



GATE CITY FIGURE SKATING CLUB BYLAWS

**Member Club of
United States Figure Skating**
Adopted: April 21, 2004
Amended: April 21, 2021

ARTICLE I

NAME & CORPORATION

1. **NAME** – The organization shall be known as the Gate City Figure Skating Club, hereinafter referred to as the “GCFSC” or “Club”.
2. **INCORPORATION** – The GCFSC is an organization operated by volunteers incorporated as a non-profit corporation under the laws of the State of New Hampshire on December 8, 2003. The Club shall be operated and governed as a non-profit corporation pursuant to Section 501(c)(4) of the Internal Revenue Code and Chapter 292 of the New Hampshire Revised Statutes Annotated (RSA).
3. **MEMBERSHIP IN UNITED STATES FIGURE SKATING (USFS)** - The GCFSC shall maintain its membership in USFS and conduct its affairs in a manner consistent with the bylaws of that association. Members shall conduct themselves in a manner consistent with the codes and ethics as stated by USFS.
4. **PLACE OF BUSINESS** – The GCFSC shall primarily conduct its business at the Conway Arena in Nashua, New Hampshire. Other locations may be used, as designated by the Board of Directors, as the business of the GCFSC may from time-to-time require.

ARTICLE II

PURPOSE

1. The purpose of the GCFSC is to: encourage in the instruction, practice and advancement of the members in any or all of the disciplines of figure skating; encourage and cultivate a spirit of fraternal feeling among members; encourage and cultivate a sense of community service in members, including supporting charitable activities, generally do and perform such activities as may be necessary, advisable, proper or

incidental for the benefit of the organization and its membership; to conduct its affairs in accordance with the GCFSC Bylaws and; to carry out the general policies and objectives of United States Figure Skating (“USFS”).

ARTICLE III

MEMBERSHIP

1. GEOGRAPHICAL SCOPE – There shall be no geographical restriction on membership.
2. NON-DISCRIMINATION – The GCFSC shall not discriminate against any person in any manner on the basis of age, sex, race, color, ethnic origin, disability, sexual orientation, or religious belief.
3. APPLICATION FOR MEMBERSHIP – Application for membership, with appropriate fees, shall be submitted via Entryeze. Within 60 days of application, the Membership Chair will evaluate all new membership applications and review them with the Board. No person shall be accepted as a member if three (3) or more members of the Board shall object to the membership of such person.
4. MEMBERSHIP TERM – Annual membership in GCFSC shall coincide with the membership year of U.S. Figure Skating (currently July 1 through June 30).
5. DUES – All dues, fees and assessments payable to the GCFSC shall be determined by the Board and are subject to regular review and adjustment. All amounts shall be paid in advance in order to participate in any GCFSC sponsored activity.
6. REFUNDS – No refunds of any dues, fees or assessments will be given unless extenuating circumstances arise. Members requesting a refund must do so in writing to the Board with an explanation of their circumstance. A majority vote of the quorum shall be required to grant the refund.
7. CLASSES OF MEMBERSHIP – The classes of membership shall be as follows:
 - a. Full Membership.
 - b. Secondary Membership (second skating member in a family)
 - c. Non-skating Member
 - d. Collegiate Member
 - e. Other Member – as established by the Board from time to time. The Board shall have the sole right to terminate this class of membership from time to time.
8. MEMBER SKATERS - GCFSC members may contract pre-scheduled club ice time at the current member rate designated by the rink or they will be charged the walk-on fee.
9. VISITING SKATERS - Non-GCFSC members desiring to skate on any ice session will only be allowed to skate on a space available basis on the desired session. Walk-on fees will be charged to visiting skaters.

10. TERMINATION & SUSPENSION OF MEMBERSHIP – Any member’s membership may be suspended or terminated by a majority vote of the Board of Directors. Written notice shall be given to said member by certified United State Postal Service (USPS) mail at their home address as it appears on the GCFSC records, within ten (10) days of the Board’s decision for termination. Termination or suspension of membership does not relieve the terminated or suspended member from any obligations for charges incurred, services or benefits actually rendered, dues, assessments, or fees arising from contract or otherwise.

11. APPEALS – A member who has been terminated or suspended may appeal the Board’s decision by requesting, in writing, an opportunity to be heard, either orally or in writing, within fifteen (15) days of receiving the notice of termination or suspension. Upon receiving such a request, the Board must set a date for hearing the appeal, to be within thirty (30) days of receiving the request. The member must be notified in writing at least fifteen (15) days before the date of the hearing. At the conclusion of the hearing, the Board shall meet in Executive Session to discuss and vote upon whether to uphold the termination or suspension or whether to reinstate the member. The decision by a majority of Board members in attendance shall be final.

12. ANNUAL MEETING – There shall be an annual meeting held each year during the month of August or at such other time as the Board of Directors may decide. The meeting shall be open to the GCFSC membership. Notice of the date and time of the meeting shall be given at least thirty (30) days in advance by electronic mail (email) to the last known email address as it appears in the GCFSC’s current membership records as well as by the GCFSC newsletter and by the GCFSC website.

a. AGENDA – At a minimum, during the Annual Meeting, the Board of Directors shall provide the following:

- a. Overview of the GCFSC achievements during the past year
- b. Overview of new business for the upcoming year
- c. Presentation of the Treasurer’s Report
- d. Election of Directors
- e. Open discussion forum

b. VOTING RIGHTS - Each member is entitled to one vote. If a member is under (18) years of age, one parent or guardian will be the voting representative for that member.

c. VOTING LIST - A list shall be prepared of eligible voters from the GCFSC member roster. The list shall be arranged in alphabetical order and members under 18 years of age will be listed as follows: Last name, First name; Representative: Last name, First name. The list shall be kept on file and made available upon request by any member or member representative during the annual meeting.

d. VOTING – Ballots shall be emailed to all members at least 14 days before the date set for the Annual Meeting. The review of the ballots shall be conducted under the supervision of the Secretary or such other person(s) as the Board may designate.

e. RECORDS – The GCFSC Secretary shall preserve the records of an election for at least two (2) years.

f. QUORUM – Fifteen percent (15%) of the votes eligible to be cast at a meeting of the members shall constitute a quorum for action on a matter. If a quorum exists, action on a matter is approved if the votes favoring the action exceed the votes opposing the action.

13. SPECIAL MEETINGS OF THE MEMBERSHIP – The Secretary of the GCFSC may call a special meeting of the members at the discretion of the President; or upon a written request from three (3) members of the Board; or upon a written request from five (5) members of the GCFSC in good standing. Notice of the date, time and place of the meeting shall be given at least (5) days in advance. Notice shall be given by electronic mail (email) to the last known email address as it appears in the GCFSC’s current membership records. Notice shall state the purpose of the meeting and include the names of the individuals requesting the meeting. No business shall be transacted at a special meeting except that of which notice was given.

14. RULES OF ORDER AT MEETINGS – All rules of order at meetings of the GCFSC not covered by the bylaws of the GCFSC and the USFS shall be in accordance with Robert’s Rules of Order, newest edition, and which shall be the GCFSC’s final authority.

ARTICLE IV

BOARD OF DIRECTORS

1. POWERS & DUTIES – The Board of Directors, hereinafter referred to as the “Board”, shall possess all the powers and duties necessary or desirable for the management of the affairs and finances of the GCFSC, except such powers and duties limited by these bylaws.

2. COMPOSITION – The Board shall be composed of a maximum of thirteen (13) Directors and from which officers shall be elected. A maximum of one (1) skating professional of the GCFSC may serve as a Director; however, this individual shall not serve as an officer. If the Club is represented by a synchronized skating team, there will be one Board member, elected by the team, who represents the team and whose responsibility it is to report to the Board the activities of the team at each meeting, if so specified in the agreement between the team and the Club.

3. QUALIFICATIONS – Candidates to the Board must be GCFSC members in good standing or a representative of a GCFSC member in good standing; who have designated the GCFSC as their home club under the applicable rules of the USFS and; who have been a GCFSC member for at least six (6) months and; who are at least eighteen (18) years of age. Any newly elected Director who is not personally a member of the GCFSC must, no later than thirty (30) days after the election, file an application for membership with all applicable dues paid in full. A GCFSC member in good standing is defined as a member not being in arrears for dues or other indebtedness to the GCFSC.
4. NOMINATION OF DIRECTORS – Each year candidates wishing to serve as a Director shall submit a statement of interest to the Board no less than thirty (30) days in advance of the annual meeting. Statements of interest will be considered by the Board, which shall have the sole right to accept or reject any interested candidates. Candidates who are accepted will be placed on the ballot to be voted upon at the annual meeting.
5. ELECTIONS – Elections to the Board of Director shall be held during the GCFSC’s Annual Meeting.
6. TERM OF OFFICE – Directors shall serve for a 2 year term with option for re-election. Each Director shall serve the full term of office unless the Director resigns or is removed from the Board. A one (1) year term of office shall be defined as that time period spanning from annual meeting to annual meeting. A Director elected to fill a vacancy shall serve the unexpired term of the vacating Director.
7. ASSUMPTION OF DUTIES – Newly elected Directors shall assume their duties at the first Board meeting following the Annual Meeting. This meeting shall be held within sixty (60) days of the annual meeting.
8. VACANCIES –Any vacancy occurring among the Directors may be filled by an affirmative vote of a majority of the remaining Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of such Director’s predecessor in office.
9. REGULAR BOARD MEETINGS – The Board shall meet at least once in every month during the skating season, with no less than nine (9) meetings during the calendar year. The meeting shall be open to the GCFSC membership. The President shall establish the date and time of such meetings or, in his/her absence, the Vice President shall do so. Notice of the date and time of the meeting shall be given at least fourteen (14) days in advance. Notice shall be given by either email to all GCFSC members, through the GCFSC website, or through the GCFSC newsletter, if any.
10. SPECIAL BOARD MEETINGS– Special meetings of the Board of Directors may be called by or at the request of the president or any three (3) Directors. Notice stating the date, time and place of the meeting shall be given to each Director at least five (5) days in advance, except under emergency circumstances as may be determined at the sole discretion of the president. The meeting may be open or closed to the membership at the discretion of the president.
11. EXECUTIVE SESSIONS – The Board may meet in executive session. Executive sessions of the Board are closed to the general membership.
12. VOTING: All Directors and members of the Executive Committee have one vote with the exception of the President who votes only in case of a tie.

13. MEETINGS BY TELECONFERENCE – Directors, or the members of any committee of the Board of Directors, may participate in any meeting of the Board of Directors or such committee by means of teleconference or other communications equipment by means of which all persons participating therein can hear and ideally see each other, and participation in a meeting by such means shall constitute presence in person at such meeting.

14. ELECTRONIC COMMUNICATIONS – Except where otherwise restricted by these Bylaws, any action required or permitted to be taken at any meeting of the Board of Directors or of any committee thereof may be taken without a meeting if all Directors or members of the committee, as the case may be, by email or other electronic communication. The writing(s), emails, or minutes of such communications shall be filed with the minutes of proceedings of the Board or committee. All Directors must be given the opportunity to participate. Any Director may waive his/her participation by email or other electronic communication. If a Director fails to respond, a reasonable attempt shall be made to gain that Director’s participation, including allowing sufficient time for a response. All other rules and procedures of the Board (quorum, majority, etc.) shall apply.

15. QUORUM – Fifty percent (50%) of the current Directors of the Board in attendance at any GCFSC meeting shall constitute a quorum. A quorum is defined as the minimum number of Directors who must be present for the valid transaction of business.

16. ATTENDANCE – Directors are expected to attend as many meetings of the Board as possible held from annual meeting to annual meeting. Three (3) absences from annual meeting to annual meeting shall be deemed to constitute a failure of the attendance requirement. The Board may at its own discretion remove a Director who fails to meet the attendance requirements.

17. REMOVAL – Any Director may be removed from the Board by a majority or tied vote of the quorum voting at any meeting, except the Director under consideration for removal shall not vote.

18. AUTHORITY – The Board shall have the entire authority in the management of affairs and finances of the GCFSC and shall have general control of all its property. All rights and powers connected therein shall be vested in them. The Board shall make such rules as they deem proper respecting the use of the GCFSC’s property, prescribe rules for their own government and for the government of the committees appointed by them.

19. APPOINTED POSITIONS: The Board shall appoint a Membership Chair, a Test Chair, a Safesport Chair, a Junior Activities Committee and Volunteer Coordinator, a Marketing and Social Media Coordinator, and other committee chairs as the Board may choose to create from time to time. If applicable, these positions ought to be filled by a Director who does not hold a position on the Executive Council.

i. Test Chair: responsible for oversight of scheduling and approval of all skaters for test sessions, procurement of judges, and all things related to test sessions.

ii. Membership Chair: Oversees recruitment efforts, responsible for reviewing all new members through USFS

iii. Safesport Chair: Ensures Safesport compliance

iv. Junior Activities and Volunteer Coordinator: organizes the JAC and seeks volunteers for club events

v. Marketing and Social Media Coordinator: Responsible for all outward-facing club communication and presence on social media outlets

20. FINANCIAL DUTIES – The Board shall make all appropriations from the funds of the GCFSC. The Board shall audit records of the Secretary, Treasurer, and other committees, as necessary. At the Annual Meeting, the Treasurer will prepare and present a forecast of anticipated expenditures for the coming year together with proposals of sources of revenue. The Board shall be responsible for filing federal and state income tax returns yearly and perform any other duties deemed necessary by the Board. The Board shall have the power to limit the indebtedness of a member of the GCFSC.

21. FISCAL AUDITS – The Board shall conduct periodic fiscal audits of the GCFSC. The audits shall be conducted at the discretion of the Board and at a minimum shall be performed annually.

22. USFS DELEGATES – The Board shall, at its sole discretion, appoint from among its registered eligible GCFSC members a number of delegates in proportion to the total number of registered GCFSC members during the preceding fiscal year as specified in the USFS Bylaws Article VII, Section 2. The delegate(s) shall be representative(s) between the GCFSC and the USFS and shall attend, at the Board's sole discretion, the USFS Governing Council meeting, either in person or by proxy. The GCFSC shall file a certificate of such appointment with the USFS and the certificate shall be provided by the USFS. The Board may as it sees fit, pay the traveling expenses of the delegate(s) to the USFS meeting(s).

ARTICLE V

OFFICERS

1. COMPOSITION – The officers of the GCFSC shall be the President, Vice President, Secretary and Treasurer. The officers shall be elected from the members of the Board.

2. QUALIFICATIONS – All officers must be registered members of the USFS who have designated the GCFSC as their home Club under the applicable rules of the USFS. All officers shall have served as a Club Director for the six (6) months immediately preceding their taking of office.

3. DUTIES OF THE PRESIDENT – It shall be the duty of the President to be responsible for, and take charge of, all aspects of the operation of the GCFSC, to preside at all meetings of the GCFSC, and all meetings of the Board. The President shall supervise and manage the GCFSC and its property pending the action of the Board. The President has the power to call special Board and Club meetings. The President, together with the Secretary, shall sign all agreements and contracts made by the GCFSC upon the approval of the Board.

4. DUTIES OF THE VICE PRESIDENT – It shall be the duty of the Vice President to assist the President in his/her duties; and in the absence of the President, to assume the duties and officiate in his/her absence.

5. DUTIES OF THE SECRETARY – It shall be the duty of the Secretary to prepare, distribute, and keep on file the GCFSC meeting minutes of the Board; to prepare and manage all aspects of all correspondence, reports, and documents connected with the business of the GCFSC and communication with its members and; to issue notices of all open meetings of the GCFSC. The Secretary, together with the President, shall sign all agreements and contracts made by the GCFSC upon the approval of the Board.

6. DUTIES OF THE TREASURER – The Treasurer shall have charge of the funds of the GCFSC and shall keep complete records of all receipts, receivables and disbursements and shall render a written financial report at each regular and annual Board meeting, and at any meeting at the discretion of the Board. The contents of the written financial report at all meetings shall be comprised, at a minimum, of a summary of itemized monthly revenue, summary of itemized monthly disbursements along with copies of the bank statement of the previous month. The funds shall be deposited in the name of the GCFSC in a bank approved by the Board or in securities approved by the Board. The Treasurer shall not withdraw funds from any account except upon approval by the Board. The Treasurer shall prepare a yearly financial report, a budget forecast for the upcoming year, and shall prepare and file all financial documents for all agencies, where required.

7. NOMINATION OF OFFICERS – Nomination for officers shall take place during the first Board meeting immediately following the Annual Meeting. The Board will make nominations of officers.

8. ELECTION OF OFFICERS - Election of officers shall be by vote of the Board only.

9. ASSUMPTION OF DUTIES – Newly elected officers shall assume their duties immediately.

10. TERM OF OFFICE – Each officer shall serve a 2 year term with option for re-election unless the officer resigns or is removed from office. A one (1) year term of office shall be defined as that time period spanning from the annual meeting to annual meeting. Officers elected to fill vacancies shall serve the unexpired term of the office vacated.

11. VACANCIES – If any of the foregoing offices becomes vacant for any reason, the Board at its sole discretion shall elect a successor from the Board who shall hold office for the unexpired term. If the vacancy is in the presidency, the Vice President shall have the right of first refusal to assume the presidency. This election shall occur during a regular or special meeting at the Board’s discretion.

12. REMOVAL – Any officer may be removed from office by the majority or tied vote of a quorum voting at a special meeting called for this purpose, except that the officer under consideration for removal shall not vote.

ARTICLE VI

STANDARD OF CONDUCT FOR DIRECTORS AND OFFICERS

1. 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 a 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.

2. 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.

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 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 VII

CONFLICTS OF INTEREST

1. CONFLICT OF INTEREST – A person who has a financial interest may have a conflict of interest only if the Board decides that a conflict of interest exists.

2. INTERESTED PERSON – Any Director, officer or member of a committee with Board-delegated powers, who has a direct or indirect financial interest (defined below).

3. FINANCIAL INTEREST – A person has a financial interest if the person has, directly or indirectly, through business, investment, or family, a) an ownership of investment interest in any entity with which the Club has a transaction arrangement, b) a compensation arrangement with the Club or with any entity or individual with which the Club has a transaction or arrangement, or c) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Club is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest.

4. DUTY TO DISCLOSE – In connection with any actual or possible direct or indirect conflict of interest, any interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Board of Directors and members of committees considering a proposed transaction or arrangement.

5. PROCEDURES FOR ADDRESSING THE CONFLICT OF INTEREST

a. An interested person may make a presentation at the Board of Directors meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

b. The president of the Board of Directors shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

c. After exercising due diligence, the Board shall determine whether the Club can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board shall determine, by a majority vote of the disinterested Directors whether the transaction or arrangement is in the Club's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

6. DETERMINATION OF CONFLICT OF INTEREST – After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the meeting and while the determination of a conflict of interest is discussed and voted upon. The remaining Board members shall decide if a conflict of interest exists.

7. VIOLATIONS OF THE CONFLICT OF INTEREST POLICY

a. If the Board has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

8. RECORDS OF PROCEEDINGS - The minutes of the Board meetings shall contain:

a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board's decision as to whether a conflict of interest in fact existed.

b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

9. COMPENSATION

a. A voting member of the Board who receives compensation, directly or indirectly, from the Club for services is precluded from voting on matters pertaining to that member's compensation.

b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Club for services is precluded from voting on matters pertaining to that member's compensation.

c. No voting member of the Board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Club, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

10. ANNUAL STATEMENTS - Each Director, officer or committee member with Board-delegated powers shall annually sign a statement which affirms such person:

a. Has received a copy of the conflict of interest policy

b. Has read and understands the policy

c. Has agreed to comply with the policy, and

d. Understand the Club is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

11. PERIODIC REVIEWS - To ensure the Club operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:
 - a. Whether compensation arrangements are reasonable
 - b. Whether arrangements with other organizations conform to the Club's written policies, are properly recorded, reflect reasonable investments or payments for goods and services, further charitable purposes and do not result in impermissible private benefit.
12. STATUTORY REQUIREMENTS - The Board will comply with all the requirements of New Hampshire law where conflicts of interest are involved.

ARTICLE VIII
CONFLICT RESOLUTION

1. NOTIFICATION – Any member having a complaint against another member for the violation of any law, rule, or policy including the Club's Anti-Bullying Policy, or for conduct offensive, unethical, or injurious to the GCFSC or its membership, may report the violation, in writing to the Board at any time, or orally to the Board at any meeting open to the membership, or directly to a Director at any time. Such complaint shall state the facts of the case and include the name and contact information of witnesses, if any.
2. CONSIDERATION – After receiving such complaint, the Board at its sole discretion, may elect to discuss the complaint at the next scheduled Board Meeting, or convene a special Board meeting as soon as practical to specifically discuss the complaint. The Board reserves the right to allow the presence of GCFSC membership while discussing the complaint.
3. NOTICE/HEARING – The complainant and the member complained against shall be notified at least seven (7) days prior to a meeting at which the complaint will be discussed. At the conclusion of the meeting, the Board shall meet in Executive Session to discuss and vote upon an appropriate action.
4. ACTIONS– The Board may take action on a complaint, including suspension or termination, or a lesser action, or no action (if deemed appropriate), as approved by a majority of the Board. Written notice of the action shall be given to the affected member(s) by certified United State Postal Service (USPS) mail at their home address as it appears on the GCFSC records, within ten (10) days of the Board's decision. A decision to terminate or suspend a member shall be governed by Section III.10 of these Bylaws.
5. APPEALS – A decision to suspend or terminate may be appealed according to Section III.11 of these Bylaws. Other actions by the Board are final.
6. CONFLICT RESOLUTION POLICY – If at any time the Board/Club makes effective a separate, formal, conflict resolution policy, such policy will take precedence over the rules in this section of the Bylaws.

ARTICLE IX
MISCELLANEOUS

1. FISCAL YEAR - The fiscal year shall run from July 1 through June 30 until such time as the Board adopts a different fiscal year.
2. RECORDS - The Club shall keep as permanent records minutes of all meetings of its members and Board of Directors, a record of all actions taken by the members or Board of Directors without a meeting and of actions taken by a committee in place of the Board of Directors. The Club shall also maintain the following records: (i) appropriate accounting records; (ii) its Articles of Incorporation and Bylaws; (iii) Board resolutions relating to the characteristics, qualifications, rights, limitations and obligations of members or any class or category of members, if any (iv) a list of the names and business or home addresses of its current Directors and Officers; (v) a copy of its most recent corporate report delivered to the State; (vi) a record of its members which permits preparation of a list of the name and address of all members in alphabetical order and, if applicable, by class which shows the number of votes each member is entitled to cast; (vii) all written communications within the past three (3) years to members; and (viii) all financial statements prepared for periods during the last three (3) years that a member of the Club could have requested under the State law.
3. LIMITATIONS ON USE OF MEMBERSHIP LIST - Unless the Board of Directors gives its consent, the Club's membership list or any part thereof may not be: (i) obtained or used by any person for any purpose unrelated to a member's interest as a member; (ii) used to solicit money or property unless such money or property will be used solely to solicit the votes of the members in an election by the corporation; (iii) used for any commercial purpose; or (iv) sold to or purchased by any person.
4. CONVEYANCES AND ENCUMBRANCES -Property of the Club may be assigned, conveyed or encumbered by such Officers of the Club as may be authorized to do so by the Board of Directors, and such authorized persons shall have power to execute and deliver any and all instruments of assignment, conveyance and encumbrance; however, the sale, exchange, lease or other disposition of all or substantially all of the property and assets of the Club shall be authorized only in the manner prescribed by applicable statute.
5. 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.
6. COMPENSATION - Officers and Directors may not receive compensation for their services as such, although reasonable expenses of Officers and Directors may be paid or reimbursed by the Club. Officers shall not be disqualified from receiving reasonable compensation for services rendered to or for the benefit of the Club in any other capacity, subject to the Conflict of Interest provisions in these Bylaws.
7. REIMBURSEMENT: The board shall have an internal policy and means to ensure that spending, including by club debit card, check, cash, or reimbursement to members for club-related expenses are subject to approval by the Board either at a scheduled meeting or by electronic means prior to the funds being spent. Expenses under \$100 for an approved event do not need prior approval of the board, but will be reviewed at the subsequent Board meeting.

ARTICLE X
AMENDMENTS TO BYLAWS

1. PROPOSED CHANGES - Proposed changes to these bylaws shall be presented in writing or orally to the Board at any regular or special meeting.
2. CONSIDERATION OF PROPOSED CHANGES - Proposed changes shall be considered by the members and Directors of the GCFSC present at the next regular meeting following the presentation of the proposed changes, provided that the notice of the meeting states such consideration and the general nature of the proposed changes. At the next regular meeting, members and Directors will be given the opportunity to present arguments for or against the proposed changes.
3. VOTE ON PROPOSED CHANGES - At the conclusion of the arguments for or against a majority vote of the members and Directors present at the meeting shall be necessary for accepting or rejecting the proposed changes.
4. BYLAW COMMITTEE - Acceptance of the proposed changes shall require the appointment of a Bylaw Committee, by the Board, for the development of the text for the changes. The text developed for the proposed changes shall become the proposed bylaw amendments.
5. CONSIDERATION OF PROPOSED BYLAW AMENDMENTS - Proposed bylaw amendments may be acted upon at any regular or special meeting of the membership, provided that the notice of the meeting states the specific text of the proposed amendments and that the notice gives a minimum of fourteen (14) days of advance notification.
6. VOTE ON PROPOSED BYLAW AMENDMENTS - These bylaws may be amended by a majority or tied vote of the members and Directors present at the meeting in which the proposed amendments will be acted upon. All amendments adopted by vote shall go into effect immediately following the conclusion of the meeting.

ARTICLE XI
PROVISION FOR DISSOLUTION

1. In the event of dissolution and after satisfying all GCFSC debts and liabilities, all remaining assets shall be distributed to one or more organizations engaged in instruction, practice, and competition in the sport of ice figure skating or any other sport. Such organizations shall be tax-exempt as defined by Section 501(c)(3) of the Internal Revenue Code and must be registered with the Division of Charitable Trusts of the New Hampshire Department of Justice.