AMENDED AND RESTATED

BYLAWS OF

U.S. SPEEDSKATING

ARTICLE 1.
LEGAL STATUS AND OFFICES

1.1 **Name.** The name of the corporation shall be U.S. SPEEDSKATING, (referred to in these Bylaws as "US Speedskating"). US Speedskating may establish such acronyms or abbreviations as may be appropriate for business use, and may establish logos, service marks, or trademarks as may be appropriate to further its purposes, mission recognition and goals.

1.2 **Business Offices.** US Speedskating may at any time, and from time to time, change the location of its principal office. US Speedskating may have such other offices as the Board of Directors may designate or as the affairs of US Speedskating may require from time to time.

1.3 **Registered Offices.** The registered office of US Speedskating required by the Missouri Nonprofit Corporation Act (the "Nonprofit Corporation Act") may be changed from time to time by the Board of Directors of US Speedskating, or to the extent permitted by the Nonprofit Corporation Act, by the registered agent of US Speedskating, provided in all cases that the street addresses of the registered office and of the business office or home of the registered agent of US Speedskating are identical.

ARTICLE 2.
MISSION AND PURPOSES

2.1 **Mission.** The Mission of US Speedskating shall be to develop, promote, educate and grow the sport of Olympic-style speedskating on ice at all levels in the United States and to enable United States athletes to achieve sustained competitive excellence to win medals in international and Olympic competition. At all times when the word "speedskating" is referenced within these Bylaws, "speedskating" shall refer to speedskating on ice.

2.2 **Purposes.** US Speedskating shall be a nonprofit corporation incorporated pursuant to the laws of the State of Missouri. US Speedskating shall be operated for charitable and educational purposes and it shall also have as its purpose to foster national and international amateur sports competition in the sport of speedskating, pursuant to the guidelines of the International Skating Union ("ISU"), the International Federation for speedskating. Specifically, US Speedskating shall enable United States athletes and coaches and other participants in the sport of speedskating to achieve sustained competitive excellence, develop character of the members, and promote and grow speedskating in the United States. As the National Governing Body, US Speedskating shall oversee and govern every aspect of the sport of speedskating in the United States. US Speedskating shall operate in a manner consistent with and shall maintain a tax-exempt status in accordance with section 501(c)(3) of the Internal Revenue Code.

ARTICLE 3.
OBJECTIVES AND RECOGNITION AS NATIONAL GOVERNING BODY

3.1 Recognition as a National Governing Body. US Speedskating shall seek and attempt to maintain recognition by the United States Olympic & Paralympic Committee ("USOPC") as the National Governing Body for the sport of speedskating in the United States. In furtherance of this purpose, US Speedskating shall comply with the requirements for recognition as a National Governing Body as set forth in the Ted Stevens Olympic and Amateur Sports Act, 36 U.S.C. § 220501 et. seq. (the "Sports Act") and as mandated by the USOPC as such requirements are promulgated or revised from time to time. In fulfilling those requirements, US Speedskating shall:

3.1.1. maintain the managerial and financial competence and capability to establish national goals for speedskating relating to the development and well-being of the sport, to implement and administer a plan for the attainment of those goals, and to execute its obligations as the National Governing Body for the sport of speedskating;

3.1.2. develop interest and participation throughout the United States and be responsible to the persons and amateur sports organizations it represents;

3.1.3. agree to submit to binding arbitration in any controversy involving: (i) its recognition as a National Governing Body, or (ii) the opportunity of any amateur athlete, coach, trainer, manager, administrator, or official to participate in amateur athletic competition in speedskating, upon demand of the USOPC or any aggrieved amateur athlete, coach, trainer, manager, administrator, or official, conducted in accordance with the Commercial Rules of the American Arbitration Association or as modified pursuant to the Sports Act;

3.1.4. be autonomous in the governance of the sport of speedskating by independently determining and controlling all matters central to governance, by not delegating decision-making and control of matters central to governance, and by being free from outside restraint;

3.1.5. be a member of no more than one (1) international sports federation which is recognized by the International Olympic Committee (the "IOC") as the worldwide governing body for the sport of speedskating. As of the effective date of these Bylaws, the ISU is the International Federation for the sport of speedskating;

3.1.6. provide for its membership to be open to any individual who is an amateur athlete, coach, trainer, manager, administrator, or official active in speedskating;

3.1.7. provide fair notice and opportunity for a hearing to any amateur athlete, coach, trainer, manager, administrator, or official before declaring such individual ineligible to participate;

3.1.8. demonstrate, based on guidelines approved by the USOPC, the USOPC AC and the National Governing Bodies' Council, that its Board of Directors and other such governing boards have established criteria and election procedures for, and maintain among their voting members, individuals who are (i) actively engaged in amateur athletic competition in speedskating, (ii) or who have represented the United States in international amateur athletic

competition in speedskating within the preceding ten (10) years, that any exceptions to such guidelines have been approved by the USOPC, and that the voting power held by such individuals is not less than thirty- three percent (33%) of the voting power held in its Board of Directors and other such governing boards;

3.1.9. provide for reasonable direct representation on its Board of Directors for any amateur sports organization which, in the sport of speedskating, conducts on a level of proficiency appropriate for selection of amateur athletes to represent the United States in international amateur athletic competition, a national program, or regular national amateur athletic competition, and ensure that representation reflects the nature, scope, quality, and strength of the programs and competitions of that amateur sports organization in relation to all other of those programs and competitions in the sport of speedskating in the United States;

3.1.10. not have an officer who is also an officer of another amateur sports organization that is recognized by the USOPC as a National Governing Body;

3.1.11. provide procedures for the prompt and equitable resolution of grievances of its members;

3.1.12. not have eligibility criteria relating to amateur status or to the participation in the Olympic or Pan American Games that are more restrictive than those of the international sports federation for the sport of speedskating (currently the ISU), which is recognized by the IOC;

3.1.13. allow an amateur athlete to compete in any international amateur athletic competition in the sport of speedskating conducted by any amateur sports organization or person, unless US Speedskating establishes that its denial is based on evidence that the organization or person conducting the competition does not meet the requirements stated in Article 13 of these Bylaws;

3.1.14. subscribe to the applicable statutes, codes, rules, policies and protocols of the United States Anti-Doping Agency ("USADA") and the World Anti-Doping Agency ("WADA");

3.1.15. minimize, through coordination with other speedskating organizations, conflicts in the scheduling of all practices and competitions;

3.1.16. keep amateur athletes informed of policy matters and reasonably reflect the views of such athletes in US Speedskating's policy decisions;

3.1.17. disseminate and distribute to amateur athletes, coaches, trainers, managers, administrators, and officials in a timely manner the applicable rules and any changes to such rules of US Speedskating, the USOPC, the appropriate international sports federation for the sport of speedskating (currently the ISU), the IOC, and the Pan-American Sports Organization;

3.1.18. provide and coordinate technical information on physical training, equipment design, coaching and performance analysis to coaches, trainers, athletes and officials;

3.1.19. encourage and support research, development and dissemination of information in the areas of sports medicine and speedskating safety; and

3.1.20. perform all other obligations and duties imposed by the Sports Act and by the USOPC on a National Governing Body.

ARTICLE 4.
NON-DISCRIMINATION

4.1 Sports Act. US Speedskating shall comply with the equal opportunity requirements for recognition as a National Governing Body as set forth in 36 U.S.C. § 220522 of the Sports Act, and as mandated by the USOPC as such requirements are promulgated or revised from time to time. In fulfilling those requirements, US Speedskating shall:

4.1.1. provide an equal opportunity to amateur athletes, coaches, trainers, managers, administrators, and officials to participate in speedskating competitions without discrimination on the basis of race, color, religion, sex, age, or national origin, sexual orientation, gender identity, gender expression and, where separate speedskating programs for male and female athletes are conducted on a national basis, provide equitable support and encouragement for participation by women;

4.1.2. encourage and support amateur speedskating programs for disabled individuals and the participation of disabled individuals in speedskating activities, including, where feasible, the expansion of opportunities for meaningful participation by disabled individuals in programs of speedskating competition for able-bodied individuals; and

4.1.3. be governed by a Board of Directors whose members are selected without regarding to race, color, religion, national origin, sex, sexual orientation, gender identity, gender expression. U.S. Speedskating will make best efforts to ensure there is a minimum of 30% women among the independent directors on the Board, as well as all task forces, committees, commissions, and other entities formed whether permanent or ad hoc.

ARTICLE 5
MEMBERS

5.1 Individual Categories of Membership. Any individual who registers, satisfies all membership requirements, and pays the applicable fee is a Full Member. Lifetime Members are deemed Full Members. All membership categories are non-voting for purposes of the Missouri Nonprofit Corporation Act; 'voting' in these bylaws refers exclusively to USS organizational elections. Full Members must be at least fourteen (14) years of age to vote and must elect one of the following categories upon registration.

(a) **Elite Athlete.** Individuals eligible to compete in speedskating who qualify as 10-Year Athletes under Section 5.1.1. Any individual satisfying this definition must be classified here.

(b) **World Team / Olympian Athlete.** Individuals who represented the United States in the Olympic Games or in an ISU-recognized World Championship administered by USS, but not within the past ten (10) years. Any individual qualifying under (a) is classified there, not here.

(c) **Coach / Official.** Active coaches or officials certified by USS at Level 2 or higher (coach) or Level 3 or higher (official), or ISU-listed officials (Levels 4–5).

(d) **General Member.** Any Full Member not classified under (a)–(c). The Board may create additional non-voting membership categories by resolution.

5.1.1 **Elite Athlete Definition.** Elite Athlete' means a USOPC 10-Year Athlete or USOPC 10-Year+ Athlete as defined in the USOPC bylaws and as amended from time to time. The definition shall be no less inclusive than the USOPC standard. As of the effective date of these Articles, a 10-Year Athlete is an individual selected by USS to represent the United States in a Delegation Event or any international qualifying competition on the pathway to the Olympic Winter Games within the past ten (10) years; a 10-Year+ Athlete met that standard but more than ten (10) years ago. Age-restricted classifications (Juniors, Masters, Seniors, Veterans, and equivalents) are excluded.

5.2 **Organizational Membership Categories.** US Speedskating shall have the organizational membership categories as follows:

(a) **Associations.** Regional bodies recognized by USS to govern their geographic areas. Associations must comply with USS rules and registration requirements. A resigned Association may re-join subject to USS membership qualifications (Section 5.4) and a two (2)-year probationary period during which it may not vote. The Board may impose additional re-joining fees.

(b) **Registered Clubs.** Speedskating Clubs registered with and approved by USS that agree to comply with USS rules and registration requirements.

(c) **Affiliated Organizations.** Amateur sports organizations that conduct, on a level of proficiency appropriate for international athlete selection, a national program or regular national competition as defined in 36 U.S.C.§ 220522(a)(11)(A).

5.3 **Membership Dues and Conditions.** Membership is a privilege. The Board may decline any application and may establish membership requirements including compliance with the USS Code of Ethics, Safe Sport policies, and applicable anti-doping rules. The Board also establishes as necessary fee schedules, collection procedures and proration and refund rules. Membership is not transferable. Members hold no ownership interest in USS property.

5.4 **Suspension, Termination, Resignation and Safe Sport.** The Board may suspend or terminate any membership, provided the process is fair and reasonable, the member

receives at least fifteen (15) days' written notice of the reason(s), and the member has the right to a hearing held not fewer than five (5) days before the effective date. Resignation may occur at any time but does not relieve obligations incurred before its effective date.

Safe Sport override: USS shall comply without delay with interim measures and emergency suspensions issued by the U.S. Center for SafeSport. Such directives supersede the notice and hearing requirements of Section 5.4 to the extent required by federal law or the USOPC Bylaws.

5.5 Member Meetings. Member meetings are advisory only and carry no rulemaking, budgetary, or legislative authority except where these Bylaws specifically provide for a member vote. An Annual Meeting shall be held in the second or third quarter of each calendar year at a time and place agreed by the President of the Board and Chief Executive Officer (CEO); it may be held in conjunction with a Board meeting or a major USS event. Special meetings may be called by the President, or shall be called upon written demand of at least ten percent (10%) of members stating the meeting's purpose(s). Notice of any meeting—stating the date, time, place, and (for special meetings) purpose—shall be posted on the USS website and sent by email to all Full Members of record not fewer than fifteen (15) nor more than sixty (60) days in advance. Members may participate remotely by any means that allows all participants to communicate simultaneously; remote participants are counted as present.

ARTICLE 6.
BOARD OF DIRECTORS

6.1 General. Except as otherwise provided in these Bylaws, all corporate powers shall be exercised by or under the authority of the Board of Directors. Directors and Officers of the Board receive no compensation for service. Reasonable, documented expenses are reimbursed in accordance with USS policy when approved in advance. No Director or Officer may receive compensation for any other services to USS except as approved by the Board under USS's conflict of interest policy.

6.2 Function of the Board. The Board oversees USS and governs its affairs but does not manage day-to-day operations. The Board's principal duty is to select, support, and evaluate a well-qualified and ethical Chief Executive Officer (CEO), and to provide strategic direction, financial oversight, and governance accountability through that person's work. The Board approves the strategic plan, annual budget, significant corporate actions, and long-range financial strategies; ensures compliance with all applicable laws, USOPC requirements, ISU obligations, and Safe Sport standards; confirms the President's appointments to the ISU; and ensures that the Board and management are structured to act effectively in any unforeseen crisis. All Board members shall conduct themselves with the highest standard of good faith and fiduciary care.

6.3 **Diversity.** USS is committed to building a better, more inclusive sport. Operating in accordance with USOPC guidelines, USS shall not discriminate in the conduct of its affairs or the administration of its programs on the basis of race, color, religion, sex, age, national origin, disability, gender identity, sexual orientation, or political affiliation. USS shall provide equal opportunity to participate in all aspects of the organization's activities. The Board shall be sensitive to the desirability of diversity at all levels of USS—among its athletes, coaches, officials, administrators, and Directors—and shall develop and implement policies and practices that reflect and advance that commitment, including meaningful, measurable initiatives and annual reporting to its members on progress.

6.4 **Director Qualifications.** Each Director shall be a natural person, and at least eighteen (18) years of age. Except for Independent Directors, each Director must have been a Full Member in good standing for at least one (1) year before election. No Director may have a felony conviction involving theft, financial impropriety, or moral turpitude; have violated USS's Safe Sport program; or have received a USS suspension of one (1) year or more within the preceding ten (10) years. Each Director shall possess the highest personal and professional integrity, exceptional judgment, and relevant leadership experience appropriate to their Board role. Residency in Missouri is not required.

6.5 **Board Composition.** The Board consists of up to twelve (12) voting Directors:

(a) Two (2) Elite Athlete Directors (one male, one female);

(b) One (1) General Membership Director;

(c) One (1) Club Director;

(d) One (1) Coaches and Officials Director;

(e) One (1) World Team/Olympian Athlete Director;

(f) One (1) USS USOPC Athlete's Commission Representative; and

(g) Up to five (5) Independent Directors.

6.5.1 **Athlete Voting Power Floor (USOPC / Ted Stevens Act Requirements).** Athlete Directors shall at all times hold at least thirty-three and one-third percent (33.3%) of the total voting power of the Board, as required by the Ted Stevens Act and USOPC Bylaws. If any vacancy causes this threshold to be temporarily breached, the vacancy shall be filled within thirty (30) days; no quorum of the Board shall exist until the vacancy is filled. At least 33.3% of the voting power of every USS committee and task force shall also be held by athlete representatives meeting USOPC eligibility standards, with at least half of those being 10-Year Athletes.

6.6 Director Voting. All Directors set forth in Section 6.5 are voting members of the Board. Voting rights attach to the Director position, not to the individual; no Director may vote by proxy. Each Director holds one (1) vote. Action requires the affirmative vote of a majority of Directors present at a quorate meeting unless a higher threshold is specified elsewhere in these Bylaws or by applicable law. In the event of deadlock, the President's vote will break the deadlock.

6.7 Election and Selection of Directors. Only candidates meeting Section 6.4 qualifications may stand for election or selection. The Nominating and Governance Committee reviews nominations, disqualifies ineligible candidates, and places no more than three (3) candidates per position on the ballot.

6.7.1 Elite Athlete Directors. Elite Athlete directors are voted on exclusively by Elite Athlete members of USS. If either of the two (2) Elite Athlete Directors becomes unable to serve, an election shall be held for their replacement within thirty (30) days.

6.7.2 Independent Directors. Up to five (5) voting Independent Directors shall be selected by the Nominating and Governance Committee, subject to Board confirmation. An individual is independent if they have no material relationship—direct or indirect—with USS that would, in the Committee's reasonable judgment, impair independent judgment. At least two (2) of the Independent Directors must be free of the following disqualifying conditions:

(a) Held any paid position with USS within the past two years;

(b) Is an immediate family member of a USS Director, or of anyone in a staff role with USS;

(c) Is affiliated with or employed by USS's outside auditor or legal counsel;

(d) Is an immediate family member of a USS Director affiliated with USS's outside auditor or counsel as partner, principal, or manager;

(e) Is a coach, official, AAC member, or immediate family member of a coach or official of any speedskating entity;

(f) Received any compensation from USS (reimbursement of documented expenses excepted);

(g) Is an executive officer, controlling shareholder, or partner of any entity contracted to do business with USS;

(h) Is a parent, close family member, or coach of an athlete who competed in a Protected Competition within the past two years;

(i) Is a USS member in a category that participates in Protected Competitions within the past two years; or

(j) Is a paid brand ambassador, sponsored athlete, or compensated influencer for any USS sponsor or official partner.

Independence must be maintained throughout the full term. Other potential conflicts not addressed in a-j above, will be assessed by the Nomination and Governance Committee on a case-by-case basis in consultation, as necessary, with the Ethics and Judicial Committee.

6.7.3 General Membership Director, Club Director, Coaches and Officials Director, World Team / Olympian Director. The General Membership Director, Club Director, Coaches and Officials Director, and World Team/Olympian Director shall each be elected by the eligible Full Members in good standing for that seat eighteen (18) years of age and in good standing may nominate themselves or another qualifying member for the General membership seat. The Candidate with the highest vote total is elected in each case. A parent or guardian of one or more Full Members under fourteen (14) years of age may apply to USS to cast (1) vote per household on their behalf using the form on the USS website, subject to USS approval. A parent or guardian who is themselves a Full Member in good standing holds no additional household proxy entitlement under the provision.

6.7.4 USOPC Athletes' Commission Representative. One (1) voting Director serves as USS representative to the USOPC Athletes' Commission, elected under Article 10. This Director counts toward the 33.3% athlete representation floor. If the USOPC AC representative becomes unable to serve, the Alternate USOPC AC representative will take their place. If the Alternate is unable or unwilling to serve, an election will be held within thirty (30) days.

6.8 Terms Staggered Board and Term Limits. Directors serve four (4)-year terms, staggered so that approximately half are elected or selected in Olympic Winter Games years and half two years later. The USOPC AC Representative follow the election cycle in Article 10. A term runs from the Board meeting held in conjunction with the Annual Meeting in the election year through the corresponding meeting four years later, or until a successor is duly elected and qualified.

Non-independent Directors may serve no more than two (2) consecutive four-year terms, followed by a one (1) year cooling-off period. Independent Directors may serve no more than four (4) consecutive four-year terms (sixteen years), followed by a mandatory two (2)-year cooling-off period.

6.9 Resignation, Removal and Vacancies.

6.9.1 Resignation and Automatic Removal. A Director may resign at any time by delivering written notice to the Board, the President, or the Secretary; resignation takes effect at

the time specified and requires no acceptance. A Director who ceases to meet any qualification in Section 6.4 is automatically removed, which the Board shall confirm at its next meeting.

6.9.2 Removal. Any Director may be removed by the Board for cause. Cause for removal includes: malfeasance; gross misconduct or neglect; fraudulent misrepresentation; conversion of corporate funds; breach of disclosure obligations; incompetency; moral turpitude; conduct detrimental to USS; or violation of the Olympic Charter, ISU Statutes, or USS or USOPC bylaws or codes.

6.9.3 Vacancies. Following a recommendation by the Nominating and Governance Committee, vacancies are filled by majority vote of remaining Directors for the unexpired term. The new Director must meet all applicable qualifications. An Elite Athlete Director vacancy must be filled within thirty (30) days.

6.10 Board Meetings and Procedures. The Board shall meet at least four (4) times per calendar year (quarterly), with at least one meeting in person. One meeting may be held in conjunction with the USS Annual Meeting. Special meetings may be called by the President or a majority of the Board. Notice of each meeting—stating the date, time, and place, and the purpose of any special meeting—shall reach each Director at least five (5) days in advance by mail or at least two (2) days in advance by electronic transmission. A Director may waive notice in writing before or after the meeting; attendance without objection also waives notice.

A majority of voting Directors in office immediately before a meeting constitutes a quorum. Directors may participate by telephone, video conference, or other means permitting simultaneous communication; such participants are deemed present. The Board may act without a meeting if a majority of Directors approve the action by written or electronic consent; consents are filed with the minutes and are effective when the required majority have signed.

Normally, the President sets the agenda in consultation with the CEO and, as necessary, Committee Chairs. Agenda materials shall be distributed at least five (5) business days before each meeting. The President presides; in the President's absence, the Vice President presides. Rules governing direct communication between Directors. and USS staff other than the CEO outside of Board meetings will be governed by a communication policy promulgated jointly by the President of the Board and the CEO.

ARTICLE 7.
OFFICERS

7.1 Designation, Qualifications and Restrictions. The Officers of the Board include the President, Vice President, Secretary, and Treasurer. The Board may appoint additional officers as needed. One person may hold more than one office except that the President may not hold any other office. If an Officer ceases to qualify as a voting Director, the officer position is simultaneously vacated and filled under Section 7.4.

7.2 Election and Term. The President is elected by the full Board for a four (4) year term. The President appoints the other Board officers, subject to Board approval, at the first regular Board meeting following the Olympic Winter Games, or as soon as practicable thereafter. Each Officer serves until a successor is identified and qualified, or until earlier resignation or removal.

7.3 Duties.

7.3.1. President. Presides at all Board and member meetings; ensures Board resolutions are carried out; represents USS at the strategic level in international affairs (ISU, USOPC, IOC); serves as the Board's liaison to the CEO, overseeing and evaluating that person and reporting to the Board; and performs other duties assigned by the Board.

7.3.2. Vice President. Assists the President and assumes all Presidential powers in the President's absence or incapacity.

7.3.3. Secretary. Serves as custodian of all official USS governance records and reviews Board meeting minutes prior to the subsequent regular Board meeting.

7.3.4. Treasurer. Serves as the Board's principal financial officer with general oversight of USS's financial affairs; chairs the Finance Committee and presents financial reports to the Board as requested.

7.4 Resignation, Removal and Vacancies. An Officer may resign at any time by written notice to the President or Board; resignation takes effect on receipt unless a later date is specified. Officer vacancies are filled by the President, subject to Board approval, for the unexpired term at the next regular or special Board meeting, whichever is earlier.

ARTICLE 8.
COMMITTEES

8.1 Designation. This article outlines the Committee structure of the Board of Directors ("the Board"). There shall be no entity or individuals who have overlapping or superior authority to the Board, such as a "Super-Board" (commonly called a Governance Council, Board of Governors or General Assembly).

8.1.1. Standing Committees. US Speedskating shall have the following three (3) Standing Committees:

(A) Nominating and Governance Committee

(B) Audit Committee

(C) Ethics and Judicial Committee

Standing Committees shall have a minimum of three (3) members and normally not

exceed five (5) members. In addition to these standing committees there shall be an Athletes' Advisory Council governed by Article 9 of these Bylaws.

8.1.2. Other Committees, Commissions and Task Forces. The President shall have the power to appoint or terminate any other committee, commission, or task force at their discretion, subject to approval of the Board of Directors. The President shall define the mission, deliverables, and expected duration of such other committees, commissions, or task forces.

8.1.3. Committees of Management. The Chief Executive Officer can establish committees, commissions, or task forces of management, each of which shall establish a charter, reviewed annually, to outline the duties of the group.

8.2 Appointments. Committee appointments, except for athlete representatives, shall be made by the President. Athlete representatives shall be made by the AAC. All appointments shall be confirmed by the Board.

8.3 Committee Composition and Athlete Representation. All committees, commissions, and task forces of the Board and Management will conform to the minimum athlete representation requirements of thirty-three percent (33%) of which a minimum of fifty percent (50%) shall be 10-year athletes. All committees, commissions, and task forces of the Board and Management shall have a minimum of three (3) members and normally not exceed five (5) members.

8.4 Committee Term. The term for all standing, other committees, commission, and task force members shall be two (2) years.

8.4.1. Committee Term Limits. A member of a US Speedskating committee, commission, or task force shall be permitted to serve up to four (4) consecutive terms, after which they are ineligible for service on such body for a period of one (1) term.

8.4.2. Resignation, Removal, and Vacancies. If any committee, commission, or task force seat becomes vacant, the President shall appoint a replacement to serve the remainder of the term.

8.5 Procedures. Each committee, commission, and task force shall develop a charter to outline its structure and establish procedures governing the normal conduct of affairs, which shall be published on US Speedskating's website. These charters shall be reviewed annually and approved by the Board.

8.5.1. Compensation. Committee, commission, or task force members shall not receive compensation for their services. Reasonable expenses of members may be paid or reimbursed when approved in advance, in accordance with US Speedskating policies.

8.5.2. Conflicts of Interest. Each committee, commission, and task force member shall be bound by US Speedskating's Conflict of Interest Policy as defined in Article 16.3. Employees of US Speedskating shall be prohibited from serving as a member of any standing committee, other committee, commission, or task force of the Board.

8.6 **Nominating and Governance Committee.** The Nominating and Governance Committee shall have the following responsibilities:

(i) Organize and oversee the process by which the Chief Executive Officer of US Speedskating is chosen;

(ii) Provide input to the sub-committee appointed by the President to organize the process by which candidates are identified and screened for election to the Board of Directors as described in Section 6.6 of these Bylaws and oversee that process;

(iii) Recommend candidates for Independent Directors, subject to confirmation by the Board of Directors, pursuant to Section 6.6.2(i) of these Bylaws;

(iv) Review committee charters annually prior to consideration for approval by the full Board; and

(v) Develop and recommend to the full Board for its consideration an annual self-evaluation process of the Board and its committees.

8.7 **Audit Committee.** The Audit Committee shall have the following responsibilities:

(i) Organize and oversee the process by which the Chief Executive Officer of US Speedskating is chosen;

(ii) Provide input to the sub-committee appointed by the President to organize the process by which candidates are identified and screened for election to the Board of Directors as described in Section 6.6 of these Bylaws and oversee that process;

(iii) Recommend candidates for Independent Directors, subject to confirmation by the Board of Directors, pursuant to Section 6.6.2(i) of these Bylaws;

(iv) Review committee charters annually prior to consideration for approval by the full Board; and

(v) Develop and recommend to the full Board for its consideration an annual self-evaluation process of the Board and its committees.

8.8 **Ethics and Judicial Committee.** The Ethics and Judicial Committee shall have the following responsibilities:

(i) oversee the implementation of and compliance with the US Speedskating Code of Ethics, including an annual review of the Code;

(ii) review matters of ethical impropriety and make recommendations on such matters to the Board;

(iii) review and provide guidance on ethical questions presented to it by the Board, Officers, Committee, other Committees, Commission and Task Force members, volunteers, staff and US Speedskating members;

(iv) generally oversee the grievance process, appeals of disciplinary sanctions issued by the Chief Executive Officer and right to participate matters filed with US Speedskating;

(v) make recommendations to the President regarding the appointment of any panel to hear and render a decision on grievances and potential ethical impropriety; and

(vi) perform such other duties as assigned by the Board.

ARTICLE 9.
ATHLETES' ADVISORY COUNCIL

9.1 **Objectives.** The purpose of the AAC is to advocate the interests of athletes in all areas of US Speedskating influence and governance. The AAC also strives to broaden communication within and between US Speedskating's Bylaws and Constitution, the USOPC Bylaws, the Sports Act, the ISU Statutes and Bylaws and the IOC rules. Finally, the AAC ensures thirty-three percent (33%) athlete representation in all decision-making bodies of US Speedskating, including the Board of Directors and any US Speedskating Task Forces, Standing Committees, other Committees and Commissions, or other such groups.

9.2 **Election.** There shall be eight (8) members of the AAC. The membership of the AAC shall consist of: (i) one (1) male and one (1) female Short Track skater; (ii) one (1) male and one (1) female Long Track skater; (iii) the two (2) Elite Athlete Directors; and (iv) the two (2) Team USA Athletes' Commission representatives. The election for the initial AAC members, except for the Elite Athlete Directors, shall be held in the Spring of 2014. The eight (8) AAC members shall elect from among the eight (8) AAC members the Chair of the AAC, who shall serve for a term of two (2) years or until his or her successor shall have been elected and shall have qualified. In order to be eligible to run and vote for the AAC members, an Elite Athlete must:

9.2.1. be at least age sixteen (16) years of age;

9.2.2. be registered as a member of US Speedskating at least sixty (60) days prior to the date of election; and

9.2.3. at the time of election, meet the qualifications set forth in Section 5.1.1(i) of these Bylaws.

9.3 **Terms.** The terms for all AAC Representatives shall run for four (4) years or until their successors shall have been elected and shall have qualified (except for those AAC Representatives serving as Elite Athlete Directors whose terms will expire in 2016 and every four (4)

years thereafter). No AAC representative shall serve for more than two (2) consecutive terms.

9.4 Meetings.

9.4.1. Regular ACC Meeting. A regular AAC meeting shall be held in conjunction with the US Speedskating Annual Meeting.

9.4.2. Other Meetings. Other meetings may be as set forth in the AAC Guidelines.

9.5 US Speedskating Obligations. US Speedskating shall pay for the:

9.5.1. Travel and lodging expenses of the AAC member to attend the AAC Annual Meeting;

9.5.2. meeting teleconference charges, if any;

9.5.3. reasonable expenses of the Athlete Directors of the US Speedskating Board of Directors and Team USA Athlete's Commission Representative to attend all US Speedskating Board of Directors' meetings; and

9.5.4. hosting and domain name of the US Speedskating AAC websites.

9.6 Athlete Representation on US Speedskating Committees. Athlete representatives on all US Speedskating Standing Committees, other Committees, Task Forces and/or Commissions will be appointed by the US Speedskating AAC pursuant to the process set forth in the AAC Guidelines or appropriate AAC policy.

9.7 Election of the USS AAC Chairperson. Newly elected and outgoing AAC members will vote for the AAC Chairperson adhering to their regulations.

ARTICLE 10.
USOPC ATHLETES' COMMISSION

10.1 Designation. US Speedskating shall have a representative and an alternate representative to the USOPC Athletes' Commission.

10.2 Qualifications. Those individuals who have represented the United States as athletes in the Olympic Games, the Pan American Games, World Championships or other major international competitions in the sport of Speedskating within the ten (10)-year period prior to December 31 of the year in which the election is held shall be eligible to run for election to the USOPC Athletes' Commission. Additionally, in order to be eligible to run for election, an individual shall be a citizen of the United States and eighteen (18) years of age or older by December 31 of the year in which the election is held. US Speedskating shall follow all requirements for membership in the USOPC Athlete's Commission as promulgated by the USOPC or the USOPC's Athletes'Commission, whether set forth in these Bylaws or not. In addition to the 10-Year Athlete and 10-Year+ Athlete requirements, all applicable

eligibility requirements, the conflict of interest policies, and code(s) of conduct of all relevant stakeholders (i.e., NGB, USOPC AC, and/or USOPA) apply in determining the eligibility of a candidate.

10.3 Election/Selection. An individual who wishes to run for election to the USOPC Athletes' Commission and to be placed on the ballot shall obtain at least ten (10) signatures of support from individuals entitled to vote in the election. Those individuals who have represented the United States as athletes in the Olympic Games, the World Championships or other major international competitions in the sport of Speedskating within the ten (10)-year period prior to December 31 of the year in which the election is held shall be eligible to vote in the election. Additionally, in order to be eligible to vote in the election, an individual shall be a citizen of the United States and eighteen (18) years of age or older by December 31 of the year in which the election is held. The individual with the highest vote total shall be elected as athlete representative to the USOPC Athletes' Commission. The individual with the second highest vote total, shall be elected as the alternate representative to the USOPC Athletes' Commission.

10.4 Tenure. The term for all representatives to the USOPC Athletes' Commission shall be for four (4) years. A representative shall remain on the USOPC Athletes' Commission until the representative's successor is elected and qualified, or until the representative's earlier resignation, removal, incapacity, disability or death.

10.5 Term Limits. No representative to the USOPC Athletes' Commission, including the alternate representative, shall serve for more than two (2) consecutive terms.

10.6 Objectives. The USOPC AC representative or alternate, in conjunction with the USS AAC, is responsible for reviewing all USS policies and procedures that impact athletes including but not limited to the long track and short track rules and regulations, Direct Athlete Support, and the Athlete Agreement prior to these documents being implemented on an annual basis. This responsibility also applies to the Olympic Team selection procedures.

ARTICLE 11.
USOPC NATIONAL GOVERNING BODIES' COUNCIL REPRESENTATIVE

11.1 Designation. US Speedskating shall have a representative and an alternative representative to the USOPC National Governing Bodies' Council.

11.2 Election/Selection. The Chief Executive Officer shall serve as US Speedskating's representative to the USOPC National Governing Bodies' Council. The President shall serve as US Speedskating's alternative representative to the USOPC National Governing Bodies' Council.

ARTICLE 12.
CHIEF EXECUTIVE OFFICER

12.1 Designation. US Speedskating shall employ a Chief Executive Officer, who shall be the Chief Executive Officer of US Speedskating. As such, the Chief Executive Officer shall be vested with the authority to make decisions on behalf of US Speedskating. The Chief Executive

Officer shall not be a voting Director of the Board, but shall attend all Board of Directors meetings, and may also attend Standing Committee, other Committee, Task Force and/or Commission meetings. The Board of Directors may, by majority vote of those present, exclude the Chief Executive Officer from a meeting or a portion thereof. The Chief Executive Officer will not attend portions of a meeting that discuss the Chief Executive Officer.

12.2 Employment. The Chief Executive Officer shall be selected by and report to the Board of Directors for the term of his or her employment. The Chief Executive Officer may be removed by the Board at any time, with or without cause, but removal shall not affect the contract rights, if any, of the Chief Executive Officer. If the Chief Executive Officer has a contract of employment with US Speedskating, the contract shall provide that the Chief Executive Officer's employment may be terminated by the Board with or without cause and specify what compensation, if any, the Chief Executive Officer may receive on removal for cause and without cause.

12.3 Duties and Responsibilities. The Chief Executive Officer shall:

12.3.1. develop a strategy for achieving US Speedskating's mission, goals and objectives and present the strategy to the Board of Directors for approval;

12.3.2. prepare and submit quadrennial and annual budgets to the Board for approval;

12.3.3. determine the staff needed to effectively carry out US Speedskating's missions, goals and objectives, within US Speedskating's budget;

12.3.4. oversee the size and compensation of management and staff and the hiring and termination of all members of management and staff;

12.3.5. either directly, or by a delegation, manage all management functions;

12.3.6. be responsible for revenue generation and allocation of resources in accordance with existing US Speedskating commitments;

12.3.7. coordinate and be responsible for US Speedskating's international operational activities;

12.3.8. along with the President, act as US Speedskating's spokesperson;

12.3.9. foster good relations with sponsors, partners and others;

12.3.10. oversee US Speedskating's High Performance Division and Activity manage

12.3.11. perform all functions that usually pertain to the office of Chief Executive Officer; and

12.3.12. act as the Secretary General with regard to US Speedskating's membership, correspondence and affiliation with the ISU and other national skating federations.

ARTICLE 13.
SANCTIONING OF EVENTS

13.1 Prompt Review of Request. US Speedskating shall promptly review every request submitted by an sports organization or person for a sanction and make a determination on such request: (i) to hold an international or national speedskating competition in the United States, or (ii) to sponsor US Speedskating athletes to compete in an international athletic Speedskating competition held outside the United States.

13.2 Standard for Review. If US Speedskating, as a result of its review: (i) does not determine by clear and convincing evidence that holding or sponsoring an international or national athletic speedskating competition would be detrimental to the best interests of US Speedskating, and (ii) confirms that the sports organization or person meets the requirements for obtaining a sanction as set forth in these Bylaws, then US Speedskating shall grant the sanction requested by the sports organization or person.

13.3 Requirements for Holding an International or National Athletic Speedskating Competition in the United States. A sports organization or person requesting a sanction to hold an international or national athletic speedskating competition in the United States shall:

13.3.1. submit, in the form required by US Speedskating, an application to hold such competition;

13.3.2. pay to US Speedskating the required sanctioning fee, provided that such fee shall be reasonable and nondiscriminatory;

13.3.3. submit to US Speedskating an audited or notarized financial report of similar events, if any, conducted by the organization or person; and

13.3.4. demonstrate that: (i) appropriate measures have been taken to protect the status of athletes who will take part in the competition and to protect their eligibility to compete in the competition; (ii) appropriate provision has been made for validation of records which may be established during the competition; (iii) due regard has been given to any international athletic requirements specifically applicable to the competition; (iv) the competition will be conducted by qualified officials; (v) insurance coverage has been obtained in compliance with US Speedskating's insurance requirements; (vi) proper medical supervision will be provided for athletes who will participate in the competition; and (vii) proper safety precautions have been taken to protect the personal welfare of the athletes and spectators at the competition.

13.4 Compete in an International Athletic Speedskating Competition Held Outside the United States. A sports organization or person requesting a sanction to sponsor US Speedskating athletes to compete in an international athletic speedskating competition held outside the United States shall:

13.4.1. submit, in the form required by US Speedskating, an application to hold such competition to the US Speedskating National Office;

13.4.2. pay to US Speedskating the required sanctioning fee, provided that such fee shall be reasonable and nondiscriminatory;

13.4.3. submit a report of the most recent trip to a foreign country, if any, that the sports organization or person sponsored for the purpose of having US Speedskating's athletes compete in international athletic competition;

13.4.4. submit a letter from the appropriate entity that will hold the international athletic competition certifying that: (i) appropriate measures have been taken to protect the Olympic status of athletes who will take part in the competition and to protect their eligibility to compete in ISU competition; (ii) appropriate provision has been made for validation of records which may be established during the competition; (iii) due regard has been given to any international athletic requirements specifically applicable to the competition; (iv) the competition will be conducted by qualified officials; (v) insurance coverage has been obtained in compliance with US Speedskating's insurance requirements; (vi) proper medical supervision will be provided for athletes who will participate in the competition; (vii) proper safety precautions have been taken to protect the personal welfare of the athletes and spectators at the competition; and (viii) the requesting has obtained and exhibited proof of medical insurance for its entire delegation; and

13.4.5. provide a written narrative and a variety of action photographs of the activities conducted during the event to be shared via US Speedskating's website.

If the requirements described above are not met, US Speedskating retains the right to deny any requests until the above conditions are satisfactorily met.

ARTICLE 14.
COMPLAINT PROCEDURES

14.1 **US Speedskating Members Subject to Policy**. Each member of US Speedskating is subject to, and is bound by, the grievance process set forth in this Article 14 of the Bylaws (sometimes referred to as the "Grievance Policy" or the "Policy" within this Article 14). Each member of US Speedskating shall be bound by any decision or adjudication rendered pursuant to this Grievance Policy. In addition, the policy on Disciplinary Matters shall apply to non-members who participate in one or more activities or competitions sanctioned by US Speedskating.

14.2 **General.** This Policy is available to members of US Speedskating, as well as US Speedskating itself, for the adjudication of grievances and disciplinary matters. Pursuant to this policy, grievances and disciplinary matters have been divided into three (3) different areas:

14.2.1. **Disciplinary Matters.** Disciplinary Matters involve one (1) or more alleged violations of US Speedskating's rules, policies, procedures, and/or these Bylaws, or other violations described in Section 14.4 below, where US Speedskating may impose penalties for such violations. The specific procedures governing Disciplinary Matters are set forth in Sections 14.5 through 14.7 of these Bylaws.

14.2.2. **Grievances Against US Speedskating.** Grievances Against US Speedskating involve a complaint by a member of US Speedskating against US Speedskating alleging that US Speedskating has violated one (1) or more of US Speedskating's rules, policies, procedures, and/or these Bylaws (this includes allegations that US Speedskating has violated in individual's opportunity to participate in a protected competition), the USOPC bylaws, and/or the

Sports Act. The specific procedures governing Grievances Against US Speedskating are set forth in Sections 14.8 through 14.10 of these Bylaws.

14.2.3. Complaints Against Another Member. Complaints Against Another Member involve allegations made by one member of US Speedskating that another member of US Speedskating has violated one or more of US Speedskating's rules, policies, procedures, and/or these Bylaws. The specific procedures governing Complaints Against Another Member are set forth in Sections 14.11 through 14.14 of these bylaws.

14.3 Items Not Subject to this Policy. The following matters shall not be subject to adjudication under this Policy, and no claims or actions may be brought involving the following:

14.3.1. The final decision of a referee or starter concerning disqualification or non-disqualification of any of the general and/or individual racing rules during a US Speedskating-sanctioned event, or any rulings involving a field of play decision (namely, a matter set forth in the racing rules to be within the discretion of the referee or starter) shall not be reviewable through the procedures for, or the subject of, this Grievance Policy unless the decision is: (i) outside the authority of the official to make, or (ii) the product of fraud, corruption, partiality, misapplication of a racing rule, or other serious misconduct of the referee.

14.3.2. Claims involving specific action(s) or inaction(s) by the Board of Directors or the Chief Executive Officer involving corporate actions, or the direction and/or management of US Speedskating.

14.3.3. Claims involving employment matters and/or contractual relationships with US Speedskating.

14.3.4. Claims of misconduct or error on the part of USADA and/or WADA personnel, or laboratories utilized by either USADA or WADA; or otherwise arising from or related to the imposition of discipline (or failure to impose discipline) for any actual or alleged doping offense(s).

14.3.5. Claims against US Speedskating or a member of US Speedskating that do not involve violations of one (1) or more of US Speedskating's rules, policies, procedures, and/or these Bylaws.

DISCIPLINARY MATTERS

14.4 Initial Review of Possible Violation(s). If the Chief Executive Officer (or his or her designee) is alerted or determines on his/her own initiative that one or more members, or other individual participating in one or more activities or competitions sanctioned by US Speedskating, may have either (i) violated one or more of US Speedskating's rules, policies, procedures, and/or these Bylaws, or (ii) committed any acts or omissions involving malfeasance and/or conduct detrimental to the best interests of US Speedskating or the sport of speedskating, then the Chief Executive Officer (or his or her designee) shall gather such information as may be relevant. Such information gathering may include, without limitation, interviews with those individuals involved in the matter.

14.5 Initial Determination. After conducting the initial review, the Chief Executive Officer (or his or her designee, or in the event that the Chief Executive Officer has a conflict of interest, then the President, (who must be disinterested in the matter as well) shall make an initial determination of whether a violation has occurred (the "Initial Determination"), and shall communicate the decision to the member(s) and/or individuals involved. The communication shall describe the allegations, the decision of the Chief Executive Officer (or his or her designee), and the proposed penalty to be imposed; provided, however, if the penalty to be imposed by the Chief Executive Officer (or his or her designee) involves suspension from US Speedskating, termination of membership in US Speedskating, or any period of ineligibility, then the matter shall be referred to a Hearing before the Judicial Committee as provided in Sections 14.15 through 14.28 of these Bylaws, unless the member or individual chooses to accept the proposed suspension, ineligibility or termination of membership, or the member/individual and US Speedskating otherwise agree on a penalty to be imposed. Panel members must voluntarily disclose potential conflicts related to the hearing.

14.6 Dispute of Initial Determination. A member or individual who has been found to have committed a violation described in Section 14.4 shall have thirty (30) days from the date of the notice of the Initial Determination in which to dispute the Initial Determination. A dispute must be filed on the appropriate form found on the US Speedskating's website, www.USSpeedskating.org, and must be received by US Speedskating by the applicable deadline. A properly filed dispute shall be referred to the Chair of the Judicial Committee for a Hearing as provided in Sections 14.15 through 14.28 of these Bylaws. Information regarding how the Judicial Committee is appointed can be found in Article 8.9.2 of the Bylaws. In addition, if the grievance goes forward who was appointed to the hearing panel will be disclosed. If the member or individual fails to file a dispute by the deadline, then the Initial Determination, including any penalties imposed, shall be final and binding, subject to Section 14.28 of these Bylaws.

14.7 Penalties Imposed by Other Entities. US Speedskating shall honor the suspension(s) or other disciplinary action(s) imposed upon one (1) or more US Speedskating members or other individuals by the ISU, the USOPC, USADA and/or WADA. US Speedskating may, where appropriate, hold in abeyance a Disciplinary Matter proceeding pending a proceeding before the ISU, the USOPC, USADA and/or WADA. Nothing in this Section 14.7 shall prohibit or impede US Speedskating from holding a hearing on a matter that has been acted upon by another organization and imposing a penalty that is different than that imposed by the other organization.

GRIEVANCES AGAINST US SPEEDSKATING

14.8 Requirements for a Grievance Against US Speedskating. A Grievance Against US Speedskating must be filed by a member, and must: (i) allege with particularity that US Speedskating has violated one (1) or more of US Speedskating's, rules, policies, procedures and/or these Bylaws (this includes allegations that US Speedskating has violated the member's opportunity to participate in a protected competition), the USOPC Bylaws, or the Sports Act, including the specific rules, etc. allegedly violated by US Speedskating; (ii) be submitted in writing to US Speedskating on the form found on US Speedskating's website, www.USSpeedskating.org; (iii) be accompanied by a filing fee of $100 made payable to US Speedskating; and (iv) be submitted within one-hundred twenty (120) days of the date that the Complainant knows, or reasonably should have known, of the facts giving rise to the Grievance Against US Speedskating, except in the case of allegations of a

denial of an opportunity to participate, in which case the Complainant must file a Grievance Against US Speedskating within one hundred eighty (180) days of the date of the alleged denial. If a member is challenging a US Speedskating decision falling under its SafeSport Policy, no filing fee with be required. If the Grievance Against US Speedskating does not satisfy the requirements of this Section 14.8, the Chief Executive Officer (or his or her designee) may return the Complaint to the Complainant with a notice of the defective or missing items.

14.8.1. Affected Parties. Where a complaint is filed involving selection of an individual to participate in a competition, the Complainant shall include with the Complaint a list of all other individuals that the Complainant believes could be directly affected by a decision rendered on the Complaint. US Speedskating shall likewise submit a list of individuals, together with their contact information, that could be directly affected by a decision rendered on the Complaint.

14.8.2. Special Rights of Those Alleging a Denial of The Opportunity to Participate. Any member alleging the denial or threatened denial of the right of an opportunity to participate in the Olympic Games, a World Championship competition or such other "protected competition" as defined by the USOPC in its Bylaws has the right either to file a Grievance Against US Speedskating in accordance with the procedures set forth in Sections 14.8 through 14.10 of these Bylaws, or avail himself or herself of the rights and remedies available pursuant to Section 9 of the USOPC Bylaws. In this regard, the aggrieved athlete may wish to consult with the USOPC Athlete Ombudsman, whose contact information is readily available on the USOPC website, US Speedskating's athlete representatives to the USOPC AAC, and/or another representative of his/her choice. If a member opts to pursue arbitration in accordance with Section 9 of the USOPC Bylaws, then the decision of the arbitration shall apply, and this Grievance Procedure shall no longer be available.

14.9 Referral to Judicial Committee. The Chief Executive Officer (or his or her designee) shall promptly forward to the Chair of the Judicial Committee any Grievance Against US Speedskating that is filed on the proper form and includes the proper filing fee. If a Grievance Against US Speedskating is not filed on the proper form or is not accompanied by the proper filing fee, the Chief Executive Officer shall return the Complaint to the Complainant with notice of the deficiencies. Within ten (10) days of receipt of a Grievance Against US Speedskating forwarded by the Chief Executive Officer, the Chair of the Judicial Committee shall review the Complaint and shall notify the Complainant of any deficiencies. In the case of a properly filed Grievance Against US Speedskating, the Chair of the Judicial Committee shall commence the process for a Hearing in accordance with Sections 14.15 through 14.28 of these Bylaws.

14.10 Mediation of Grievance Against US Speedskating. Where appropriate, the Chief Executive Officer of US Speedskating, or if the Chief Executive Officer is directly implicated in the Grievance Against US Speedskating, then the President of US Speedskating (or his designee), may seek to mediate the dispute with the Complainant.

COMPLAINTS AGAINST ANOTHER MEMBER

14.11 Requirements for a Complaint Against Another Member. A Complaint Against Another Member must be filed by a member and must: (i) allege with particularity that another member has violated one or more of US Speedskating's rules, policies, procedures, and/or these Bylaws, including the specific rules, etc. allegedly violated; (ii) specifically identify the member(s) alleged to have committed the violation; (iii) submit the Complaint in writing to US Speedskating on the form found on US Speedskating's website, www.USSpeedskating.org; (iv) be accompanied by a non-refundable filing fee of $250 made payable to US Speedskating; and (v) be submitted within one-hundred and eighty (180) days of the date that the Complainant knows, or reasonably should have known, of the facts giving rise to the Complaint Against Another Member. If the Complaint Against Another Member does not satisfy the requirements of this Section 14.11, the Chief Executive Officer (or his or her designee) may return the Complaint to the Complainant with a notice of the defective or missing items.

14.12 Review by Chief Executive Officer. The Chief Executive Officer (or his or her designee) shall review the Complaint within fifteen (15) days of receipt. The review shall include, where appropriate, a discussion with the Complainant and the member(s) named in the Complaint. If the Chief Executive Officer (or his or her designee) determines as part of the review process that a violation of one (1) or more rules, policies, procedures, and/or these Bylaws has occurred, or an act or omission has occurred involving malfeasance and/or conduct detrimental to the best interests of US Speedskating or the sport of speedskating, then the Chief Executive Officer (or his or her designee) may treat the Complaint as a Disciplinary Matter pursuant to the procedures described in Sections 14.4 through 14.7 of these Bylaws, and the Chief Executive Officer (or his or her designee) shall so notify in writing the Complainant and the member(s) involved.

14.13 Referral to Judicial Committee. If the Chief Executive Officer (or his or her designee) does not choose to treat a Complaint Against Another Member as a Disciplinary Matter, then he or she shall refer the Complaint to the Judicial Committee for a Hearing pursuant to Sections 14.15 through 14.28 of these Bylaws. In such a Hearing, the Complainant shall serve as the prosecutor of the claim at his or her sole expense, and US Speedskating shall in no way be required to prosecute or defend, or fund the prosecution or defense of, the claims set forth in the Complaint.

14.14 Assessment of Attorneys' Fees and Costs. If a Complaint Against Another Member is referred to the Judicial Committee for a Hearing, the Hearing Panel may (but shall not be required to) award attorneys' fees and costs under the following circumstances: (i) attorneys' fees and costs may be awarded only to the prevailing party/parties and only against the non-prevailing party/parties, and (ii) attorneys' fees and costs may be awarded only after the Hearing Panel has received argument and supporting documentation from the parties on the issue of fees and costs.

JUDICIAL COMMITTEE PROCESS AND HEARING

14.15 Administration of Matter Referred to Judicial Committee. The Judicial Committee shall administer and oversee matters referred to it under this Grievance Policy (a "Referral") according to the procedures set forth below.

14.16 Appointment of Hearing Panel. Within ten (10) days after receipt of a Referral, the Chair of the Judicial Committee shall (i) appoint a Hearing Panel consisting three (3) disinterested and impartial individuals, at least one of whom must be an athlete meeting the definition for

"Elite Athlete" as set forth in Section 5.1.1(i) of these Bylaws (the "Hearing Panel") to hear the Administrative Grievance, and (ii) name one (1) of the individuals of the Hearing Panel as Chair of the Hearing Panel (the "Chair"). The members of the committee must be disinterested in the matter regarding their investigation of a potential Code of Ethics' violation.

14.16.1. Impartial Panel. If any party with a direct interest in the outcome believes that a Hearing Panel member is neither disinterested nor impartial, that party may challenge the participation of that Hearing Panel member to the Chief Executive Officer (or his or her designee). The Hearing Panel member in question shall thereafter be presented with the challenge and may, upon review, recuse himself or herself. If the Hearing Panel member in question does not recuse himself or herself, then the Chief Executive Officer (or his or her designee) shall review the objection and comments, if any, of the Hearing Panel member in question. If the Chief Executive Officer (or his or her designee) determines in his or her sole discretion that the Hearing Panel member's service on the Hearing Panel may pose an appearance of impropriety, he or she may replace that member.

14.17 Documents Provided to Panel. Within ten (10) days of the appointment of the Hearing Panel, the Chief Executive Officer (or his or her designee) will provide to the Chair of the Hearing Panel a copy of each of the following documents: (i) the Complaint; (ii) all materials filed with the Complaint, if any; (iii) any written response or other materials previously submitted by the Respondent(s), if any; and (iv) any relevant documents in the possession of US Speedskating.

14.18 Provision of Complaint and Materials. The Hearing Panel shall ensure that all relevant parties have been provided with the relevant materials described in Section 14.17 of these Bylaws. These materials may be provided by: (i) hand delivery; (ii) mailing by certified U.S. mail, return receipt requested, postage prepaid, to the current address of the party(ies) served as reflected in the records of US Speedskating; (iii) by overnight delivery by a recognized courier that maintains a record of the delivery to the current address of the party served as reflected in the records of US Speedskating; or (iv) via email to the current email addresses of the parties as reflected in the records of US Speedskating. For purposes of this Policy, service shall be deemed complete, as appropriate, as follows: (i) at the time of personal hand delivery or delivery of the email; (ii) three (3) business days after deposit of the certified envelope in the U.S. mail, postage prepaid; or (iii) one (1) business day after depositing for shipment by overnight courier.

14.18.1. Affected Parties. The Hearing Panel shall ensure that any affected parties described in Section 14.8.1 are provided with the relevant materials described in Section 14.16. The Hearing Panel may also determine that individuals not listed by either the Complainant or US Speedskating as an affected party shall be given notice. Any party named as an affected party shall be eligible to participate fully in the Grievance Process, including the Hearing. Any party notified of the Complaint as a potentially affected party shall be bound by the decision of the Hearing Panel, even if he or she chooses not to participate. In addition, the respondent will be provided an opportunity to submit an answer, such that the respondent may provide reasons why the matter should not be taken on by USS, or a reasonable time for the respondent to prepare a defense. The respondent will be notified of their ability to provide a response.

14.18.2. Delivery of Notice: The delivery of the notice to the respondent will occur within a reasonable time after the receipt by USS, which will not exceed 14 business days,

without just cause for delay.

14.18.3. Possible Dismissal of Complaint. The Hearing Panel shall have the authority to dismiss a Complaint if it determines that the Complaint is not appropriate for the Hearing process, including without limitation a lack of jurisdiction or inappropriate subject matter for the Grievance Policy. In addition, an individual can file a motion to dismiss a grievance based on such grounds, which the Hearing Panel will decide upon after receiving written arguments from the Claimant and the Affected parties and, if requested by the Hearing Panel, oral argument.

14.19 Discovery; Exchange of Documents, Witness Lists and Evidence. The Hearing Panel shall determine whether, and to what extent, discovery and exchange of documents will be allowed or required, subject to the understanding that the Hearing process is meant to be efficient and streamlined. The Hearing Panel shall also set the deadline for the exchange of witness lists and evidence to be presented at the Hearing.

14.20 Time and Place of Hearing. The Chair of the Hearing Panel will select the time and place for the Grievance Hearing so as to have the Hearing occur at the earliest convenient date consistent with the need to provide the parties with adequate time to prepare. In any event, the Hearing shall be scheduled not fewer than fifteen (15) days, nor more than ninety (90) days, after appointment of the Hearing Panel, unless the Hearing is to be expedited or the Hearing Panel specifically determines that a longer period is necessary in the interests of justice. The Hearing Panel shall also shorten all time periods as it deems necessary and appropriate in order to render a decision in a timely manner under the circumstance of the Grievance and taking into consideration any related deadline(s), forthcoming competition(s) or event(s).

14.21 Manner of Hearing. The Chair will conduct the Hearing in person, by telephonic conference call, video conference or other similar electronic means whereby all parties participating (namely, the Complainant and Respondent) may hear each other during the Hearing. The Chair will communicate information about the Hearing schedule to the Chief Executive Officer (or his or her designee) and all interested parties. An in-person Hearing shall not be mandatory. Unless the Hearing Panel, in its sole discretion, determines an in-person Hearing is required, Hearings may be held by telephonic or video conference where practical.

14.22 Minimum Standards for Hearing. The procedures to be followed at the Hearing shall, at a minimum, include the opportunity for each party to (i) be represented by counsel (at that party's expense), (ii) present oral or written evidence, (iii) cross-examine witnesses, and (iv) present such factual or legal claims as may be relevant to their respective claim(s) or defense(s).

14.23 Conduct of the Hearing. The Chair of the Hearing Panel shall preside over the Hearing, and shall make evidentiary rulings and otherwise control the conduct of the Hearing. The testimony of witnesses shall be taken under oath administered by the Chair of the Hearing Panel. The rules of evidence applicable to court proceedings shall not be strictly enforced, but the Panel shall give lesser weight to hearsay testimony, if admitted into evidence. The Chair of the Hearing Panel, in consultation with the other members of the Hearing Panel, shall set such time-lines and such other rules regarding the conduct of the Hearing as he or she deems appropriate and/or necessary. Testimony at a Hearing shall be taken under oath.

14.24 Recording the Hearing. Any party to a Hearing may cause the Hearing to be stenographically or electronically recorded. The cost thereof shall be borne by the party or parties requesting the recordation, and the nature of the recording process shall be announced on the record at the beginning of the Hearing. The recording or transcript shall be made available to every other party upon reimbursement of a pro rata share of the recording and transcription expense, and to the Chief Executive Officer (or his or her designee) and the Hearing Panel at no cost. No person may secretly record a Hearing, or cause a Hearing to be secretly recorded, in any form.

14.25 Burden of Proof. In the conduct of a Hearing, the burden of proof shall be upon the Complainant to prove his or her allegations by a preponderance of the evidence, except in the case of a Disciplinary Matter that is being disputed by a member, in which case the burden of proof shall be on US Speedskating to prove the allegations by a preponderance of the evidence. For purposes of these Bylaws, "preponderance of the evidence" means superiority in weight of evidence that is more convincing (even if minimally) than the evidence presented by the other party.

14.26 Decision of the Panel. Decisions on the merits of the Grievance and the form of remedies, including the nature and extent of discipline, shall be determined by a majority vote of the Hearing Panel. In the case of a Grievance Against US Speedskating, the Hearing Panel may (but is not required to), as part of its determination, order US Speedskating to refund all or a portion of the filing fee(s) described in Section 14.8. The Hearing Panel shall report its decision on the merits in writing within twenty (20) business days of the conclusion of the Hearing; provided, however, that if necessary due to time constraints, the Hearing Panel may render its decision orally, or in writing without reasoning, to be followed by a written decision as soon as practicable. The decision shall be sent to the parties and to the Chief Executive Officer (or his or her designee).

14.27 Legal Fees. Every party has the right to be represented by an attorney or other representative of his or her own selection in any proceeding under this Policy. However, each party shall pay his/her/its own legal and/or representation fees and costs in all proceedings under this Policy, unless such fees and costs are awarded by a Hearing Panel as provided in Section 14.14 of these Bylaws.

14.28 Appeal. Without limiting the ability of a member who is claiming that (i) his or her opportunity to participate has been denied to avail himself/herself of the process set forth in Section 9 of the USOPC Bylaws, (ii) US Speedskating is not in compliance with the requirements of Section 8 of the USOPC Bylaws and/or §§ 220522- 220525 of the Sports Act as described in Section 10 of the USOPC Bylaws, and/or (iii) US Speedskating's recognition as a National Governing Body should be revoked as set forth in Section 11 of the USOPC Bylaws, a decision made by the Hearing Panel shall be final and binding and may not be appealed within US Speedskating.

14.29 Anti-Retaliation Statement. US Speedskating honors and respects the rights of all people, including US Speedskating Affiliated Individuals, to report violations of this Code. In addition, pursuant to Section 220501(b)(11) of the Ted Stevens Act, US Speedskating will not tolerate any adverse or discriminatory action, or the threat of an adverse or discriminatory action carried out against protected individuals as a result of any communication, including the filing of a formal complaint, by the protected individual or a parent or legal guardian of the protected individual relating to the allegation of physical abuse, sexual harassment, or emotional abuse.

14.30 Other Resources. The Athlete Ombudsman provides a cost-free,

independent, and confidential advice regarding athlete rights; resolving disputes or grievances; and any sport, rule, policy, or process, including USS-athlete agreements, codes of conduct, or team selection procedures.

Additional information can be found at https://www.teamusa.org/athlete-ombuds. Athletes may also contact the Office of the Athlete Ombuds.

Phone: 719-866-5000
Email: Ombudsman@usaathlete.org

Article 15.
CODE OF ETHICS, CODE OF CONDUCT AND WHISTLEBLOWER POLICY

15.1 Code of Ethics and Code of Conduct. US Speedskating shall adopt a Code of Ethics, an Ethics and Conflicts of Interest Policy and a Code of Conduct (the "Codes") applicable to all US Speedskating Members, employees, volunteers, Directors of the Board, Officers, and Standing Committees, other Committees, Task Force and/or Commission Members, hearing panel members, and individual contractors (the "Individuals Subject to the Codes"). The Individuals Subject to the Codes shall (i) annually certify compliance with the Codes. All US Speedskating employees, Directors of the Board, Officers, and Standing Committees, other Committees, Task Force and/or Commission Members shall execute Conflict of Interest disclosure statements within a timeframe to be determined by US Speedskating.

15.2 Whistleblower Policy. US Speedskating shall adopt a Whistleblower Policy applicable to all US Speedskating Members, employees, volunteers, Directors of the Board, Officers, and Standing Committees, other Committees, Task Force and/or Commission Members (the "Individuals Subject to the Policy"). US Speedskating will investigate any possible fraudulent or dishonest use or misuse of US Speedskating resources or property by management, staff, volunteers, or members. Anyone found to have engaged in a fraudulent or dishonest conduct is subject to disciplinary action by US Speedskating.

This Policy is for use where there may be a violation of; Any applicable State and/or Federal laws, rules, and regulations, The Ted Stevens Olympic and Amateur Sport Act, USOPC Bylaws and policies, any US Speedskating bylaws, codes, policies, and procedures, accounting or financial practices (e.g., fraud)

ARTICLE 16.
FIDUCIARY MATTERS

16.1 Indemnification.

16.1.1. Scope of Indemnification. US Speedskating shall indemnify each Director, Officer, Employee and volunteer of US Speedskating to the fullest extent permissible under the laws of the State of Missouri, and may in its discretion purchase insurance insuring its obligations hereunder or otherwise protecting the persons intended to be protected by this Section 16.1.1. US Speedskating shall have the right, but shall not be obligated, to indemnify any agent of

US Speedskating not otherwise covered by this Section 16.1.1 to the fullest extent permissible under the laws of the State of Missouri.

16.1.2. Savings Clause; Limitation. If any provision of the Nonprofit Corporation Act or these Bylaws dealing with indemnification shall be invalidated by any court on any ground, then US Speedskating shall nevertheless indemnify each party otherwise entitled to indemnification hereunder to the fullest extent permitted by law or any applicable provision of the Nonprofit Corporation Act or these Bylaws that shall not have been invalidated. Notwithstanding any other provision of these Bylaws, US Speedskating shall neither indemnify any person nor purchase any insurance in any manner or to any extent that would jeopardize or be inconsistent with the qualification of US Speedskating as an organization described in section 501(c)(3) of the Internal Revenue Code, or that would result in the imposition of any liability under either section 4941 or section 4958 of the Internal Revenue Code.

16.2 General Standards of Conduct.

16.2.1. Discharge of Duties. Each Director, Officer and member of a Standing Committee or other Committee, Commission or Task Force shall discharge his or her duties in that position, (i) in good faith; (ii) with the care an ordinarily prudent person in a like position would exercise under similar circumstances; (iii) in a manner maintaining the confidentiality of proprietary and/or confidential information; and (iv) in a manner the individual reasonably believes to be in the best interests of US Speedskating.

16.2.2. Reliance on Information, Reports, Etc. In discharging his or her duties, a Director, Officer or member of a Standing Committee or other Committee, Commission or Task Force is entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, if prepared or presented by: (i) one (1) or more Officers or employees of US Speedskating whom the individual reasonably believes to be reliable and competent in the matters presented; (ii) legal counsel, certified public accountants or other persons as to matters the individual reasonably believes are within the persons' professional or expert competence; or (iii) in the case of a Director, a Standing Committee or other Committee, Commission or Task Force of which the Director is not a member, as to matters within its jurisdiction, if the Director reasonably believes the Committee merits confidence. A Director, Officer or member of a Standing Committee or other Committee, Commission or Task Force is not acting in good faith if he or she has knowledge concerning the matter in question that makes reliance otherwise permitted by this Section 16.2.2 unwarranted.

16.2.3. Director Not Deemed to Be a "Trustee". A Director, regardless of title, shall not be deemed to be a "trustee" within the meaning given that term by trust law with respect to US Speedskating or with respect to any property held or administered by US Speedskating including, without limitation, property that may be subject to restrictions imposed by the donor or transferor of such property.

16.3 Conflicts of Interest.

16.3.1. Definition of Conflict of Interest. A conflict of interest arises when any "responsible person" or any "party related to a responsible person" has an "interest adverse to the

corporation." A "responsible person" is any individual in a position to exercise substantial influence over the affairs of the corporation, and specifically includes, without limitation, directors and officers of the corporation. A "party related to a responsible person" includes his or her extended family (including spouse, ancestors, descendants and siblings, and their respective spouses and descendants), an estate or trust in which the responsible person or any member of his or her extended family has a beneficial interest or a fiduciary responsibility, or an entity in which the responsible person or any member of his or her extended family is a director, trustee or officer or has a financial interest. "An interest adverse to the corporation" includes any interest in any contract, transaction or other financial relationship with the corporation, and any interest in an entity whose best interests may be impaired by the best interests of the corporation including, without limitation, an entity providing any goods or services to or receiving any goods or services from the corporation, an entity in which the corporation has any business or financial interest, and an entity providing goods or services or performing activities similar to the goods or services or activities of the corporation.

16.3.2. Disclosure. If a responsible person is aware that US Speedskating is about to enter into any transaction or make any decision involving a conflict of interest, (a "conflicting interest transaction"), such person shall: (i) immediately inform those charged with approving the conflicting interest transaction on behalf of US Speedskating of the interest or position of such person or any party related to such person; (ii) aid the persons charged with making the decision by disclosing any material facts within the responsible person's knowledge that bear on the advisability of US Speedskating entering into the conflicting interest transaction; and (iii) in the case of a person who is directly involved in the conflicting interest transaction, not be entitled to vote on the decision to enter into such transaction.

16.3.3. Approval of Conflicting Interest Transactions. US Speedskating may enter into a conflicting interest transaction provided:

(A) the material facts as to the responsible person's relationship or interest and as to the conflicting interest transaction are disclosed or are known to the Board of Directors or to a Committee of the Board of Directors that authorizes, approves or ratifies the conflicting interest transaction, and the Board or Committee in good faith authorizes, approves or ratifies the conflicting interest transaction by the affirmative vote of a majority of the disinterested Directors on the Board or Committee, even though the disinterested Directors are less than a quorum; or

(B) the material facts as to the responsible person's relationship or interest and as to the conflicting interest transaction are disclosed or are known to the members, and the conflicting interest transaction is specifically authorized, approved, or ratified in good faith by a vote of the members entitled to vote thereon; or

(C) the conflicting interest transaction is fair as to US Speedskating

16.4 Liability of Directors for Unlawful Distributions.

16.4.1. Liability to US Speedskating. A Director who votes for or assents to a distribution made in violation of the Nonprofit Corporation Act shall be personally liable to US

Speedskating for the amount of the distribution that exceeds what could have been distributed without violating the Nonprofit Corporation Act if it is established that the Director did not perform the Director's duties in compliance with the general standards of conduct for Directors set forth in Section 16.2 of these Bylaws.

16.4.2. Contribution. A Director who is liable under Section 16.4.1 for an unlawful distribution is entitled to contribution: (i) from every other Director who voted for or assented to the distribution without relying on information described in Section 16.2 of these Bylaws; and (ii) from each person who received an unlawful distribution for the amount of the distribution whether or not the person receiving the distribution knew it was made in violation of the Nonprofit Corporation Act, to the extent the distribution to that person exceeds what could have been distributed to that person without violating the Nonprofit Corporation Act or the Articles of Incorporation.

16.5 Loans to Directors and Officers. No loans shall be made by US Speedskating to any of its Directors, Officers, employees or members of its Standing Committees, other Committees, Commissions and/or Task Force. Any US Speedskating Director, Officer, employee or member of a Standing Committee, other Committee, Commission and/or Task Force who assents to or participates in the making of any such prohibited loan shall be liable to US Speedskating for the amount of such loan until the repayment thereof.

ARTICLE 17.
RECORDS OF US SPEEDSKATING

17.1 Minutes, Etc. US Speedskating shall keep the following information as permanent records: (i) minutes of all meetings of the members and Board of Directors; (ii) a record of all actions taken by the members or Board of Directors without a meeting; (iii) a record of all actions taken by a Committee of the Board of Directors in place of the Board of Directors on behalf of US Speedskating; and (iv) a record of all waivers of notices of meetings of the members and of the Board of Directors or any Committee of the Board of Directors.

17.2 Accounting Records. US Speedskating shall maintain appropriate accounting records.

17.3 Membership List. US Speedskating, or its agent, shall maintain a record of the members in a form that permits preparation of a list of the names and addresses of the members in alphabetical order.

17.3.1. US Speedskating shall comply with a member's demand to inspect the record of members pursuant to the requirements set forth in Section 17.6.2 of these Bylaws by providing the member with a list of US Speedskating's members that was compiled no earlier than the date of the member's demand.

17.3.2. Without consent of the Board of Directors, a membership list or any part thereof may not be obtained or used by any person for any purpose unrelated to a member's interest as a member. Without limiting the generality of the foregoing, without consent of the Board of Directors, a membership list or any part thereof may not be:

(A) 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 to be held by US Speedskating;

(B) used for any commercial purpose; or

(C) sold to or purchased by any person.

17.4 Records In Written Form. US Speedskating shall maintain its records in written form or in another form capable of conversion into written form within a reasonable time.

17.5 Records Maintained at Principal Office. US Speedskating shall keep a copy of each of the following records at its principal office:

17.5.1. its Articles of Incorporation or Restated Articles of Incorporation and all amendments to them currently in effect;

17.5.2. its Bylaws or Restated Bylaws and all amendments to them currently in effect;

17.5.3. resolutions adopted by its Board of Directors relating to the characteristics, qualifications, rights, limitations and obligations of the members or any category of members;

17.5.4. the minutes of meetings of the members and records of all actions approved by the members for the past three (3) years;

17.5.5. all written communications to all members generally within the past three (3) years, including the financial statements furnished for the past three (3) years;

17.5.6. a list of the names and business or home addresses of its current Directors and Officers;

17.5.7. a copy of its most recent corporate registration report delivered to the Missouri Secretary of State; and

17.5.8. appropriate financial statements of all income and expenses.

17.6 Inspection of Records by Members.

17.6.1. Inspection of Records Maintained at Principal Office. A member shall be entitled to inspect and copy, during regular business hours at US Speedskating's principal office, any of the records of US Speedskating described in Section 17.5 of these Bylaws, provided that the member gives US Speedskating written demand at least five (5) business days before the date on which the member wishes to inspect and copy such records.

17.6.2. Written Demand. A member may inspect and copy the records identified in Section 17.5 of these Bylaws only if:

(A) the member describes with reasonable particularity the purpose and the records the member desires to inspect; and

(B) the records are directly connected with this purpose.

17.6.3. Financial Statements. Upon the written request of any member, US Speedskating shall mail to such member its most recent annual financial statements, if any, and its most recently published financial statements, if any, showing in reasonable detail its assets and liabilities and results of its operations.

17.6.4. Scope of Members' Inspection Rights.

(A) Agent or Attorney. The member's agent or attorney has the same inspection and copying rights as the member the agent or attorney represents.

(B) Right to Copy. The right to copy records under this Article 17 includes, if reasonable, the right to receive copies made by photographic, xerographic, or other means.

(C) Reasonable Charge for Copies. US Speedskating may impose a reasonable charge, covering the costs of labor and material, for copies of any documents provided to the member. The charge may not exceed the estimated cost of production or reproduction of the records.

(D) Litigation. Nothing in this Article 17 shall affect (i) the right of a member to inspect records, if the member is in litigation with US Speedskating, to the same extent as any other litigant, or (ii) the right of a court to compel the production of corporate records for examination.

17.7 US Speedskating Website. US Speedskating shall maintain a website for the dissemination of information to its members. US Speedskating shall at all times publish the following information and documents on its website:

17.7.1. these Bylaws;

17.7.2. the documents set forth in Section 19.6.1 (i), (iii) and (iv) of these Bylaws

17.7.3. its most recent annual financial statement; and

17.7.4. its most recent Form 990 filed with the Internal Revenue Service

So as to facilitate the ability of interested parties to communicate their concerns or questions, US Speedskating shall publish on its website a mailing address and an e-mail address for communications directly to the Board of Directors.

ARTICLE 18.
FINANCIAL MATTERS

18.1 **Fiscal Year.** The fiscal year of US Speedskating shall commence June 1 and end of May 31 each year.

18.2 **Budget.** US Speedskating shall have an annual budget.

18.3 **Audit.** Each year, US Speedskating shall have an annual audit of its books and accounts prepared by an independent certified public accountant as recommended by the Audit Committee. The Audit Committee shall provide the auditors' report to the Board of Directors upon completion.

18.4 **Personal Liability.** Subject to Section 16.4 of these Bylaws and the Nonprofit Corporation Act, no Director or Officer of US Speedskating shall be personally liable for the acts, debts, liabilities or obligations of US Speedskating.

ARTICLE 19.
REGISTRATIONS

19.1 **Registration.** US Speedskating may require certain registration requirements in order to compete or participate in US Speedskating-sanctioned events or activities as determined by the Chief Executive Officer or the Board of Directors.

19.2 **Registration Duration.** Registration annually will cover the period from June 1 through May 31, or such other time as is set by US Speedskating.

19.3 **Registration Fee.** The membership fee in US Speedskating shall be determined by the staff of US Speedskating.

19.4 **Anti-Doping.**

19.4.1. **Individual Members.** It is the duty of individual members of the US Speedskating to comply with all anti-doping rules of the World Anti-Doping Agency (WADA), the ISU, the USOPC including the USOPC National Anti-Doping Policy, and of the U.S. Anti-Doping Agency (USADA), including the USADA Protocol for Olympic and Paralympic Movement Testing (USADA Protocol) and all other policies and rules adopted by WADA, the ISU, the USOPC and USADA. Athlete members agree to submit to drug testing by the ISU and/or USADA or their designees at any time and understand that the use of methods or substances prohibited by the applicable anti-doping rules make them subject to penalties including, but not limited to, disqualification and suspension. If it is determined that an individual member may have committed a doping violation, the member agrees to submit to the results management authority and processes of USADA, including arbitration under the USADA Protocol, or to the results management authority of the ISU, if applicable or referred by USADA.

19.4.2. **Organizational Members.** It is the duty of all Athletes, Athlete Support Personnel and other Persons (as those terms are defined in the World-Anti Doping Code), by virtue of their participation in the Olympic, Paralympic, Pan American, Parapan American or Youth Olympic Games, participation in an Event or Competition organized or sanctioned by an

NGB, PSO or HPMO, participation on a national team, utilization of a USOPC Training Center, receipt of benefits from the USOPC or US Speedskating, inclusion in the Registered Testing Pool, or otherwise subject to the World Anti-Doping Code to comply with all anti-doping rules of WADA, the ISU, the USOPC, and of the U.S. Anti-Doping Agency (USADA), including the USADA Protocol for Olympic and Paralympic Movement Testing (USADA Protocol) and all other policies and rules adopted by WADA, the ISU and USADA. If it is determined that an Athlete, Athlete Support Personnel, or other Person may have committed a doping violation, the individual agrees to submit to the results management authority and processes of USADA, including arbitration under the USADA Protocol, or to the results management authority of the ISU, if applicable or referred by USADA. In addition, Athletes agree to submit to drug testing by the ISU and/or USADA or their designees at any time and understand that the use of methods or substances prohibited by the applicable anti-doping rules make them subject to penalties including, but not limited to, disqualification and suspension.

19.5. Safesport. As a condition of membership in US Speedskating and a condition for participation in any competition or event sanctioned by US Speedskating or its member organizations, each member and each athlete, coach, trainer, agent, athlete support personnel, medical or para-medical personnel, team staff, official, and other person who participates in US Speedskating or US Speedskating events (whether or not a US Speedskating member), agrees to comply with and be bound by the safe sport rules, policies, and procedures of the U.S. Center for Safe Sport and to submit, without reservation or condition, to the jurisdiction and rules, policies, and procedures of the U.S. Center for Safe Sport for the resolution of any alleged violations of those rules, policies, or procedures, as they may be amended from time to time. To the extent any US Speedskating rule is inconsistent with the rules of the U.S. Center for Safe Sport, such rule is hereby superseded. The current safe sport rules are available at the office of US Speedskating or on-line at the following website: https://safesport.org/.

19.6. Members Subject to Discipline. Each member is subject to suspension, ineligibility or disciplinary action (subject to the member's right to a hearing as set forth in Article 14 of these Bylaws) for any or all of the following

19.6.1. the violation of or failure to comply with (i) the Short Track Rules and Regulations, Long Track Rules and Regulations, and Racing Rules for Age Group Competitions of US Speedskating; (ii) these Bylaws; (iii) the written policies of US Speedskating; (iv) the US Speedskating Code of Conduct, Code of Ethics, or conflicts of interest rules; and (v) any other rules or policies of US Speedskating.

19.6.2. participating in or committing actions that bring disrepute upon and/or result in damage to US Speedskating or its programs.

19.6.3. fraud in any form;

19.6.4. failure to fully cooperate with the Judicial Committee; and/or

19.6.5. taking action(s) detrimental to the welfare of the sport of speedskating and/or to US Speedskating.

ARTICLE 20.
AMENDMENT OF BYLAWS

20.1 **Amendment.** These Bylaws may be amended, repealed, or altered, in whole or in part, and new Bylaws may be adopted, by a majority vote of the entire Board of Directors at any meeting duly called and at which a quorum is present.

ARTICLE 21.
MISCELLANEOUS PROVISIONS

21.1 **Severability and Headings.** The invalidity of any provision of these Bylaws shall not affect the other provisions of these Bylaws, and in such event these Bylaws shall be construed in all respects as if such invalid provision were omitted.

21.2 **Saving Clause.** Failure of literal or complete compliance with any provision of these Bylaws in respect of dates and times of notice, or the sending or receipt of the same, or errors in phraseology of notice of proposals, which in the judgment of the Directors of the Board do not cause substantial injury to the rights of Directors, shall not invalidate the actions or proceedings of the Directors at any meeting.

ARTICLE 22.
EFFECTIVE DATE AND TRANSITION

22.1 **Effective Date and Transition.** These Bylaws shall be effective when adopted by the current Board of Directors; provided, however, that certain provisions will be implemented over time. For example, a new Board of Directors will not be elected until the Spring of 2014 (and new Elite Athlete Directors will not be elected until 2016). Once adopted, these Bylaws shall supersede all previous versions of US Speedskating Bylaws and any amendments thereto.