

CODE OF REGULATIONS AND BY-LAWS
of the
KENT SKATING CLUB
Member of the United States Figure Skating Association
Adopted: March 16, 1975
Revised and Amended: May 30, 2009;

ARTICLE I
NAME AND CORPORATION

Section 1.1 Name:

The organization shall be known as the Kent Skating Club (The “Club”).

Section 1.2. Incorporation:

The Club was incorporated under the laws of the State of Ohio, on January 5, 1976.

Section 1.3. Corporate Seal:

The corporate seal shall be the signature of the Secretary.

Section 1.4. Headquarters:

The Club shall have its headquarters in the Kent State University Ice Arena, Loop Rd., Kent OH 44242.

Section 1.5. Club Season:

The season shall begin in mid-September and terminate in mid-May with the exception of an optional Summer Skating School.

Section 1.6. Membership in U.S. Figure Skating:

The Club has been formed to be a member of the United States Figure Skating Association (“U.S. Figure Skating”), to exist for the purposes specified in Article II of these By-laws. As such, the Club and its members shall be subject to and abide by the By-laws and Official Rules of U.S. Figure Skating, as in existence and amended from time-to-time by U.S. Figure Skating.

Section 1.7. Other Definitions:

The Board of Directors: The governing body of the Club as set forth in Article V of this CODE OF REGULATION AND BY-LAWS USFSA: United States Figure Skating Association

ARTICLE II
PURPOSES

The principal purpose of the Club is to encourage the instruction, practice and advancement of its Members in compulsory moves, free skating, pair skating, dance and all types of figure skating; to encourage and cultivate a spirit of fraternal feeling among ice skaters; to sponsor, produce, or cooperate in the production of amateur ice carnivals and shows; and generally, to do and perform such other acts as may be necessary, advisable, proper or incidental in the realization of the objects and purposes of this organization; and to carry out the general policies of the United States Figure Skating association.

ARTICLE III
MEMBERSHIP

Section 3.1. Classes of Membership:

The Club shall be open to all individuals actively engaged in, or wishing to support and further the sport of amateur figure skating and in particular, the activities of the Kent Skating Club. Membership in the Club must be renewed annually. Membership is valid from July 1 through June 30 of each year.

Membership commences on the day a person completes a membership application and has paid in full all membership dues, as set forth by the Board of Directors. There shall be a probationary period of 60 days for all new members during which time they will neither have the right to vote or hold office.

Membership to the Club is achieved by meeting the requirements of one of the following membership classifications and is subject to the criteria set forth in subsequent sections of this Article.

A. Full Skating Member:

Requirements:

A Full Member holds a USFSA number with the Kent Skating Club and recognizes the Club as his/her home club and is:

1. A senior figure skater, 18 years or older; or
2. A junior figure skater, 17 years or younger.

B. Full Supporting Member

Requirements:

A Full Member holds a USFSA number with the Kent Skating Club and recognizes the Club as his/her home club and is:

1. A registered Special Olympian; or
2. A USFS official, judge, referee, or accountant; or
3. A non-skater, 18 years or older, who shows interest in and actively supports the Club.

Responsibilities:

In addition to membership dues, a Full Member must be an active supporter of the Club by:

1. Purchasing and skating on Club-sponsored ice sessions according to the requirements set forth by the Board of Directors; or
2. By providing in-kind service to the Club and/or USFS by volunteering their time and energy to support Club activities, ice carnivals, shows, competitions, or other similar Club and/or USFS events. A letter of Recognition, signed by a member of the Board of Directors and submitted along with the membership application, must substantiate proof of in-kind service. USFS officials, judges, referees, or accountants are not required to substantiate in-kind service.

Voting Rights:

1. A Full Member, 18 years of age or older, has one vote and may hold office with the Club.
2. A Full Member, 17 years of age or younger or a Special Olympian, is represented by a legal guardian. The representing legal guardian has one vote and may hold office with the Club.

C. Associate Member:

An Associate Member is a skater who holds a USFS number with another figure skating club. An Associate Member may neither vote nor hold office.

D. Full Professional Member:

A Professional Member is a professional instructor who holds a USFS number and recognizes the Club as his/her home club, or is a Full Member of the Kent Skating Club. A Professional Member may vote and hold office with the Club.

E. Associate Professional Member:

An Associate Professional Member is a professional instructor who holds a USFS number and recognizes a Club other than Kent as his/her home club. An Associate Professional Member may not vote nor hold office with the Club.

F. Introductory Member:

A first year member may choose to be an Introductory Member. An Introductory Member is a skater who is not a member of any other figure skating club and meets the definition of membership for a Full Member, as defined in Section 1, A, of this Article. An Introductory Member has no vote and may not hold office. An introductory membership expires at the end of the skating season (June 1) in which he/she became a member. For the purpose of this membership category, a skating season begins on or about September 1 and runs through May 31 of the following year.

G. Collegiate Member:

A Collegiate Member is a skater who holds a USFS number with Kent Skating Club or another USFS club and is a full-time college student. A collegiate member who recognizes Kent Skating Club as their home club may vote and hold office with the Club pursuant to Club guidelines.

Section 3.2. Application for Membership:

Application for membership shall be submitted in writing by the candidate to the Membership chairperson. Club professionals must maintain membership in the USFS and Club. Application must be made annually. A copy of the Code of Regulations and By-Laws of the Club shall be made available to all prospective members upon application.

Section 3.3. Prospective Members and Guests:

A prospective Full Member may skate one (1) Club session at no cost and three (3) paid Club sessions before becoming a member. The session or sessions skated shall be at the discretion of a Club official or appointee. A prospective member who wishes to take advantage of the above shall be recommended by a Professional Member.

A Guest Skater must be a member of the USFS or ISIA. Prospective new members and guest skaters must sign a waiver of liability before skating their first club session and must obtain a guest pass, which is issued by a member of the Board of Directors or their designated person, before skating subsequent sessions. A Club session for this purpose consists of freestyle and/or moves/dance.

Section 3.4. Arrearage of Dues and Restrictions:

Any member who is in arrears for Club dues or other indebtedness, shall within thirty (30) days after the due date have paid in full the delinquent amount plus any assessed penalties. A member more than thirty (30) days in arrears shall be ineligible to use the Club's facilities, to hold office, to be entitled to vote or to enter any USFS or Club tests or competitions, ice carnivals, shows or other similar Club events.

Delinquencies extending beyond thirty (30) days will result in the member's name being reported to the Board of Directors. The Secretary shall then notify the member in writing at his/her last known address of the arrearage and resultant restrictions. A member's dismissal from the ice may result in his/her sessions being sold.

Upon full payment of the arrearage and any associated penalties, the member may, at the discretion of the Board of Directors, have membership privileges fully reinstated including those ice sessions not yet sold.

Section 3.5. Responsibility for Guests:

Members shall be responsible for the conduct and indebtedness of all persons admitted to the Club's property at their request.

ARTICLE IV
MEMBERSHIP MEETINGS

Section 4.1. Regular Meetings:

There shall be three (3) regular meetings for the membership each year. The first regular meeting shall be held within (30) days of the opening of the skating season. Another regular meeting shall be held mid-season and the third within fourteen (14) days of the close of the skating season.

Section 4.2. Special Meetings:

Special meetings of the membership may be called by the President, Board of Directors, or upon written request of not less than ten (10) percent of the voting members in good standing.

Section 4.3. Quorum:

A quorum shall consist of twenty percent (20%) of the voting membership in good standing.

Section 4.4. Notices:

Notices of regular and special meetings shall be mailed via electronic means and/or US Postal service by the Secretary to every voting member at least twenty (20) days in advance thereof, and shall be posted by the Secretary for the same length of time on the Club bulletin board. Notice of meetings shall state the purpose(s) of the meeting.

Section 4.5. Special Meeting Limitation:

Business to be transacted at any special meeting shall be limited to the discussion, consideration and resolution of those items stated to be the purpose(s) of the meeting in the notice thereof.

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 Bylaws.
- (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 C. of these Bylaws.

- (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 (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 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 (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 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.

**ARTICLE VI
OFFICERS**

Section 6.1. Number and Qualifications:

The Officers of this Club shall include a President, Vice- President, Secretary, and Treasurer. The Board of Directors may also appoint such other officers, assistant officers and agents as it may consider necessary. One person may simultaneously hold more than one office at a time, except that no person may simultaneously hold the offices of President and Secretary. Officers must be Directors of the Club and, therefore, must meet the qualifications of Directors as set forth in Section 5.1 of these Bylaws.

Section 6.2. Election and Term of Office:

The elected Officers shall be chosen from among the members of the Board of Directors, by the Directors, at their first meeting held within two (2) weeks after the annual election. The term of office shall be one (1) year. No Officer may hold the same office for more than two (2) consecutive terms.

Section 6.3. Duties of Officers:

- a. **PRESIDENT-** It shall be the duty of the President to take charge of the Club, to call meetings of the Membership, and to preside at all meetings of the Club and of the Board of Directors. The President shall annually appoint all committee chairpersons. The President together with the Secretary shall upon the approval of the Board of Directors sign all agreements and contracts made by the Club, The President shall vote, however, only in the case of a tie.
- b. **VICE- PRESIDENT-** It shall be the duty of the Vice-President to assist the President in the discharge of his/her duties and in his/her absence to assume his/her duties and officiate in his/her stead. The Vice-President shall become President should that office become vacant for any reason during the President's term.
- c. **SECRETARY-** It shall be the duty of the Secretary: (i) to keep the minutes of the meetings of the Club and of the Board of Directors; (ii) to supervise all reports and documents connected with the business of the Club; (iii) to supervise the keeping of a roll of membership together with the dates of their election, as well as dates of expulsion, suspension or resignation; and to maintain a Club Roster to be available upon request. The Secretary shall submit minutes of the Board Meeting for approval to the Board of Directors within one (1) week of the meeting. Upon approval by the Board of Directors, the Secretary shall post the minutes of the Board Meeting in an appropriate place within one (1) week.
- d. **TREASURER-** It shall be the duty of the Treasurer to have charge of the General Account of the Club and to keep a record thereto of all receipts and disbursements and to render a written report when requested by the President or by the Board of Directors. The Board of Directors shall have the power whenever they deem necessary to appoint an acting Treasurer. The funds shall be deposited in the name of the Club in a financial institution approved by the Board of Directors. All disbursements by check shall be signed by the Treasurer or President, except for Special Accounts, as may be established by the Board of Directors. Neither the Treasurer nor the President shall have the right to sign checks in amounts for more than One Hundred and no/100 dollars (\$100.00) without the prior approval of the Board of Directors, with the exception of pre- approved expenditures or contracts. It shall be the duty of the Treasurer to file required tax returns and also to prepare an annual financial report to be sent to the Membership with the announcement of the Annual Meeting.

ARTICLE VII

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 7.1. Authority:

The Board of Directors shall have the power and responsibility of the complete management of the Club. All rights and powers connected therein shall be vested in them. They shall have final say in the selection of the Club professionals.

Section 7.2. Meetings:

The Board of Directors shall meet once every month during the skating season. The date of such meetings, shall be stated by the Secretary in the form of written notice, phone call and/or email given to all Directors at least three (3) days prior to the meeting. Regular monthly meetings are open to the voting membership. Such members may not actively participate in the meeting unless specifically requested to do so.

Special Board Meetings are closed to the voting membership. All meetings shall be conducted in accordance with parliamentary procedure such as Roberts' Rules of Order, Revised.

Section 7.3. Quorum:

Two-thirds (2/3) of the Board of Directors shall constitute a quorum.

Section 7.4. Rules and Adoption of Rules:

The Board of Directors shall make such rules, as they deem proper respecting the use of the Club's property, prescribe rules for the admission of guests, fix penalties for offenses against the rules, and make rules for their own governing and for the governing committees appointed by them. The Board of Directors shall have the power from time to time to adopt rules, not inconsistent with the By-Laws of the Club, to carry out the purposes of the Club.

Section 7.5. Audits:

The Board of Directors shall cause the records of the Treasurer and of any committee having Special Accounts to be audited by affiliated auditors or agents.

Section 7.6. Indebtedness:

The Board of Directors shall have the power to limit the indebtedness owed to the Club by a member of the Club.

Section 7.7. Suspension or Expulsion:

The Board of Directors shall have the power to recommend suspension, or expulsion, of any member for violations of the Code of Regulations and By-Laws of the Club, or for conduct which they deem improper.

Section 7.8. USFS Delegate:

The Board of Directors shall elect a Delegate(s) to the United States Figure Skating association. The Club Secretary shall inform the USFS's Secretary, in writing, of the representative (s) between the Club and the Association. The Delegate(s) shall attend the USFS's meetings, either in person or by proxy. The Board of Directors may, as it sees fit, pay all or part of the expenses of the Delegates(s) to the USFS's meetings.

Section 7.9. Skating Programs:

The Board of Directors shall retain jurisdiction over all regular skating season programs and any additional programs such as Summer School or Clinics.

Section 7.10. Standard of Conduct for Directors and Officers:

- (a) **General.** Each Director and Officer shall perform their duties as a director or officer, including without limitation their duties as a member of any committee of the Board, (i) in good faith, (ii) in a manner the Director or Officer reasonably believes to be in the best interests of the Club and (iii) with the care an ordinarily prudent person in like position would exercise under similar circumstances. 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.
- (b) **Reliance on Certain Information and Other Matters.** In the performance of their duties, a Director or Officer 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 persons designated below. However, a Director or Officer shall not be considered to be acting in good faith if the Director or Officer has knowledge concerning the matter in question that would cause such reliance to be unwarranted. The designated persons on whom a Director or Officer are entitled to rely are: (i) one or more officers or employees of the Club whom the Director or Officer reasonably believes to be reliable and competent in the matters presented; (ii) legal counsel, a public accountant, or other person as to matters which the Director or Officer reasonably believes to be within such person's professional or expert competence; (iii) a committee of the Board of Directors on which the Director or Officer does not serve if the Director reasonably believes the committee merits confidence.
- (c) **Limitation of Liability.** A Director or Officer shall not be liable to the Club or its members for any action the Director or Officer takes or omits to take as a director or officer if, in connection with such action or omission, the Director or Officer performs their duties in compliance with this Section.

ARTICLE VIII

COMMITTEES AND ADMINISTRATOR OF CLUB

Section 8.1. Names of Committees:

The Standing Committees shall be (a) MEMBERSHIP COMMITTEE, (b) RULES AND ICE COMMITTEE, (c) TEST COMMITTEE, (d) COMPETITION COMMITTEE, (e) ICE MONITOR COMMITTEE, (f) SUMMER SCHOOL COMMITTEE, (g) PROFESSIONAL INSTRUCTORS' COMMITTEE, (h) BY-LAWS COMMITTEE, and such other committees as the Board of Directors shall deem necessary.

- a. **MEMBERSHIP COMMITTEE-** The Membership Committee shall investigate the qualifications of all candidates for membership, and report their conclusions to the Board of Directors. The Membership Committee is responsible for maintaining the Club membership and records.

- b. **RULES AND ICE COMMITTEE-** The Rules and Ice Committee shall make rules and arrangements for the conduct of the Club Members during regular skating sessions and divide the ice into sections corresponding to the requirements of the Club. The rules and regulations shall be approved by the Board of Directors, and posted on the Club bulletin board.
- c. **TEST COMMITTEE-** The Test Committee shall have complete charge: (i) of giving all USFS tests; (ii) of setting dates and obtaining approved USFS judges for the tests;(iii) of reporting test results to the USFS; (iv) of keeping all records concerning trial judges as prescribed by the USFS; and, (v) shall make recommendations for judgeship appointments to the Board of Directors, as well as apprise the Board, upon their request, concerning the status of members who are trial judging.
- d. **COMPETITION COMMITTEE-** The Competition Committee shall have complete charge of all Club and inter-club competitions. The decisions shall rest with this Committee as to persons eligible to enter any such Club-hosted competition.
- e. **ICE MONITOR COMMITTEE-** The Ice Monitor Committee shall have complete charge of the Club ice sessions by enforcing the rules and regulations governing the membership and their conduct in the Ice Arena. The Committee may ask for and receive help from the Board of Directors.
- f. **SUMMER SCHOOL COMMITTEE-** The Summer School Committee shall plan and direct a summer school program following the established practices of the regular skating season.
- g. **PROFESSIONAL INSTRUCTORS' COMMITTEE-** The Professional Instructors' Committee shall maintain as nearly as possible, a current list of Professional Instructors available. The Chairperson shall serve as a liaison between the Board of Directors and the Professional Staff. Status of each Professional shall be reviewed at the end of each skating season.
- h. **BY- LAWS COMMITTEE-** The By-Laws Committee shall have the responsibility for reviewing all proposed changes in the Code of Regulations and By-Laws of the Club regardless of whether such changes are initiated by action of the Board of Directors or the membership. Upon completing their review, the committee shall have the duty of reporting to the Board of Directors their findings and recommendations regarding any such proposed changes.
- i. **ELECTION COMMITTEE-** The Election Committee shall be selected by the Board of Directors and shall consist of three (3) members all in good standing. The Board of Directors shall designate one (1) member of the Committee to act as Chairperson. The Committee will post a sign up list for candidates interested in running for the Board of Directors no later than sixty (60) days prior to the election to be held at the close of the skating season. The Committee will check the eligibility of all candidates before submitting the list to the Board for mailing to the Membership. No member of the Election Committee may be a candidate for a position on the Board of Directors while serving on the said Committee.

Section 8.2. Attendance at Board Meetings:

The Chairpersons of the Standing Committees may be requested by the President to attend Special Meetings of the Board of Directors. They may enter into and take part in all discussions pertaining to their specific committee, but are not entitled to vote.

Section 8.3. Committee Finances:

Chairpersons who are authorized by the Board of Directors to have a Special Account for the business of their Committee, shall submit an up-to-date financial report in writing to the Board of Directors upon their request, and shall make their books available for audit when so requested by the Board. They shall also submit a complete financial report to the Treasurer, along with the books for the Special Account in time for the records to be included in the annual financial report to the Members.

Section 8.4. Other Committees:

The Board of Directors shall have the right and responsibility to create and appoint Members to other committees including but not limited to any Investigative Committee.

Section 8.5. Administrator:

(a) **Selection.** The Board of Directors may appoint an Administrator. The Administrator may be a Board Member or a full member of the Club. The Administrator and the Treasurer may not be the same person, nor may they be from the same skating family. The Administrator has no vote at the Board meetings, unless the Administrator is a Full Board Member.

(b) **Qualifications.** The Administrator's designated skater for ice time must be a Kent Skating Club full home club member and a member in good standing with the Club.

(c) **Responsibilities.** The Administrator shall assist the Treasurer in the organization of the Club's ice contracts and membership including but not limited to the following responsibilities:

- Assist in developing the fee structure options for contracted ice.
- Publish the yearly calendar.
- Assemble and distribute membership packets.
- Receive membership forms and ice contracts and handle all requests for schedule adjustments.
- Submit USFS memberships and payments to the USFS.
- Record and keep a timely record of skater's contracted ice times and any contractual changes.
- Maintain the club membership list and roster.
- Maintain and update the club monitor book.
- Collect, record and deposit all membership, ice contract and walk on fees. Report all such deposits to the Treasurer.
- Maintain the billing and payment process for skater's ice fees.
- Attend and prepare a report of ice activity and income for all regular board meetings.

- Bring to the attention of the Board of Directors any changes in individual contracts or memberships. The Board of Directors must vote on any requests for changes or payment suspensions that are not addressed in the By-laws or Code of Regulations and Conduct.
 - Report any member not in a good standing to the Board of Directors and to the test chairperson.
 - The Administrator shall report directly to the President and the Board of Directors as a whole and not to individual Board or Club members.
 - The Administrator may be asked to perform additional duties as directed by the Board of Directors. (Individual members of the Board of Directors may not initiate requests.)
- (d) **Term.** The Administrator, if appointed, will be appointed on a yearly basis. The term shall run 13 months from May 1 to May 31 of the following year. The position shall be posted for at least 14 days prior to the review of applications and appointment of the new administrator.
- (e) **Compensation.** The Board shall have the right to set a compensation for the administrative position if they deem it is in the best interests of the Club. If the Board elects to set a compensation for the position, the compensation may not exceed a financial credit of \$250.00 per half season (September to December and January to May).
- (f) **Vacancy.** In the event that an Administrator vacates his/her position before completion of the term, the Club President or delegated person will fulfill the duties until a new Administrator can be appointed. Reserved ice sessions for partially fulfilled administrative terms shall be pro-rated by the Board of Directors.

ARTICLE IX GRIEVANCES

Section 9.1. Grievance Against Members:

Any Member(s) having a grievance against another Member for the infraction of any law or rule as described in By-Laws & Code of Regulations, other than skating rules, for conduct injurious to the welfare of the Club, may report the same in writing to the Board of Directors. For all grievances which the Board of Directors deems of a serious nature, and would cause immediate and irreparable harm to the Club or the aggrieved member, the Board may, within thirty (30) days of notice of a grievance, appoint an Investigative Committee. Within (30) days, the Investigative Committee shall report their findings and recommendations to the Board. The Board shall then make a determination as to whether the grievance against the Member is valid and what action is to be taken. A two-thirds (2/3) vote of the Board of Directors shall be required in order to initiate any form of discipline against a Member.

For all grievances brought to the Board which the Board deems not to be of immediate or irreparable harm, shall be logged and monitored for further action. If more than three (3) grievances are lodged against any member of the Club, then the Board may appoint an Investigative Committee with thirty (30) days of notice of the third grievance.

Section 9.2. Appeals Procedure:

If the Board of Directors' recommends suspension or expulsion of a Member for the grievance, the disciplined Member shall have the right to appeal to the General Membership, provided that a written request for a Special Meeting of the Membership is delivered to the Secretary within seven (7) days after the Board of Directors votes to discipline the Member. In the event that such an appeal is made by the disciplined Member, a Special Meeting of the Membership must be called within thirty (30) days in order that the disciplined Member may present his/her case.

At the Special Meeting, a vote of the Membership shall be taken to determine whether the action of the Board of Directors shall be upheld. A simple majority of those Members present and voting shall be sufficient to overturn a decision of the Board of Directors. Neither Members nor the Board of Directors may be represented by an Attorney at either a meeting of the Board of Directors or a Special Meeting of the Membership which has been called to consider disciplinary action against a Member. Records of any such Disciplinary Action shall be kept.

Section 9.3. Discipline of Professional Instructors:

The Board of Directors shall have the power and duty to deal directly with the Club's Professional Members upon receipt of any written grievances from any Member or parent or guardian of a Member. For all grievances which the Board of Directors deems of a serious nature, and would cause immediate and irreparable harm to the Club or the aggrieved member, the Board may, within thirty (30) days the Investigative Committee shall report their written findings and recommendations to the Board of Directors. The Board of Directors, by vote of the majority, can prescribe disciplinary action as it deems necessary, including immediate dismissal, if, in the opinion of the Board, it is warranted. Records of any such Disciplinary Action shall be kept.

ARTICLE X

AMENDMENTS TO THE CODE OF REGULATIONS AND BY- LAWS

Section 10.1. Amendments:

The Code of Regulations and By-Laws of the Kent Skating Club may be amended, altered or repealed and new by-laws may be adopted by a vote of a quorum, twenty percent (20%) of the members at any meeting of the members at which a quorum is present and not otherwise. Amendments may be proposed from time to time, either by the Board of Directors, or by the Club's Voting Members. When initiated by the Voting Members, a notice containing the proposed amendment/amendments shall be presented to the Board of Directors. The Secretary shall be directed to prepare a notice with the proposed amendment(s) and mail them to the Members at their last known address as well as post the ballot the proposed amendments on the Club bulletin board with notice of the meeting date at which the proposed amendment(s) will be discussed and voted upon.

Section 10.2. Distribution of Amended Code of Regulations and By-Laws:

The Secretary shall be required to maintain a record of all proposed amendments to the Code of Regulations and By-Laws which have been passed by the Membership. As soon as is practical, the Secretary shall distribute copies of the Code of Regulations and By-Laws, in its most recent form, to every member of the Board of Directors and to every Member of the Club.

Within thirty (30) days after any amendments to the Code of Regulations and By-Laws have been adopted, the Secretary shall send a copy of the latest duly adopted Code of Regulations and By-Laws of this Club to the USFS National Headquarters.

ARTICLE XI FISCAL YEAR

Section 11.1. Duration:

The fiscal year of the Club ends June 30th and commences July 1. At any time the Board of Directors shall cause the books and accounts to be available for review by any interested member of the Club.