinary Hearing

The board may have a hearing to consider the matter with such care as required. Such a hearing may be held only after twenty days have passed since the filing of the accusation and only after the accused has been given no less than twenty days' notice of such hearing. The hearing will include the accused, the accuser, and the board.

Section 13.6 Disciplinary Finding

Upon examining all the facts presented, the board shall find the accused member guilty or not guilty of the accusation. The board shall notify both the accuser and the accused of their findings. The notification shall be presented to the member in the form of certified mail and signed by the president, vice president and secretary. If the vice president is accused, the appointed alternate will sign for the vice president.

Section 13.7 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 as outlined in Article XIII, Section 8.7.

ARTICLE XIV INDEMNIFICATION

The Club shall indemnify any director, officer or agent of the Club to the fullest extent permitted by the nonprofit laws and any other applicable laws of the State if

- A. Such person acted in good faith.
- B. Such person reasonably believed when acting in official capacity, that the conduct was in the Club's best interests and, in all other cases, that conduct was at least not opposed to the Club's best interests.

In the case of any criminal proceeding, such party had no reasonable cause to believe his or her conduct was unlawful.

However, the Club may not indemnify a person either

- A. if the person has been adjudged liable for gross negligence or willful misconduct in the performance of the person's duty to the Club
- B. Or in connection with any unapproved conflict of interest transaction (even if the Club was not thereby damaged).

Any indemnification under this Article (unless ordered by a court) shall be made by the Club only if authorized in the specific case after a determination has been made that the person is eligible for indemnification in the circumstances because the person has met the applicable standard of conduct set forth in this Article and after an evaluation has been made as to the reasonableness of the expenses. Any such determination, evaluation and authorization shall be made by a quorum of the board, which shall consist of directors not party to the subject proceeding, or by such other person or body as permitted by law.

ARTICLE XV MISCELLANEOUS Section 15.1 Records

The club shall keep the following permanent records:

- A. Minutes of all meetings.
- B. Records of all actions occurring without a meeting.
- C. Waivers of any meeting notices.
- D. Accounting records.
- E. Articles of Incorporation and Bylaws.
- F. Board resolutions relating to membership.
- G. The most recent corporate report delivered to the state.
- H. The voting list as prepared according to Articles VII, Section 7.6

- I. All written communication related to disciplinary or conflict resolution actions as outlined in Article VIII, within the past three years.
- J. All financial statements prepared during the past three years that a member of the club may request under state law.

Section 15.2 Inspection and Copying of Club Records

A member, their agent or attorney is entitled to inspect and copy any Club records identified in Section 15.1 of this article upon receipt of written demand at least five business days prior to inspection date. Inspection and copying must take place during regular business hours at the Club's principal office. The Club may impose a reasonable charge, covering the costs of labor and material, for copies of the documents provided. Members requesting to inspect these records must also meet the following requirements:

- A. The member must have been a member at least three months immediately preceding the demand.
- B. The demand must be made in good faith and for proper cause.
- C. The member must be reasonably specific in stating the purpose for the inspection and the records to be inspected.
- D. The records must be directly connected with the described purpose.

The rights set forth herein may not be abolished or limited by the Articles of Incorporation or these Bylaws.

Section 15.3 Limitations on Use of Membership List

The Club's membership list or any part thereof may not be bought or sold, used for any commercial purposes or used for any purposes unrelated to the club membership's interests, without express consent of the board.

Section 15.4 Financial Statements

Upon the written request of any member, the Club shall mail to such member the most recent annual financial statements and the most recently published monthly financial statement within thirty days of the request.

Section 15.5 Fiscal Year

The fiscal year of the Club should, but is not required to, correspond with the fiscal year of U.S. Figure Skating (i.e., beginning on July 1 and ending on June 30).

Section 15.6 Duration/ Dissolution

The duration of the corporate existence shall be perpetual until dissolution. Upon dissolution of the organization, the board shall distribute all assets, after paying or making provisions for payment of all debts, obligations, liabilities, costs and expenses of the corporation. Assets of the corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal

Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located.

Section 15.7 Tax Exemption Provision

No substantial part of activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code). This 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 in public office. Notwithstanding any other provisions of these Bylaws, this corporation shall not carry on any 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 (b) by a corporation, contributions to which are deductible under Section 170(c) of the Internal Revenue Code.

Section 15.8 Severability

The invalidity of any provision of these Bylaws shall not affect the other provisions hereof, and in such event these Bylaws shall be construed in all respects as if such invalid provision were omitted.

Section 15.9 Amendments

These Bylaws may be amended, altered, or repealed and new Bylaws may be adopted by a vote of two thirds of the members present at any members' meeting at which a quorum is present, and not otherwise.

The Bylaws Committee was formed on February 17, 2018 with the purpose of reviewing the current bylaws of Bremerton Figure Skating Club. The goals of this committee were the following:

1. Align the Bylaws within the current structure and function of the Club.
2. Restructure membership categories.
3. Clarify the wording for ease of understanding.

The committee was comprised of the following members:

Jackie Ashley
Amy Michaels
Christina Schmitt

The Bylaws were accepted at the annual meeting held May 11, 2018

BYLAWS CERTIFICATE

THIS IS TO CERTIFY that I am the duly elected, qualified and acting secretary of the BFSC and that the foregoing Bylaws were adopted as the Bylaws of this club on the date set forth above.

Dated: _____ May 11, 2018 _____

Name: _____ Claudia J. Davis _____