

ALASKA SPEEDSKATING CLUB BY-LAWS

ARTICLE I PURPOSES

Section 1.1 Recitation of Purposes.

The purpose of the Alaska Speedskating Club (“The Alaska Speedskating Club” will herein be referenced as “ASC”) is to advance amateur athletic competition in the sport of speedskating within Alaska, to educate individuals in the sport of speedskating in athlete, coach, and officiating capacities, to bring together persons in the Alaska who are interested in the sport of speedskating, and to provide opportunities for skaters at local, national, and international events. In furtherance of such purposes, ASC shall:

- A. provide education and instruction in the sport of speedskating to members of the ASC and the general public to develop and grow the sport of speedskating within Alaska;
- B. develop interest and participation throughout Alaska in the sport of speedskating and continue to be responsible to its members;
- C. minimize, through coordination with other speedskating organizations, conflicts in the scheduling of all practices and competitions;
- D. encourage ASC members to compete in any national or international speedskating competitions, provided athletes meet minimum competition requirements,
- E. encourage and provide equitable support and encouragement for participation by women and Alaska Native People;
- F. encourage and support speedskating programs for challenged athletes;
- J. provide and coordinate technical information on physical training, coaching and performance analysis to coaches, trainers, athletes and officials;
- H. abide by and enforce the policies, principles, procedures, racing rules, and code of conduct as set forth by United States Speedskating (herein be referenced as “USS”);
- I. maintain accurate records and history of the ASC.

ARTICLE II MEMBERS

Section 2.1 Membership.

Membership in ASC shall be open to:

- A. any individual who is an amateur participant, athlete, coach, trainer, manager, administrator or official active in speedskating;

Section 2.2 Privileges of Membership.

- A. All members may (i) attend ASC's annual meeting and Board of Directors meetings, (ii) serve on committees as created by the Board of Directors, and participate in all ASC-sponsored events;
- B. Each current individual member who has paid annual membership dues and who is age fifteen (15) years and older may vote on matters of the ASC;
- C. Each current individual member of ASC who has paid annual membership dues may vote at a Board of Directors meeting;
- D. A parent of one or more minor members, age fourteen (14) or younger, is eligible to one vote only on behalf of all the parent's minor child(ren).
- E. All members, regardless of age, may participate in ASC-sponsored events.

Section 2.4 Dues; Membership Year.

- A. Annual dues shall be as established by the Board of Directors. A paid membership shall be valid for one skating season and is due at the beginning of the season or, if a member joins mid-way through the season, then it is due at the time the individual wishes to join. Membership dues may not be prorated. No privileges of membership shall be available until the dues are paid in full.

Section 2.5 Annual Meeting.

The annual meeting of the Board of Directors and membership of ASC shall be held at a convenient location as selected and announced by the President, or other designated Board of Directors member, between March 30 and May 30 of each year. Notice shall be published at least 14 days in advance advising the date, place and time of the meeting.

Section 2.6 Special Meetings.

Special meetings of the membership may be held as often as they are called by the President or by the Secretary at the written request of the President or a majority of the Board of Directors.

Section 2.7 Transfer of Membership.

Membership in the ASC is non-transferable and non-refundable.

ARTICLE III BOARD OF DIRECTORS

Section 3.1 General Powers.

All corporate powers shall be exercised by or under the authority of, and the business and affairs of ASC shall be managed by, its Board of Directors, except as otherwise provided in the Articles of Incorporation or these By-laws. The Board of Directors shall decide matters of policy, budget, personnel, and other matters that affect the ASC.

Section 3.2 Qualifications.

Each Director must be a natural person who is eighteen years of age or older, except that a Member-at-Large may be fifteen (15) years or older. A Director should be a resident of Alaska. All members of the Board of Directors must be members of ASC in good standing unless otherwise approved by the Board of Directors. The Board of Directors shall consist of individuals who are citizens of the U.S. and are selected without regard to race, color, religion, national origin or sex.

Section 3.3 Number of Directors.

The number of Directors of ASC shall be a minimum of four (4).

Section 3.4 Election.

Directors shall be elected by a simple majority of a quorum of active members. A quorum is 2/3 of those present or responding to a vote.

Section 3.5 Term.

Directors shall be elected by the ASC membership every year at the Annual Meeting. The members of the Board of Directors shall be elected to hold office for a term of two (2) years, beginning upon the conclusion of the Annual Meeting. Each Director shall hold office until such Director's term expires, unless a director resigns or is otherwise unavailable. There are no term limits. The terms will be staggered as follows; in even numbered years, the President and Secretary shall be elected and in odd-numbered years, the Vice-President and Treasurer shall be elected.

Section 3.6 Duties.

The Board of Directors shall determine the policy and procedure of ASC in all of its activities, including, but not limited to, the following:

- A. The designation of officials authorized to conduct international-style or national speedskating meets, the designation of authorized sponsors for competitions; and the location of international-style or national speedskating competitions within Alaska;

- B. The review, modification, and approval of the budget, with the requirement of securing a majority of the Board of Directors approval to spend in excess of \$100.00 in ASC funds on ASC business;
- C. The establishment of membership fees;
- D. The approval of records;
- E. The disbursement of all monies;
- F. Coaching development;
- G. Membership development and registration;
- H. Marketing and public relations;
- I. Facilities use, scheduling, and/or development; and
- J. The establishment of a projected annual budget.

Any Director may resign at any time by giving written notice to the President or to the Secretary of ASC. A Director's resignation shall take effect at the time specified in such notice, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Directors shall be removable by a simple majority of a quorum of the membership for the failure to regularly attend Board meetings and fully participate in the affairs of the ASC.

Section 3.7 Ordinary Sessions and Annual Meetings.

Ordinarily, all meetings of the Board of Directors and committees shall be open to members, and where appropriate, non-members. Meetings shall be no less than every ninety days. The Annual Meeting shall be at the end of the skating season, but before the end of the fiscal year.

Section 3.16 Minutes of Meetings.

The minutes of all meetings where action is taken shall be published, and every reasonable effort will be made to publish them within 45 days after the completion of the meeting. The minutes shall be posted on the ASC website or sent via electronic transmission at a party's request.

ARTICLE IV OFFICERS AND DESIGNATED REPRESENTATIVES

Section 4.1 Designation and Qualifications.

The elected officers of ASC shall minimally consist of a President, a Vice President, a Secretary and a Treasurer. The positions of Public Relations, Racing, Fundraising, and Member-at-Large shall be elected provided there is sufficient interest in those positions. If Public Relations, Racing, Fundraising, and Member-at-Large are not elected, those responsibilities will either be assumed by the Board or delegated by the Board to the Committee level. The Board of Directors may elect such additional officers as it shall from time to time deem necessary. All Officers must be U.S. citizens.

Section 4.2 Duties and Responsibilities of Officers.

- A. President. The President shall call for and preside at all meetings of ASC. The President shall also preside at meetings of the Board of Directors. The President shall keep informed of and shall exercise a general supervision over the affairs of ASC and of its finances, subject to the superintending control of the Board of Directors. The President shall appoint or discharge all committees, subject to review by the Board of Directors. The President shall appoint or discharge coaches and racing officials, subject to review by the Board of Directors.
- B. Vice President. The Vice President shall undertake such duties as may be assigned to him or her by the President or the Board of Directors. The Vice President shall preside over meetings in the absence of the President and shall assume the duties of the President if the President cannot fulfill his or her term in the office until the position is filled at the next available meeting of the general membership.
- C. Secretary. The Secretary shall discharge all duties required of him or her by the Board. The Secretary shall be responsible to give notice of meetings and keep minutes of all meetings of members and Directors, and shall preserve and subscribe such minutes in a book or in electronic format to be kept for that purpose. The Secretary shall be responsible for keeping the names and addresses of the current membership of ASC, and shall send and receive official correspondence and notices. The Secretary shall design membership forms and membership cards, receive and process new membership applications and maintain a membership roster and roster of dues of the ASC for inspection by members, and notify members of their membership renewal requirements, amounts and dates. The Secretary shall also maintain a diary, log, or other written accounting that documents the credentials of all ASC coaches or officials. The Secretary shall maintain historical club records.
- D. Treasurer. The Treasurer shall under the supervision and control at all times of the Board of Directors, be the custodian of the funds of ASC, which he or she shall keep deposited in such bank or banks as may, from time to time, be selected by him or her and approved by the Board. The Treasurer shall also keep, or cause to be kept, correct books of account of all receipts and disbursements of ASC. Prior written approval of any two of the President, Vice President, Treasurer, and Secretary shall be required to issue checks on or withdraw funds in excess of \$100.00 in any thirty day period from any ASC account. The Treasurer shall be responsible for receiving and depositing all funds from dues, donations, or fees, pay all lawful bills approved by the Board of Directors, prepare and present to the President and Board of Directors an accounting of ASC funds at each meeting of the Board or general membership, and coordinate with the financial institution all authorized signatures for the ASC accounts, and, when replaced, transfer, within fifteen days, all financial documents of ASC to the designated successor.

- E. Public Relations. The Public Relations Director will prepare an electronic newsletter for the general membership on at least a sixty-day basis, prepare for the approval of the Board of Directors all printed advertising material and posters, and distribute articles to USS and local news media regarding club schedules, upcoming events, races, clinics, and race results.
- F. Race Director(s). The Race Director(s) shall be responsible for the selection of all racing dates for ASC-sponsored events. The Race Director(s) shall develop the race schedule, recruit officials and volunteers, supervise racing events, maintain timing and scoring equipment, post race results, maintain all equipment necessary for conducting racing events, and designate a Temporary Race Director to assist with the aforementioned duties and responsibilities in case of absence of the Race Director(s).
- G. Fundraising. The Fundraiser will be responsible for all aspects of fundraising. The Fundraiser shall appoint a committee as necessary to assist with and carry out the goals of fundraising with the general public, other foundations, and corporate interests. The Fundraiser will be responsible for coordinating all fundraising events and timely notifying the Secretary of fundraising events so as to ensure appropriate participation by members of the ASC.
- H. Member-at-Large. The Member-At-Large will represent the interests of club members.
- I. Each Member of the Board of Directors is required to serve the best interests of the ASC. To that end, attendance at Board of Director and Ordinary Sessions is necessary. Three consecutive, unexcused absences may result in removal from the Board of Directors.

ARTICLE V COMMITTEES

Section 5.1 Standing Committees.

Standing committees of ASC shall include:

- A. Long Track Committee
- B. Short Track Committee
- C. Inline Committee
- D. Coaching Committee
- E. Nominations and Elections Committee

Section 5.2 Other Committees.

Subject to the approval of the Board, the President may create, modify, combine or eliminate such additional committees as are required to give consideration to any matters of interest to ASC.

Section 5.3 Eligibility.

All members of any committee or sub-committee must be members in good standing of ASC, unless otherwise approved by the Board of Directors, and must be at least 18 years of age. Committee members may or may not be Directors.

Section 5.4 Removal.

The chairman or any member of any committee may be removed by the President with a majority vote of the Board of Directors.

Section 5.5 Conflicts of Interest.

Committee members shall avoid conflicts of interest. Committee members shall act so as to advance the best interests and goals of the ASC.

Section 5.6 Short Track Committee.

The Short Track Committee shall be responsible for conducting the Short Track Program for ASC skaters including competitions, team selection, coaching, recommending sites to the Competitions Committee, and all other activities related to Short Track speedskating.

Section 5.7 Long Track Committee.

The Long Track Committee shall be responsible for conducting a Long Track Program for ASC skaters, including competitions and public events sponsored by ASC.

Section 5.8 Coaching Committee.

The Coaching committee shall be responsible for designating coaches to attend and coach weekly practices and/or off-ice dryland and/or training sessions. The Committee will ensure adequate and appropriate coaching coverage at all ASC events requiring a coach. The coaching committee is responsible for selecting coaches to run clinics for the ASC.

Section 5.9 Inline Committee.

The Inline Committee shall be responsible for conducting the summer Inline Program for ASC skaters, including competitions, team selection, coaching, and all other activities related to Inline Speedskating.

Section 5.10 Nominations and Elections Committee.

The Nominations and Elections Committee shall be responsible for soliciting nominations for Board of Director positions as they become open or prior to an election.

The Nominations and Elections Committee shall be responsible for administering the election process (creating ballots, counting ballots, and certifying election results).

ARTICLE VI AMENDMENTS

These By-laws may be changed or amended with at least two weeks' notice prior to a vote on a bylaw amendment or revision provided to the general membership. Amendments require a simple majority of a quorum for approval of an amendment.

ARTICLE VII ELIGIBILITY

Section 8.1 Equal Opportunity. ASC shall provide an equal opportunity to amateur athletes, coaches, managers, administrators and officials to participate in amateur athletic competition without discrimination on the basis of race, color, religion, age, sex, or national origin.

Section 8.2 Rules. The rules for admittance of competitors to participate in competitions shall be separately published at the start of each skating season, but no later than October 1st of each year..

Section 8.3 Code of Conduct. In the administration of ASC's affairs and of its competitions and teams, it shall be the policy of ASC to require that all competitors, officials, coaches, trainers, team leaders, administrators and other associated with competitions, training and other activities of ASC conduct themselves in an upright, honest, moral and lawful manner whenever they are representing ASC or participating in any ASC program, whether in training, en route to a competition, in the area of a competition, at the competition itself or en route from a competition. ASC shall adopt a Code of Conduct which shall implement the foregoing policy and which shall set forth the penalties for non-compliance. In order to be eligible to compete in ASC competitions and those of other speedskating organizations, a skater shall prior to participating in any ASC programs, teams, or activities acknowledge in writing that he or she has read the Code of Conduct and will abide by its provisions. It is intended that written acknowledgment of the signed Code of Conduct shall be kept on file by the Secretary and will apply to all future programs, teams, competitions, and all other ASC activities. The Code of Conduct may be amended from time to time to conform to current USS requirements by vote of a majority of the Directors present at any meeting of the Board of Directors.

Section 8.6 Selection of Teams. The Board of Directors shall approve the procedures and any changes in the procedures for the selection of teams to represent Alaska athletes in international competition, as well as national and other category teams. The selection procedures including any amendments or changes thereto adopted by the Board of Directors from time to time shall be published as soon as practicable after their adoption. A team selection procedure may be adopted, amended or changed only by vote of the Board of Directors at a meeting; mail voting shall not be used for this purpose. A team

selection procedure may not be adopted, amended or changed at any meeting of the Board of Directors other than its annual or regular spring Board meeting unless written notice of the proposed procedure, amendment or change is provided to all Board members at least fourteen days prior to the special meeting at which said team selection procedure shall be voted upon.

ARTICLE VIII DISCIPLINARY ACTION AND GRIEVANCE PROCEDURE

Section 9.1 U.S. Speedskating Code of Conduct. All members of the ASC shall sign the U.S. Speedskating Code of Conduct and abide the terms of the Code of Conduct. The Board of Directors shall have the authority to accept or reject membership applications from individuals and discipline or expel any member for willful violations of the Code of Conduct.

ARTICLE IX INDEMNIFICATION

ASC will indemnify and hold harmless, to the fullest extent allowed by the law, all members of the Board of Directors, officers, employees, officials and volunteers from and against liability and expense resulting from actions undertaken in their official capacity on behalf of ASC

ARTICLE X ASSETS

Assets will be used to further the purposes of the ASC.

Section 10.1 Funds and property accumulated by the ASC are dedicated to the maintenance and development of speedskating.

Section 10.2 No part of such funds or property shall be used to benefit any director, officer or member of the ASC, or any person or organization that donated funds or property to the ASC.

Section 10.3 Upon termination of the ASC, all assets shall be distributed as follows:

- A. Settlement of all lawful debts and liabilities;
- B. If the ASC is dissolved, all ASC assets shall be distributed to qualifying 501(c)(3) organizations that have a purpose and mission similar to the ASC. If no such organizations exist, all assets shall be distributed to qualifying 501(c)(3) organizations as determined by the Board of Directors.