

Dearborn Figure Skating
Association, Inc.
14900 Ford Road
Dearborn, MI 48126
EIN _____

**BY-LAWS
OF THE
DEARBORN FIGURE SKATING ASSOCIATION, INC.
d/b/a Dearborn Figure Skating Club (D.F.S.C.)**

Article I

Name, Incorporation, Headquarters

Section 1. This organization shall be known as the DEARBORN FIGURE SKATING ASSOCIATION, INC., doing business as the Dearborn Figure Skating Club (D.F.S.C.).

Section 2. This organization is incorporated as a domestic non-profit organization pursuant to laws of the State of Michigan, P.A.

Section 3. This club shall have as its headquarters the Dearborn Ice Skating Center, 14900 Ford Road, Dearborn, MI 48126, or, at the discretion of the Board of Directors, at the location of any successor ice arena constructed in the City of Dearborn.

Article II

Purposes

The Dearborn Figure Skating Association is organized exclusively to foster, sponsor, organize, promote and/or conduct national and/or international amateur figure skating competitions, as well as to support and develop amateur figure skaters for such competitions in the various disciplines of figure skating.

Included in such purposes and activities is the authorization to make distribution to organizations that qualify as exempt organizations pursuant to section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax. No part of the net earnings of the Dearborn Figure Skating Association shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Dearborn Figure Skating Association 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 herein above. No substantial part of the activities of the Dearborn Figure Skating Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the Dearborn Figure Skating Association shall not participate in, or intervene in, or publish or distribute statements in any political campaign on behalf of or in opposition to any candidate for public

office. Notwithstanding any other provision of this Constitution, the Dearborn Figure Skating Association shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income taxes under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a 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 Dearborn Figure Skating Association is then located, exclusively for such purposes or to such organization of organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

It is further purpose of the organization to present to the general public a wide variety of figure skating programs for participation and speculating enjoyment in furtherance of fostering figure skating appreciation in the community.

It is the further purpose of the organization to perform such other acts as may be necessary, advisable, proper or incidental to the realization of the objectives and purposes of this organization.

It is the further purpose of the organization to carry out the general policies of the United States Figure Skating Association.

Article III Membership

Section 1. QUALIFICATIONS. Membership in the organization is afforded to the general public without restriction as to race, color, creed, sex, national origin or place of residence. Any person interested in supporting the general policies of the United States Figure Skating Association as defined in the United States Figure Skating Association rule book and the by-laws of the Dearborn Figure Skating Association shall be eligible for membership. If the applicant for membership is less than 18 years of age, a sponsoring adult application for membership is also required.

Section 2. APPLICATION AND PROBATION. An individual applying for membership shall submit an application with payment of an initiation fee and annual dues. The application, fee and dues shall be referred to the chairperson of the membership committee. The membership committee shall present the application, fee and dues to the Board of Directors/Officers for approval. All new members shall be accepted on a three-month probationary period. In the event that a probationary member is expelled, the initiation fee shall be refunded; annual dues and any other fee or assessment paid shall be pro-rated and refunded.

Section 3. INDIVIDUAL-PRIMARY MEMBER. An individual is designated as a Dearborn Figure Skating Club primary member when the individual is not a member of any other United States Figure Skating Association (USFSA) recognized club. Individual-primary membership privileges and responsibilities:

- A. Voting privileges if at least 18 years of age, with a maximum of two votes per family.
- B. Eligibility for nomination/election for position on the Board of Directors/Officers, if at least 18 years of age.
- C. Transmittal of a copy of the DFSC ~~Constitution and~~ By-laws.
- D. Access to the members-only section of the DFSC website.
- E. Membership in the United States Figure Skating Association.
- F. Subscription to the USFSA publication, Skating Magazine. Where there is family membership, only the first applicant shall receive the publication.
- G. Eligibility to purchase DFSC ice time at reduced rate.
- H. Priority testing privileges at DFSC-sponsored test sessions.
- I. Eligibility for support, development and training as an amateur athlete in the various disciplines of figure skating for the direct purpose of national and/or international competition.
- J. Eligibility to perform in DFSC figure skating exhibitions.
- K. Eligibility to participate in DFSC-sponsored social events.
- L. Donate a minimum of twenty hours of volunteer service annually, per family, or be assessed a monetary amount as determined by the Board of Directors.

Section 4. INDIVIDUAL-SECONDARY MEMBERS. Individual-secondary members have a primary membership in another USFSA club. Individual-secondary membership privileges and responsibilities:

- A. Eligibility to purchase DFSC ice time at a reduced rate.
- B. Priority testing privileges at DFSC-sponsored test sessions.
- C. Eligibility to participate in DFSC-sponsored social events.
- D. Eligibility to perform in DFSC figure skating exhibitions.
- E. Access to the members-only section of the DFSC website.
- F. Eligibility for nomination/election for a position on the Board of Directors/Officers, if at least 18 years of age. The member shall serve only if a primary member.
- G. Eligibility for support, development and training as an amateur athlete in the various disciplines of figure skating for the direct purpose of national and/or international competition.
- H. Donate a minimum of twenty hours of volunteer service annually, per family, or be assessed a monetary amount as determined by the Board of Directors.

Section 5. HONORARY MEMBERS. At the recommendation of a Club member, an honorary member may be admitted by a simple majority vote of the Board of Directors. Honorary membership privileges and responsibilities:

- A. Access to the members-only section of the DFSC website.
- B. Honorary members shall not be required to pay initiation fees, dues, or special assessments.

- C. Eligibility to participate in DFSC-sponsored social events.
- D. Eligibility to perform in DFSC figure skating exhibitions.
- E. Eligibility to purchase ice time under the same rules as a primary member.
- F. An honorary member shall be eligible for nomination or election to the Board of Directors/Officers.
- G. Honorary membership shall continue for a duration determined by the Board of Directors.
- H. Honorary members shall vote as primary or secondary members according to their USFSA membership status.
- I. Honorary members may serve, if elected or appointed, in any office or position and exercise all voting and other rights pertaining to the office or position so held.

Section 6. ADULT NON-SKATING MEMBERS. Adult non-skating membership privileges and obligations:

- A. Entitlement to receive a subscription to the USFSA publication Skating Magazine, provided that the member is not listed in a family membership.
- B. Membership in the USFSA.
- C. Eligibility to participate in DFSC social events.
- D. Access to the members-only section of the DFSC website.
- E. Eligibility for nomination/election for a position on the Board of Directors/Officers, if at least 18 years of age. The member shall serve only if a primary member.
- F. Adult non-skating members shall vote as primary members.

Section 7. ALUMNI MEMBERS. Alumni membership privileges and obligations:

- A. Entitlement to receive a subscription to the USFSA publication Skating Magazine, provided that the member is not listed in a family membership.
- B. Membership in the USFSA.
- C. Eligibility to participate in DFSC social events.
- D. Access to the members-only section of the DFSC website.
- E. Eligibility for nomination/election for a position on the Board of Directors/Officers, if at least 18 years of age. The member shall serve only if a primary member.
- F. Alumni members shall vote as primary members.

Section 8. SYNCHRONIZED TEAM MEMBERS. An individual primary or secondary member may also be designated as a Synchronized Team Member upon payment of team fees as determined by the Synchronized Team Committee. Synchronized Team Membership privileges and responsibilities:

- A. Same as received by an individual primary or secondary member.

- B. Upon selection to a synchronized team, such member shall abide by all synchronized rules and regulations as determined by the Synchronized Team Committee.
- C. Eligibility to perform in local, regional, sectional, national and international synchronized skating events.

Section 9. JUNIOR MEMBERS. Junior Membership in Dearborn Figure Skating Club is open to individuals who are enrolled in the Learn to Skate program of United States Figure Skating Association (USFSA) and who do not test or compete at levels above those of the Learn to Skate program. Junior membership privileges and responsibilities:

- A. Eligibility to purchase DFSC ice time at reduced rate.
- B. Eligibility for support, development and training as an amateur athlete in the various disciplines of figure skating for the direct purpose of developing as a competitive skater.
- C. Eligibility to perform in DFSC figure skating exhibitions.
- D. Eligibility to participate in DFSC-sponsored social events.
- E. Eligibility to become an Individual-Primary or Individual-Secondary member of the Dearborn Figure Skating Club without payment of an initiation fee.
- F. Junior membership does not include the privilege of voting or holding office.

Section 10. MEMBERS IN ARREARS. Any member in arrears for fees, dues, special assessments, or any other indebtedness shall be ineligible to hold office, vote or enter in any test session and shall be suspended from all further rights and privileges of membership. Notification may also be issued to USFSA regarding the member not-in-good standing.

Section 11. MEMBERSHIP AND VISITORS AT DFSC ICE SESSIONS. A non-DFSC member may be allowed to participate in up to three ice sessions per skating season if space is available. The skater must become a DFSC member to continue participation at ice sessions after the third visit. DFSC ice may be made available to non-DFSC dance skaters on an unlimited basis. All visiting skaters must abide by DFSC ice rules. A professional skating instructor may teach on DFSC ice until the next Board of Directors/Officers meeting; at that time, a resume and USFS Coaching credentials must be submitted for review and approval.

Section 12. PRIMARY MEMBERSHIP. The forms of membership recognized in the By-Laws, except for secondary and junior membership, shall be designated as primary members.

Section 13. COMMUNICATION.

- a) It shall be the responsibility of each family to provide the Membership Chair with a current email address for an adult (over 18 years of age) member of the family and to inform the Membership Chair if there is a change in email address. Email will be used for communicating Club information including meeting notices, voting information, and ballots.

- b) It shall be the responsibility of each member to consult official Club information sources, as determined by the Board of Directors, in order to obtain official announcements and communications.

Section 14. USE OF PERSONAL INFORMATION

- a) Personal information collected by the DFSC, including address, phone number, and email, is for the exclusive use of the Club in conducting official business. No Club member may use this information to promote any business interest or for any other use which leads to personal gain.
- b) All members are obligated to maintain confidentiality of personal information, including financial information, about other members which may come into their possession.
- c) The following is considered “directory information” and may be shared unless a member notifies the Board of Directors in writing that their information is not to be shared:
 - a. Name
 - b. Address
 - c. Phone number
 - d. Email
 - e. Date of Birth
 - f. USFS membership number

Article IV
Discipline

Section 1. COMPLAINT PROCEDURE. Any DFSC member(s) having a complaint against another DFSC member for the infraction of an other-than-skating law or rule, such as for conduct injurious to the welfare of the DFSC, may report same, in writing, to the Board of Directors/Officers. Such complaint shall set forth the facts of the alleged infraction, together with the names of any witnesses.

Section 2. BOARD OF DIRECTORS/OFFICERS MEETING. Upon receipt of a complaint, the Board of Directors/Officers shall conduct a special meeting to investigate the complaint. Notice of the meeting shall be transmitted to the complainant and respondent at least seven (7) days prior to the meeting. At the meeting, the complainant and respondent may be heard, along with witnesses. The Board of Directors/Officers shall control the presentation of evidence and examination of witnesses. A summary of the evidence presented shall be filed with the Board of Directors/Officers by the secretary with a copy thereof transmitted to the complainant and respondent. The Board of Directors/Officers shall take appropriate action based on the merits of the case. An appeal by the respondent of the decision of the Board of Directors/Officers may be taken to the general membership by serving upon the secretary of a written notice of appeal within seven (7) days of service of the decision of the Board of Directors/Officers. A special meeting of the general membership shall be called to consider the appeal. A 2/3 vote of the membership at the special meeting shall be necessary to reverse the decision of the Board of Directors/Officers.

Article V
Board of Directors

Section 1. NUMBER OF MEMBERS. The activities of this organization shall be managed by a Board of Directors composed of nine (9) elected members of the Dearborn Figure Skating Association, one individual possessing special knowledge and expertise in figure skating, said individual to be appointed by a majority of the elected Board of Directors on an annual basis, and one civic leader, said individual to be appointed by a majority of the Board of Directors on an annual basis.

Section 1. NOMINATIONS AND ELECTION. Any DFSC member may nominate a person, including themselves, for a position on the Board of Directors/Officers, provided that each nominee shall have been a member of DFSC for at least 24 months and be in good standing. Upon receipt of such nominations, the nominations committee shall secure the consent of the nominated person(s). Ballots shall then be mailed/emailed to the membership at least fourteen (14) days prior to the spring general membership meeting. Ballots shall be returned by the date stated on the ballot in order that election results may be determined prior to the spring general membership meeting.

Section 2. TERM OF OFFICE AND QUALIFICATIONS. Elected Board members shall serve a three (3) year term that begins at the scheduled June board meeting and continues until successors are duly elected. No more than two (2) family members (parent/child, siblings, in-laws, step relations) and no husband/wife shall serve during the same year.

Article VI
Officers

Section 1. OFFICERS. The officers of this organization shall be President, Vice President, Secretary, and Treasurer.

Section 2. ELECTION OF OFFICERS. At the first regular meeting of the Board of Directors after the regular spring meeting of the general membership, the elected Board of Directors shall elect officers by a simple majority vote. The Board of Directors may elect officers from the Board or general membership.

Section 3. NOMINATIONS AND ELECTIONS OF OFFICERS—PROCEDURES. Any DFSC member may nominate a person, including themselves, for an office of the Board of Directors. Upon receipt of such nomination, the nominations committee shall secure the consent of the nominated individual and present the names of the nominees at the June Board of Directors meeting. The nine (9) elected Board of Directors shall vote for the officers. A Board of Directors member, who is also an officer, shall not be disqualified from voting for officers. Officers shall be elected by simple majority of the Board of Directors. Upon election, office

shall be assumed immediately and held for one (1) year or until a successor is duly elected. A non-DFSC member who is elected to office must become a primary member in order to serve.

Section 4. PRESIDENT. The President shall be the Chief Executive Officer of the organization. The President shall preside at all meetings of the DFSC, and preside at all meetings of the Board of Directors. The President shall have general and active management of the properties, affairs and finances of the DFSC subject to the Board of Directors. The President shall have the authority to suspend a member for violation of the by-laws and regulations of the DFSC, pending approval of the Board of Directors. The President may call special meetings, board meetings and general membership meetings. The President, together with another DFSC officer, shall execute all agreements and contracts entered into by the DFSC, with approval of the Board of Directors. The President shall have voting rights to make or break a tie. The President shall be an ex-officio member of all standing committees.

Section 5. VICE PRESIDENT. The Vice President shall assist the President in the discharge of duties and shall perform the duties and exercise the powers of the President during any period of absence of the President.

Section 6. TREASURER. The Treasurer shall have charge of all funds of the DFSC and shall maintain a record of all receipts and disbursements. The Treasurer shall render a written report of transactions and the financial condition of the DFSC at all regular Board of Directors meetings or as requested by the President or Board of Directors. DFSC funds shall be deposited in a bank approved by the Board of Directors or in securities approved by the Board of Directors. All disbursements by check shall be signed by the Treasurer or the President and another DFSC member designated by the Board of Directors. The Treasurer shall submit, at the fall general membership meeting, the budget of anticipated expenditures and anticipated sources of income and revenue. The Board of Directors may appoint one or more assistant treasurer(s) on such terms as the Board of Directors may consider advisable, to assist the Treasurer. The Synchronized Treasurer shall be an assistant treasurer under the terms of this section. The Treasurer and Synchronized Treasurer shall be bonded. Other treasurers shall be bonded in the discretion of the Board of Directors.

Section 7. SECRETARY. The Secretary shall keep minutes of the meetings of the DFSC and the Board of Directors. The Secretary shall supervise all reports and documents connected to the business of the DFSC. The Secretary shall supervise the correspondence of the DFSC and Board of Directors. The Secretary shall submit any information or changes in DFSC policy, along with Board of Directors' attendance, to the editor of the newsletter for publication in the next regularly scheduled newsletter.

Article VII

Board of Directors—Authority and Procedures

Section 1. AUTHORITY. The Board of Directors/Officers shall have entire and direct control in the management of the Dearborn Figure Skating Club and its properties, affairs and

finances. Decisions of the Board/Officers shall be made at regular or special Board/Officers meetings, which shall be open to the general membership.

Section 2. RULES. The Board of Directors/Officers shall make and/or approve such rules as deemed necessary and proper with respect to the administration of the DFSC.

Section 3. FISCAL YEAR. The fiscal year of the organization shall be established by the Board of Directors.

Section 4. REVENUE. The revenue of the organization shall be derived from initiation fees, annual membership fees and/or dues, special assessments, fundraising, public contributions, and proceeds from sponsored events. Fees, dues and assessments shall be established by the Board of Directors.

Section 5. APPROPRIATIONS. All appropriations from the funds of the DFSC shall be made by the Board of Directors/Officers.

Section 6. AUDITS. Chairpersons of DFSC committees handling DFSC funds shall submit a written report to the Treasurer for auditing. In addition, an outside auditor, retained by the Board of Directors, shall audit the books of the Treasurer once each year, prior to August 1.

Section 7. INDEBTEDNESS. The Board of Directors/Officers shall have the power to limit the indebtedness of the DFSC itself or the indebtedness of any member to the DFSC.

Section 8. READMITTANCE TO MEMBERSHIP. The Board of Directors/Officers may, at a regular meeting, readmit to membership, without payment of a second initiation fee, any former member whose resignation has been accepted.

Section 9. DELEGATES. The Board of Directors/Officers shall elect delegates, as deemed necessary, to the Tri-State Council, Metro Council, and USFSA Governing Council by a simple majority vote. They shall submit a written report to the Board of Directors within thirty (30) days of completion of the conference.

Section 10. BOARD MEMBER/OFFICER LIMITATION. The position of a Board of Directors/Officers may be vacated by:

- A. Notification in writing to the DFSC Board of Directors/Officers.
- B. Absence from three regularly scheduled board meetings, at which time the Board of Directors/Officers may vote for removal.
- C. A vote of 2/3 of the Board of Directors/Officers, for just cause.

Section 11. BOARD MEMBER VACANCIES. Where a vacancy occurs during the term of a board member, such vacancy shall be filled for the balance of the term by the member placing fourth in the most recent election prior to the vacancy. Any additional vacancies shall be filled by Board appointment. A Board of Directors member who has resigned or otherwise been

removed from office shall not be elected to the Board of Directors until the original term has expired.

Section 12. ADVISOR TO THE BOARD OF DIRECTORS/OFFICERS. The past president shall advise the president and the Board of Directors/Officers as to past experience and practices. The advisor shall have no voting rights and shall serve for no more than one (1) year.

Section 33. UNOPPOSED RE-ELECTION OF BOARD MEMBERS. When the nomination and election of Board members only includes existing Board members for re-election to the Board of Directors, and their nomination and election is unopposed, then the mailing provisions of the ballots to the membership shall be waived and not necessary due to the re-election being unopposed. In unopposed elections the Board of Directors shall convene and elect said board members to the Board of Directors by a majority vote. The announcement of the re-election of board members to the Board of Directors shall be made at the annual spring general membership meeting.

Section 14. ACTION BY ELECTRONIC CONSENT. If and when the Board of Directors shall severally or collectively consent by electronic transmission to any action to be taken by the Association, either before or after the action is taken, such action shall be as valid as though it had been authorized at a meeting of the Board of Directors and electronic consents shall be recorded in the minutes of the of the next following meeting of the Board of Directors. An affirmative vote of a majority of the combined Board of Directors and Officers shall be required for approval of electronic action, provided that at least five (5) elected members of the Board of Directors vote in the affirmative. Board Members and Officers shall be entitled to vote, however, a Board Member also serving as an Officer shall be limited to one vote.

Article VIII Meetings

Section 1. ANNUAL GENERAL MEMBERSHIP MEETING. The Annual Meeting of the Membership shall be held in the spring of each year at a time and place set by the Board of Directors..

Section 2. SPECIAL MEETINGS OF THE GENERAL MEMBERSHIP. Special meetings of the General Membership shall be held:

- A. At the call of the President
- B. At the call of a majority of the Board of Directors
- C. Upon the petition of ten (10) Individual Primary members over the age of eighteen (18) years.

Section 3. BOARD/OFFICERS MEETINGS. The Board of Directors and Officers shall meet at least once every month. The date and time of such meetings shall be established by the President.

Section 4. SPECIAL BOARD/OFFICERS MEETINGS. Any five (5) members of the Board of Directors/Officers may call a meeting upon notice to all of the Board of Directors/Officers at least three (3) days prior to the meeting. Such notice shall provide the time and place of the meeting. A special Board/Officers meeting shall be open to the general membership.

Section 5. CLOSED BOARD/OFFICERS MEETINGS. Any five (5) members of the Board of Directors/Officers may call a closed meeting upon notice to all of the Board of Directors/Officers at least three (3) days prior to the meeting, provided that the purpose of the meeting involves consultation with legal counsel and/or financial consultants regarding the properties, affairs and finances of the DFSC, or discussion by the Board/Officers concerning personnel matters or delinquent member accounts. Such notice shall provide the time and place of the meeting. Closed Board/Officers meetings shall not be open to the general membership. The Board of Directors/Officers shall not vote upon any matter pertaining to properties, affairs, finances, personnel or delinquent accounts of the DFSC unless occurring in a meeting open to the general membership.

Section 6. QUORUM AND VOTING PRIVILEGES. A majority of the combined Board of Directors and Officers shall constitute a quorum, provided that at least five (5) elected members of the Board of Directors are present. Board Members and Officers shall be entitled to vote, however, a Board Member also serving as an Officer shall be limited to one vote.

Article IX Standing Committees

Section 1. STANDING COMMITTEE NAMES.

- A. Competition Committee.
- B. Skater Development Committee.
- C. Skater testing Committee.
- D. Public Contribution and Fundraising Committee.
- E. Synchronized Team Committee.
- F. Membership Committee.
- G. Exhibition Committee.
- H. Club Ice Committee.
- I. Hospitality Committee.
- J. Publications Committee.
- K. Publicity Committee.
- L. By-Laws/Parliamentarian Committee.
- M. Safe Sport Compliance Committee.
- N. Sponsorship Committee.

Section 2. RULES AND DUTIES OF COMMITTEES. The President shall suggest to the Board of Directors who shall be a chairperson of a committee. The Board of Directors shall vote to approve the chairperson at the first regular meeting of the new Board of Directors. The chairperson shall take office immediately and hold office until a successor is duly appointed.

Each committee chairperson shall submit a monthly report to the Board of Directors. Each committee shall consist of a chairperson and as many members as deemed necessary by that chairperson. All committee chairpersons shall have the right, but not the obligation, to attend Board of Directors meetings, make motions, but not vote.

A. COMPETITION COMMITTEE. The Competition Committee shall be in charge of seeking sponsorship, organizing and promoting national and/or international figure skating competitions on behalf of amateur figure skaters and the DFSC.

B. SKATER DEVELOPMENT COMMITTEE. The Skater Development Committee shall oversee the support, development and training of non-synchronized amateur figure skaters for advancement including preparation for national and/or international competitions.

C. SKATER TESTING COMMITTEE. The Skater Testing Committee shall have complete charge of holding USFSA test sessions. This committee will obtain USFSA judges for test sessions and competitions and shall determine the eligibility of skaters entering test sessions.

D. PUBLIC CONTRIBUTION AND FUNDRAISING COMMITTEE. The Public Contribution and Fundraising Committee shall determine and seek methods of raising money through contribution and other fundraising activities. All fundraising activities shall be approved by the Board of Directors and remain subject to audit by the Treasurer.

E. SYNCHRONIZED TEAM COMMITTEE. The Synchronized Team Committee shall consist of the synchronized director(s), general manager (who shall serve as chairperson of the committee), administrative assistant, and the synchronized treasurer. The synchronized director(s) may suggest to the DFSC president, a person to serve as general manager. The Synchronized Team Committee shall oversee the support, development and training of synchronized skaters for advancement including preparation for national and/or international competition and shall maintain communication between skaters, parents and the coach(es). This committee shall handle receipt of synchronized funds, fundraising, costumes and other details concerning the synchronized teams(s). Disbursement of funds shall be approved by the Board of Directors.

F. MEMBERSHIP COMMITTEE. The Membership Committee shall present applications for membership to the Board of Directors. The chairperson shall keep all membership records, subscriptions to USFSA publication Skating Magazine, and sanction all skaters for DFSC events, as appropriate.

G. EXHIBITION COMMITTEE. The Exhibition Committee shall organize, promote and direct the Christmas, Spring, Synchronized, and any other skating exhibition as directed by the Board of Directors.

- H. ICE PACKAGE COMMITTEE. The Ice Package Committee shall collect all fees for ice packages and drop-in fees and shall monitor all ice activities, including music, skaters' conduct, etc., on Club ice.
- I. HOSPITALITY COMMITTEE. The Hospitality Committee shall provide and take charge of all social entertainment given by the DFSC.
- J. PUBLICATIONS COMMITTEE. The Publications Committee shall maintain historical records and the DFSC website.
- K. PUBLICITY COMMITTEE. The Publicity Committee shall forward articles and credits about the DFSC members to local news media.
- L. BY-LAWS/PARLIAMENTARIAN COMMITTEE. The By-Laws/Parliamentarian Committee shall consist of a chairperson and at least two other DFSC members. The committee shall maintain and update the by-laws at least once per skating season. It shall see to it that the Board of Directors, members and committees adhere to the Constitution and By-Laws of the DFSC.
- M. SAFE SPORT COMPLIANCE COMMITTEE. The Safe Sport Compliance Committee shall insure compliance with all USFSA, Michigan, and local rules and regulations regarding the safety and health of all skaters in the Dearborn Figure Skating Club.
- N. SPONSORSHIP COMMITTEE. The Sponsorship Committee shall develop and distribute materials to solicit sponsorship support for the Club and DFSC synchronized teams.

Article X Conflicts of Interest

Section 1. DEFINITION. As used in this Article (i) "conflicting interest transactions" means a contract, transaction, or other financial relationship between the Club and a Director or Officer of the Club, or between the Club and a party related to a Director or Officer, or between the Club and an entity in which a Director or Officer of the Club is a director or officer or has a financial interest, and (ii) a "party related to a director or officer" means a spouse, a descendent, an ancestor, a sibling, the spouse or descendent of a sibling, an estate or trust in which the Director or Officer or a party related to a Director or Officer has a beneficial interest, or an entity in which a party related to a Director or Officer is a director, officer, or has a financial interest.

Section 2. PROCEDURE, ACTION, DISCLOSURE. No conflicting interest transaction shall be void or voidable or be enjoined, set aside, or give rise to an award of damages or other sanctions in a proceeding by a member or by or in the right of the Club, solely because the conflicting interest transaction involves a Director or Officer of the Club or a party related to a

Director or Officer or an entity in which a Director or Officer of the Club is a director or officer or has a financial interest or solely because the Director or Officer is present at or participates in the meeting of the Club's Board of Directors or of a committee of the Board of Directors that authorizes, approves, or ratifies the conflicting interest transaction or solely because the Director's or Officer's vote is counted for such purposes if: (i) the material facts as to the Director's or Officer's relationship or interest and as to the conflicting interest transaction are disclosed or are known to the Board of Directors or the committee, and the Board of Directors or committee in good faith authorizes, approves, or ratifies the conflicting interest transaction by the affirmative vote of a majority of the disinterested Directors and Officers, even though the disinterested Directors and Officers are less than a quorum: or (ii) the material facts as to the Director's or Officer's relationship or interest and as to the conflicting interest transaction are disclosed or are known to the members entitled to vote thereon, and the conflicting interest transaction is specifically authorized, approved, or ratified in good faith by a vote of the members entitled to vote thereon: or (iii) the conflicting interest transaction is fair as to the Club. Common or interested Directors or Officers may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee, which authorizes, approves, or ratifies the conflicting interest transaction.

Section 3. 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.

Section 4. DUTY TO DISCLOSE AND ABSTAIN FROM VOTING. Prior to the commencement of any negotiations with respect to a proposed transaction involving a Director or Officer with a financial interest in the proposed transaction (the "Interested Party"), the Interested Party must make full disclosure, to the best of his or her knowledge, of any dual interest in the proposed transaction by submitting a report to the Board of Directors, or any committee designated by the Board of Directors, disclosing why the proposed transaction or arrangement may or may not be in the best interest of the Club. The Interested Party shall not vote on any such transaction or arrangement, and at the discretion of the disinterested members present may be required to leave the meeting during the discussion and the voting on the matter.

Section 5. DIRECTOR AND OFFICER AFFIRMATION AND DISCLOSURE STATEMENT. Each Director and Officer shall annually sign a statement which affirms that such person:

- Has received a copy of the conflict-of-interest policy
- Has read and understands the policy
- Has agreed to comply with the policy.

Article XI

Parliamentary Authority

Except as otherwise expressly provided in these By-laws, meetings of the DFSC shall be conducted according to Roberts' Rules of Order, latest edition.

Article XII
Dissolution

Upon dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)3 of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.

Article XIII
Changes to the By-Laws of the DFSC

Any proposed change to the by-laws may be submitted to any member of the Board of Directors. Notice of proposed changes shall be posted on the DFSC bulletin board and published on the DFSC website for at least thirty (30) days. Objections to the proposed change to the by-laws shall be transmitted to the President, in writing, prior to the next regularly scheduled Board of Directors meeting, or such objection may be presented in person at said meeting. If a timely objection is raised, the proposed change shall be presented to the general membership for a vote at a general or special membership meeting. In the event no objection is raised, the Board of Directors shall vote on the proposed change.

Certification of Adoption

It is hereby certified that the foregoing are the By-laws of the Dearborn Figure Skating Club as revised and adopted at the organizational meeting on the __13th__ day of __April_____, _2021____.

President

Secretary