



## Constitution and Bylaws

### Constitution of the Northern Lights Figure Skating Club

Member Club of the  
United States Figure Skating Association

**Adopted: March 13, 1984**

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**ARTICLE I**  
**NAME AND CORPORATION**

Section 1. **NAME:** The Organization shall be known as Northern Lights Figure Skating Club (NLFSC) (“Club”).

Section 2. **INCORPORATION:** The Club was incorporated under the laws of the State of Minnesota, March 13, 1984.

Section 3. **OFFICERS OF INCORPORATION:** The officers of the Club shall be the officers of incorporation.

Section 4. **CORPORATE SEAL:** The Corporate Seal shall be: None.

Section 5. **HEADQUARTERS:** This Club shall have its headquarters at the VFW Memorial Arena, located at 711 3<sup>rd</sup> Street SE, East Grand Forks, Minnesota.

**ARTICLE II**  
**MISSION & PURPOSE**

Section 1. **MISSION:** The mission of the Northern Lights Figure Skating Club is to foster a fun and supportive environment that maximizes skater potential, develops self-discipline and work ethic, and promotes competition, sportsmanship, and teamwork.

Section 2. **PURPOSE:** The purpose of the Northern Lights Figure Skating Club is to encourage the instruction, practice, and advancement of members in all disciplines of figure skating; to cultivate and develop a spirit of mutual respect and support among all ice skaters; support and encourage the sport of figure skating within our community; and carry out the general policies and objectives of the United States Figure Skating Association.

## **ARTICLE III**

### **OFFICERS**

Section 1. **OFFICERS:** The officers shall be president, vice-president, secretary, and treasurer. All officers and directors must be current members of the Northern Lights Figures Skating Club and shall be registered members of the USFSA, whom have designated the corporation as their home club.

The Board of Directors appoints the following Club officers and/or Club officials able to sign any U.S. Figure Skating Permission Form for Tests, Shows – Exhibitions – Ice Shows, and Competitions: President, Membership and Compliance Chair(s), and USFSA Testing Chair(s).

Section 2. **TERM OF OFFICE:** One third of the officers shall be elected each year at the annual meeting of the membership, and they shall serve for a period of one term. A term is defined as “three years”.

Section 3. **METHOD OF ELECTION:** See Article V, Section 4 & 5.

Section 4. **TERM LIMITATION:** Club officers and directors may serve a maximum of two consecutive terms (maximum of six consecutive years). A term (elected or appointed) may be limited for any period of time (zero to three years) of said term’s regular rotation.

A Club officer or director term may be limited to one term or any other period of time, as approved by the Board of Directors. Approval requires a unanimous decision of the Board of Directors.

**ARTICLE IV**  
**DUTIES OF OFFICERS**

Section 1. **DUTIES OF THE PRESIDENT:** It shall be the duty of the president to take charge of the Club; to preside at all meetings of the Club and Board of Directors. The president shall have the entire supervision of the Club and its property pending the action of the Board of Directors; power to suspend any member for violation of the bylaws, pending the approval of the Board; to call special meetings and Club meetings.

The president, along with another designated board member, shall sign all agreements and contracts made by the Club, upon approval of the Board of Directors.

Section 2. **DUTIES OF THE VICE-PRESIDENT:** It shall be the duty of the vice-president to assist the president in the discharge of their duties and their absence, to assume their duties and officiate in their stead.

Section 3. **DUTIES OF THE TREASURER:** The treasurer shall have charge of the funds of the Club and shall keep all receipts and disbursements and shall render a written report when requested by the president or Board of Directors. The Board of Directors has the power, whenever they deem it necessary, to appoint an acting treasurer. The funds shall be deposited in the name of the Club 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 authorized signatories.

Section 4. **DUTIES OF THE SECRETARY:** It shall be the duties of the secretary to draft and submit meeting agendas to the Board of Directors, keep the “minutes of the meeting” of the Club and the Board of Directors, post meeting minutes to the website, supervise all reports and documents connected with the

business of the Club, and perform duties as approved by the Board of Directors.

## **ARTICLE V BOARD OF DIRECTORS**

Section 1. **QUALIFICATIONS:** Directors must be voting members of the corporation who have designated the corporation as their home club under the applicable rules of the United States Figure Skating Association.

Section 2. **NUMBER OF MEMBERS:** There shall be a Board of Directors composed of nine (9) regular members of the Club.

Section 3. **TERM LIMITATION:** See Article III, Section IV.

### **METHOD OF ELECTION**

*Using Section 4, 4a, 5 (shown in the following), or any suitable combination, to meet local conditions, the size and scope of the club being taken into consideration.*

Section 4. **CANIDATES:** The candidates for the Board shall be nominated by a nominating committee elected by the Board of Directors and confirmed by nomination in a regular meeting of the membership. At the first meeting of the membership, candidates will be nominated from the floor and the three candidates receiving the most votes shall serve for three years, the next three highest candidates shall serve for two years, and the next three shall serve one year. Thereafter, three directors will be elected each year to replace those whose terms expire. If a directorship becomes vacant, the Board shall appoint a Club member as a director for the balance of said term.

Section 4a. **OFFICES:** The president, vice-president, secretary and treasurer (which offices can be combined at the Board's discretion) shall be elected by the Board of Directors at their first regular meeting, by ballot, and shall hold office for one year or until their successors are chosen. The Board may elect members of the Board to fill any or all offices or elect a member who is not on the Board, in which case such officer will become a member of the Board ex-officio with right to attend and take part in all meetings, but with no right to vote. The Board may appoint an assistant secretary-treasurer (one office), either from the Club membership, or outside the Club membership on such terms as the Board may consider advisable, to assist the secretary and treasurer with their duties.

## **ELECTIONS**

Section 5: (i) **OFFICERS:** The president, vice-president, secretary, and treasurer shall be elected at the first regular Board meeting of the fiscal year following the spring meeting of the Club and hold office for one year, beginning with the first regular Board meeting, or until their successors are elected.

(ii) **BOARD OF DIRECTORS:** Three (3) members of the Board of Directors shall be elected at the Club's annual meeting and hold office for three years, or until their successors are elected. The (3) newly elected Board members will be sworn in and take official office at the Club's new fiscal year meeting.

\* Let it state that the Club's official fiscal year begins July 1<sup>st</sup> and runs through June 30<sup>th</sup>.

(iii) **METHOD OF VOTING:** Vote shall be by ballot, and the one receiving the greatest number shall be elected. Eligible voters shall be current paid-up members of the Northern Lights Figures Skating Club and the USFSA.

(iv) **TIE BREAKING:** If during elections a tie between two (2) or more persons occurs, the names of the persons tied shall be placed back into the hat and a revote shall be taken. All eligible members in attendance at the annual meeting may vote.

Section 6. **RESIGNATION:** A director may resign by written letter to the president.

Section 7. **REMOVAL FOR CAUSE:** If any director is declared of unsound mind by a final order of court, or convicted of a felony, or shall be absent from four (4) or more meetings in a 12-month period, the Board may declare the office of such director vacant.

## **ARTICLE VI**

### **POWERS AND DUTIES OF THE BOARD OF DIRECTORS**

Section 1. **DUTIES & POWERS:** The business and affairs of the corporation shall be managed by the Board of Directors which shall have all powers of the corporation and do all such lawful acts and things as are permitted by law.

Section 2. **MEETINGS:** The Board of Directors shall meet at least once every month, during the skating season, with no less than none (9) meetings during the calendar year. The date of such meetings shall be stated by the president, or in their absence, by the vice-president.

*Any four (4) members of the Board may call a Board meeting upon written notice to all the members of the Board of Directors at least seven (7) days prior to the meeting. The notice shall state the date of the meeting, purpose for which the meeting is called, and the names of the four (4) members requesting the meeting.*

Section 3. **QUORUM:** Five (5) members of the Board shall constitute a quorum.

Section 4. **AUTHORITY:** The Board shall have the entire authority in management of affairs and finances of the Club and shall have general control of all its property. All rights and powers connected therein shall be vested in them.

Section 5. **RULES:** The Board shall make such rules as they deem proper respecting the use of the Club's property; prescribe rules for their own government and for the government of the committees appointed by them.

Section 6. **APPROPRIATIONS:** All appropriations from the funds of the Club shall be made by the Board of Directors.

Section 7. **AUDITS:** The Board shall audit records of the secretary, treasurer and of the committees as deemed necessary.

Section 8. **INDEBTEDNESS:** The Board shall have the power to limit the indebtedness of a member of the Club.

Section 9. **CANDIDATES FOR MEMBERSHIP:** The Board shall elect to membership in the Club, as hereinafter provided, such candidates as they consider acceptable. Such elections must be by majority vote at a regular meeting of the Board. No rejected candidate shall be eligible to membership within 6 months after rejection. Rejection may not be discriminatory to race, age or religious preference.

Section 10. **SUSPEND OR EXPEL:** the Board shall have the power to suspend or expel any member for violations of the constitution and bylaws or for conduct which they shall deem improper, but no member shall be expelled or suspended without the right to a hearing.

Section 11. **READMIT TO MEMBERSHIP:** The Board may, at a regular meeting, readmit to membership, without the payment of a second initiation fee, any

former member whose resignation has been fully accepted. Such readmission must be by ballot and two negative votes shall reject. No rejected candidate shall be again proposed for reinstatement within six months after rejection.

Section 12. **DROP AND REINSTATE TO MEMBERSHIP:** The Board may, as hereinafter provided, drop from the roll, any delinquent member and also may reinstate such members as hereinafter provided.

Section 13. **STANDING COMMITTEE:** The Board shall appoint all standing committees with full authority over them except as hereinafter provided and shall appoint such other committees as shall seem to them, necessary.

Section 14. **USFSA DELEGATE:** The Board shall appoint from among us registered members eligible, a number of delegates in proportion to the total number of registered members of such member club during the preceding fiscal year as specified in the USFSA Bylaws, Article XV. The delegate(s) shall be representative(s) between the Club and the Association and shall attend the USFSA Governing Council meeting, either in person or by proxy. Said club shall file a certificate of such appointment with the Association and the certificate shall be provided by the association.

Section 15. **CLERICAL ASSISTANCE:** The Board shall have the authority to make, in their discretion, appropriations for clerical assistance to the secretary or treasurer.

Section 16. **EXPENDITURES AND REVENUE:** The Board shall prepare and submit to the stated annual meeting a program of anticipated expenditures for the coming year together with proposals of sources of revenue to meet same.

Section 17. **SNYCHRONIZED TEAM REPRESENTATIVE(S):** The Board of Directors requests an update at each scheduled Board meeting to discuss the

status of the synchronized skating teams, including synchronized skating budget, competition scheduling, team activities, and Club activities. Representative(s) may include a lead coach or the East Grand Forks Parks and Recreation Synchronized Skating Coordinator.

## **ARTICLE VII MEMBERSHIP**

Section 1. **GEOGRAPHICAL SCOPE:** Membership of Club skaters shall be restricted to East Grand Forks and vicinity in accordance with the policy of the East Grand Forks Parks and Recreation. Club coaches are not restricted by their geographical location.

Section 2. **CLASS FOR MEMBERSHIP:** The corporation shall have such classes of membership as are established from time to time by the Board of Directors. Classes of membership to be instated to fit local situation, it being important to cover junior memberships, associated memberships for non-skaters who are interested in the sport, and such other subdivisions as local conditions seem to warrant.

1. Adult - paid member of the USFSA
2. Junior - 17 and under, no vote.
3. Associate - person and businesses interested in supporting sport, no vote.

Section 3. **ARREARS FOR DUES:** Any member in arrears for dues, or other indebtedness shall be notified by mail by the secretary at their last known address. If the amount is not paid in full within one month thereafter, the name of the delinquent shall be reported to the secretary to the Board of Directors at their next meeting. The Board of Directors may drop from the roll for non-payment of dues, or other indebtedness, may, upon payment of same, at the discretion of the Board of Directors, by reinstated to full membership.

Section 4. **ARREARS FOR DUES RESTRICTIONS:** No member in arrears for dues, or other indebtedness, shall be eligible to hold office, or entitled to vote, or to enter in any Club tests or competition.

Section 5. **RESIGNATION:** Any member not in arrears for dues, or other indebtedness, may tender a written resignation of his membership to the secretary, who shall report the same to the Board of Directors at their next meeting for action.

Section 6. **HONORARY MEMBERS:** Honorary members may be elected at any meeting of the Club after recommendations by the Board of Directors by 2/3 majority. An honorary member shall be free from initiation fees, dues, and/or assessments. They may represent the Club in exhibitions and attend ice skating sessions under the same rules governing active members. They shall not be nominated or elected to office or a member of the Board of Directors, but may be appointed by the Board to fill a vacancy, where, only, they shall have a vote. Honorary members have no votes unless otherwise provided. They shall have no claim on the assets or property of the Club. They shall not represent the Club in competitions.

Section 7. **RESPONSIBILITY FOR GUESTS:** Members shall be responsible for the conduct and indebtedness of all persons admitted to the Club's property at their request.

Section 8. **BOARD APPROVAL FOR COMPETITION AND EXHIBITION:** No member or members of the Club shall make entry in the name of the Club in competition or exhibition except with the joint approval of the Board of Directors, or someone given this authority by them, and the East Grand Forks Parks and Recreation Figure Skating Coordinator.

Section 9. **TERMINATION AND SUSPENSION OF MEMBERSHIP:** Membership may be terminated or suspended by the Board of Directors for failing to pay

dues or other indebtedness to the corporation, or, for violating the articles of incorporation, bylaws or rules and regulations of the corporation. Termination and/or suspension of membership does not relieve the terminated or suspended member from any obligations for changes incurred, services or benefits actually rendered, dues, assessments, or fees arising from contract or otherwise. Involuntary termination and/or suspension of membership shall occur only after following procedures set forth in Article IX, Discipline.

Section 10. **VOTING RIGHTS:** The Board of Directors has determined the classes of membership and the criteria for voting membership, and the rights, privileges, preferences, restrictions and conditions applicable to each class of membership. There is no requirements that each class of membership have the same rights, privileges, preferences, restrictions, and conditions. Each voting member of the corporation satisfying the criteria set by the Board of Directors for voting membership shall be entitled to one vote. Voting by proxy shall not be permitted.

## **ARTICLE VIII CLUB MEETINGS**

Section 1. **TIME:** There shall be at least one annual stated Club membership meeting each year. A stated meeting shall be held within one month after the skating season opens in the fall, or within two months after the skating season closes in the spring, generally June of each year.

Section 2. **SPECIAL MEETINGS:** The secretary shall call special meetings at the direction of the president, or upon written request of five (5) Club members in good standing.

Section 3. **QUORUM:** Twenty percent (20 %) of all members who are entitled to vote and are in good standing shall constitute a quorum for the transaction of business.

Section 4. **NOTICES:** Notices of stated and special meetings shall be emailed by the secretary to every member at least ten (10) days in advance thereof, and/or shall be posted by the secretary for the same length of time on the Club website.

Section 5. **SPECIAL MEETING LIMITATION:** No business shall be transacted at a special meeting except that of which notice was given.

## **ARTICLE IX DISCIPLINE**

Section 1. **TERMINATION:** The Board of Directors shall have the power to terminate or suspend membership in the corporation in accordance with policy and procedures set forth by the bylaws.

Section 2. **COMPLAINTS:** Any member or members having complaint against another member for the infraction of any laws or rules, or for conduct injurious to the Club, may report the same, in writing, to the Board of Directors. Such complaints shall set forth the facts of the case, together with the names of witnesses, in any. The complaintant(s) shall be notified at least seven (7) days prior to a hearing date.

Section 3. **HEARING:** The Board of Directors shall set a hearing date and give all parties at least seven (7) days written notice prior to such date. The Board of Directors shall establish rules of procedure for such hearing which will be provided to all parties at least five (5) days prior to the hearing. Both complainant and the person complained against will have the right to present

evidence. The Board of Directors will vote within 24 hours of such hearing on any action to be taken. The decision of the Board shall be reduced to writing and shall provide reasons for the decision. The decision of the Board shall be final.

Section 4. **NOTICE:** Any notice required by this section shall be given by any method responsible calculated to provide actual notice, provided that in the event any notice is given by mail, it is given by first class or registered mail to the last known address of the involved member of the Club according to corporate records.

## **ARTICLE X FEES, DUES, AND ASSESSMENTS**

Section 1. **FEES:** The annual dues payable to the organization as determined by the Board of Directors. See NLFSC Parent-Skater Handbook.

Section 2. **SUBSCRIPTION TO SKATING MAGAZINE:** See NLFSC Parent-Skater Handbook.

Section 3. **PROSPECTIVE MEMBERS:** A prospective member may be admitted to three Club sessions per season provided that are accompanied in person by a Club member who in turn introduces them to the chair of the membership committee, or, in the absence of the chair, to one of the committee members, at each session attended.

Section 4. **GUESTS:** A visiting skater from out-of-town USFSA member club or a USFSA Individual member may make arrangements to skate on Club ice while visiting.

**ARTICLE XI**  
**DISSOLUTION**

Section 1. **DEFINITION:** Upon the dissolution of the Northern Lights Figure Skating Club (NLFSC), the Board of Directors shall, after paying or making provision(s) for the payment of all liabilities of the Club, dispose of all assets of the Club exclusively for the exempt purposes of the Club in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or other purposes as shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code (IRC) (or the corresponding section of any future federal tax code). Any 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 Club is then located, exclusively for such purposes.

1. **Broad:** "Upon dissolution, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the IRC, or to the federal government, or to a state or local government, for a public purpose".
2. **Specific:** "Assets remaining after paying debts shall be distributed to another nonprofit fund, foundation, or corporation organized exclusively for charitable or educational purposes and recognized as tax-exempt under IRC Section 501(c)(3)".

The use of any surplus funds for private inurement to any person in the event of a sale of the assets or dissolution of the Club is expressly prohibited.