

BY-LAWS

WISCONSIN STATE CURLING ASSOCIATION

AS AMENDED APRIL 25, 2009, AS FURTHER AMENDED APRIL 20, 2013

ARTICLE I - Name

Section 1. Designation. This Association shall be known as the Wisconsin State Curling Association.

Section 2. Purpose. Section 2. The Association has been formed:

- A. To promote the game of curling in Wisconsin and to unite the curling clubs located within the territory limits of the State of Wisconsin;
- B. To maintain friendly relations and affiliations among the curling clubs within Wisconsin;
- C. To represent the curlers of Wisconsin in any national organizations, including without limitation, United States Curling Association;
- D. To conduct, manage and operate State Men's, Women's, Junior's and Mixed Championships;
- E. To foster regional and national amateur sports competition within the meaning of 501(c)(3) of the Internal Revenue Code as amended from time to time;
- F. To operate for educational and charitable purposes programs and activities for the curling clubs and curlers in Wisconsin;
- G. Notwithstanding any other provision of these By-Laws, this Association shall not engage in any activities prohibited to be engaged in by an Association exempt from federal income taxes under 501(c)(3) of the Internal Revenue Code.

ARTICLE II - Membership

Section 1. Qualifications. Membership will be open to any curling club in the State of Wisconsin having at least eight (8) dues-paying members.

Each member curling club shall be entitled to three (3) representatives, but in no event will any curling club be entitled to more than one (1) vote at any meeting of the membership.

A member club shall appoint its representatives and alternates with authority to act for and bind said club at any meeting of the Association.

Section 2. Dues. Annual club membership dues shall be based on a per capita charge for each voting member of a club, to be determined by the Board of Directors from time to time, provided that a minimum of \$25.00 shall be paid by each club.

Section 3. Payment of Dues. Payment of dues shall entitle a club to representation in the Association and to all other benefits of the Association. Annual dues must be paid on or before the first day of January of each year.

ARTICLE III -

Administration

Section 1. Directors. Administrative powers of this Association shall be vested in a Board of Directors. Each member club of the Association shall appoint one (1) Director to serve upon and attend the meetings of the Board of Directors.

A Director must be a member in good standing with the represented curling club. All members of the Board of Directors shall serve without compensation.

Ten Directors present on said Board shall constitute a quorum to transact business. The Board of Directors shall have authority to elect an Executive Committee and other committees, with such powers as may be defined by the Board of Directors.

Section 2. Meetings and Elections. There shall be a regular annual meeting of the membership held during the month of April or the month of May. The date of such meeting shall be set by the President. The Secretary shall post written notice of such meeting at least ten days prior to the time of the annual meeting. Each member club shall designate one or more representatives to attend a meeting of the membership, and each member club shall have one (1) vote at a meeting of the membership. No person shall be a voting representative for more than one (1) club.

There shall be a regular annual meeting of the Board of Directors held immediately following adjournment of the annual meeting of the membership.

There shall be no voting by proxy at a meeting of the membership, nor at a meeting of the Board of Directors.

Special meetings of the membership or the Board of Directors may be held upon written notice posted 10 days in advance of such meeting at the call of the President or any five members of the Board of Directors representing at least five different member clubs. For the purpose of calling such meetings any designated representative of a member club shall be deemed to be a member of the Board of Directors.

Section 2a. Roberts Rules of Order. All meetings of the Association and the Board of Directors shall be conducted pursuant to Robert Rules of Order.

Section 3. Officers. The officers of the Wisconsin State Curling Association shall be a President, a Vice President, a Vice President of Championships, Secretary, and a Treasurer, and shall be elected by the Board of Directors from the membership in good standing of any member club. Each officer shall be a voting member of the Board of Directors. The officer's home club shall also be entitled to have another voting director on the Board, provided that no person shall be entitled to more than one vote on the Board, even if a person represents more than one club. All terms of office shall be for two years. Neither the President nor Vice President shall succeed themselves. The Vice President of Championships, Secretary and Treasurer may succeed him or herself.

The duties of the President shall be:

1. To preside at all annual or special meetings of the Association or its directors.
2. To appoint such committees as may be necessary to promote the purposes of the Association, including without limitation a Nominating Committee and an Audit Review Committee.

The duties of the Vice President shall be:

1. To preside at all meetings when the President cannot attend and other functions as designated by the President.

The duties of the Vice President U.S. Curling Association Events shall be:

1. To direct and coordinate all events at the state level which are sponsored by the U.S. Curling Association, in accordance with the rules of the U.S. Curling Association.

The duties of the Secretary shall be:

1. To keep minutes of all meetings of the Association or its directors.
2. To perform such other duties as may be prescribed by the President or Board of Directors.

The duties of the Treasurer shall be:

1. To take charge of all funds belonging to the Association.
2. To pay all bills and charges lawfully incurred by or on behalf of the Association.
3. To keep accounts and books showing the status of the Association's funds.
4. To perform such other duties as may be prescribed by the President or the Board of Directors.

Section 4. Wisconsin Directors of the United States Curling Association. This Association shall be represented on the Board of Directors of the United States Curling Association by persons who are members in good standing of member clubs of this Association. Such directors shall be selected by a majority vote of the Board of Directors of this Association. When the regular term of any Wisconsin director of the United State Curling Association is scheduled to terminate after a scheduled meeting of the Board of Directors of this Association and before the next scheduled meeting of such Board, then such Board shall elect a person to serve as a Wisconsin director of the United States Curling Association who shall take office effective upon the termination of the current term. Subject to the rules of the United States Curling Association, a Wisconsin director from this Association may be elected to succeed himself or herself.

In the event a vacancy occurs in the office of a Wisconsin director of the United States Curling Association, including a vacancy cause by such director's club terminating its membership in either this Association or in the United States Curling Association, then the vacancy may be filled by a majority vote of the executive committee of the Board of Directors of this Association until the next meeting of such Board, at which time the Board of Directors shall select a replacement to serve the unexpired term of such directorship.

The number of Wisconsin directors to be elected to the Board of Directors of the United States Curling Association, and their normal terms, shall be determined in accordance with the rules of the Association.

Section 5. Amendments. These By-laws may be amended by a majority of the members of the Association present at the annual meeting or at any special meeting called for that purpose.

Section 6. Distribution of Assets on Dissolution. On the dissolution or winding up of the Association, its assets remaining after payment of, or provision for payment of, all debts and liabilities of the Association shall be distributed to any and all member clubs exempt under Section 501(c)(3) as amended. The assets remaining will be distributed proportionately to that member club's total number of individual curlers for whom dues were paid to the Association in the year prior to dissolution of the Association as compared to the total of all individual curlers of all member clubs exempt under Section 501(c)(3) of the Internal Revenue Code, as amended.

Section 7. Executive Committee. Action of the Executive Committee shall be recorded in the Minutes of the meeting. The votes of the majority of the voting members of the Executive Committee shall govern. All actions of the Executive Committee, excepting those actions which were authorized by prior Board of Directors actions, must be ratified by the Board of Directors at its next meeting.

Revised and approved: 9/6/69

Amended: 5/10/75, 9/27/75, 4/22/78, 10/3/81, 5/4/85, 5/3/86, 4/25/09 and 4/20/13.

Note: The 4/20/13 amendments to Article III are underlined.