

**ARTICLE V**  
**BOARD OF DIRECTORS**

**Section 5.1. General Powers and Qualifications:**

- (a) Powers. The business and affairs of the Club shall be managed by its Board of Directors, except as otherwise provided in the Nonprofit Law, the Club's Articles of Incorporation or these By-Laws.
- (b) Qualifications. The Board of Directors shall be elected from the general membership as such the Board of Directors shall meet the qualifications of a Full Member or a Professional Member as set forth in Article III., 3.1 A and/or 3.1 C of these By-Laws.
- (c) Restrictions. Only one (1) member of a family may serve on the Board of Directors at any time.

**Section 5.2. Number, Term, and Election of Directors:**

- (a) Number of Directors. There shall be a Board of Directors composed of an odd number of members not to exceed a maximum number of nine (9) members of the Club and a minimum of five (5) members of the Club. Within thirty (30) days of the beginning of the season to be served the new Board Members must make application to become a member of the USFS. The cost for said USFS membership shall be borne by the Club.

To insure that the Board of Directors has a balance of experienced and new directors at all times, the Board shall be, if possible, rotating in nature with fifty percent (50%) of the Directors being new Director selected and the remainder of the Directors retiring yearly. The odd Director shall be the immediate Past President.

- (b) Nomination and Election of Directors. Election for the positions of the Board of Directors shall be held annually by the general membership. The election for the Board of Directors for the following season shall take place at the third regular membership meeting of the season. Results of the election shall be announced at the close of said meeting. The immediate Past President shall serve an additional year as a Director.

The Election Committee shall submit to the Board of Directors a list of eligible persons desiring to run for the Board of Directors thirty (30) days prior to the date of the last regular meeting. This list will be sent to all members of the Club along with the notice of the regular meeting to be held at the close of the skating season.

Nominations from the floor shall be accepted at the time of the election if there is not a full slate of candidates on the ballot. A full slate is defined as one more candidate than positions to be filled. Voting by secret ballot shall be conducted at the meeting. Votes may be cast on behalf of a member not present at the meeting provided that member has given a written proxy to a member who will be in attendance at the meeting.

The Election Committee shall count votes during the meeting. The candidates receiving the most votes shall fill the positions. The Election Committee Chairperson shall then announce the results of the election to the membership at the conclusion of the meeting.

The Chairperson of the Election Committee shall provide an official copy of the election results to the Secretary for permanent record. The Election Committee Chairperson shall save all ballots for a period of thirty (30) days after the election. The results of this election shall be reported to the USFS National Headquarters within thirty (30) days after the election.

- (c) Term. Directors shall serve a two-year term.

**Section 5.3. Vacancy:**

In the event of a vacancy or vacancies on the Board of Directors during term, the Board, by a two-thirds (2/3) vote, shall appoint a new Board Member to the open seat from the current membership. Any person becoming a member of the Board of Directors in such manner shall serve until a special election is held at the next regular meeting, as defined in Article IV, Section 4.1. Upon election at the regular meeting, the elected Board member shall serve the remaining term of that seat.

**Section 5.4. Board Member Termination:**

A Board of Directors member shall be terminated and the position deemed vacant without any action being required of the Board of Directors or the Membership if:

- By notice in writing he/she resigns the office;
- He/she is no longer a member of the Club;
- He/she serves on the Board of Directors of any other figure skating club;
- He/she has two (2) consecutive unexcused absences from meetings of the Board of Directors. A determination of what constitutes an excused or unexcused absence shall be made in the sole discretion of the Board of Directors; or
- He/she is found unfit as a Board of Directors member by virtue of immorality, ineptness, and/or lack of responsibility or any act detrimental to the Club.

A Board of Directors member so-charged shall have the option of resigning or having the charges levied brought before the Full Membership for their action.

**Section 5.5. Advisory Board Member:**

The most recent Past President to vacate a Board of Directors position may become an Advisory Board Member for a period of one (1) year. The Advisory Board Member will have voice, but no vote, on subject matter before the Board of Directors.