

BYLAWS OF WISCONSIN WEIGHTLIFTING, INC.

ARTICLE 1 - NAME

Section 1: Name

The name of this corporation is Wisconsin Weightlifting, Inc, hereafter referred to as the "LWC".

Section 2: Affiliation

The LWC is a Local Weightlifting Committee #20 and is a registered member of USA Weightlifting, Inc, hereafter referred to as "USAW".

Section 3: Tax Status

The LWC is not for profit.

Section 4: Offices

The LWC shall have and continuously maintain in the State of Wisconsin a registered office, and registered agent whose office is identical to the registered office.

Section 5: Duration

The duration of the LWC is perpetual, except in the event of its dissolution as described in Article XII.

ARTICLE II - TERRITORY

Section 1: Jurisdiction

The LWC shall include all counties within the state of Wisconsin.

ARTICLE III - PURPOSE

Section 1: Mission Statement

To promote the growth and development of Weightlifting and lifters at a grassroots level, abiding by the rules and governance of USAW.

Section 2: Function

The purpose shall be to educate, promote, conserve, sponsor, coordinate, and stimulate the interest of Weightlifting, as an amateur sport, throughout the State of Wisconsin and the Nation.

Section 3: Funding

The purpose of the LWC funds shall be to receive funds and other assets by the way of donations from various and sundry sources; to receive funds from registrations, sanctions, club memberships and service fees, including rebates from memberships. To utilize all funds

received from whatever source exclusively in the promotion of and in furtherance of Weightlifting.

Section 4: Corporate Status

It is intended that the LWC shall have and continue to maintain the status of an organization which is exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Notwithstanding any other provision of these articles, the LWC shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 5: Distributions

No part of the net earnings of the LWC shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the LWC shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

ARTICLE IV - MEMBERS

Section 1: LWC Club

Membership shall be limited to, and include all USAW Clubs registered in the LWC.

Section 2: Individuals

Membership shall be limited to, and include all current members of USAW, in good standing, who are legal residents of Wisconsin or are a member of a USAW Club registered in the LWC.

Section 3: Dues

The annual dues for club or individual membership shall be as determined by USAW. No additional dues may be collected by the LWC.

ARTICLE V - ELECTIONS

Section 1: Directors

- a. **Executive Board.** The Executive Board of the LWC shall be comprised of a President, Vice-President, Secretary/Treasurer, Competition Chair, and Athlete Representative.
- b. **Eligibility.** Elected Directors on the Executive Board must be current members of the LWC, in good standing. The Athlete Representative must be a USAW athlete member who has participated, as an athlete, in at least one LWC competition during each of the prior two years, and has not earned a coaching certification.

- c. **Club Restrictions.** No more than two director positions may be held by members of the same USAW Club. The President and Vice-President may not be members of the same USAW Club.

Section 2: Elections

- a. **Term of Office.** Director positions shall be held for a two-year term. Newly elected members of the Executive Board shall take office immediately following the election.
- b. **Rotating Cycle.** Elections for the President, Competition Chair, and Athlete Representative positions shall occur during even-numbered years. Elections for Vice-President and Secretary/Treasurer shall occur during odd-numbered years.
- c. **Criteria.** Positions are elected based on a plurality vote.
- d. **Voting.** Each individual member shall have one vote per position.
- e. **Date and Notification.** The annual election shall occur within two weeks prior to the Annual Meeting, or as the first order of business of the Annual Meeting. Notice of the annual election shall be distributed by e-mail, using the address listed on the USAW membership, at least ten (10) days prior to the election.

Section 3: Voting Rights at Meetings

- a. **Club Voting Rights.** Each LWC Club, in good standing, is entitled to the following number of votes, determined by their number of active USAW members on the date of the meeting:
 - i. Five (5) or fewer members: One (1) vote
 - ii. Six (6) to ten (10) members: Two (2) votes
 - iii. Eleven (11) to fifteen (15) members: Three (3) votes
 - iv. Sixteen (16) to twenty (20) members: Four (4) votes
 - v. Twenty (20) to twenty five (25) members: Five (5) votes
 - vi. Twenty six (26) or more members: Six (6) votes

Each vote must be cast by a club officer listed on the club's USAW membership, or by a representative designated in writing by the Club Director.

- b. **Unattached Voting Rights.** Individual members who are not members of an LWC Club are entitled, as a group, to the following number of votes, determined by the number of active unattached USAW members within the LWC on the date of the meeting:
 - i. Twenty (20) or fewer members: One (1) vote
 - ii. Twenty one (21) to forty (40) members: Two (2) votes
 - iii. Forty one (41) to sixty (60) members: Three (3) votes
 - iv. Sixty one (61) to eighty (80) members: Four (4) votes
 - v. Eighty one (81) or more members: Five (5) votes

Should more unattached members be present at a meeting than are allowed to vote, the unattached members attending must decide among themselves whom to designate as the voting members.

ARTICLE VI - DUTIES OF ELECTED BOARD

Section 1: President

The President shall preside at the Membership and Executive Board meetings as chief officer of the LWC; shall supervise the LWC's affairs and activities; shall make an annual report to the members; and be responsible for seeing that all of the LWC's activities are in accordance with the bylaws and USAW rules.

Section 2: Vice President

The Vice President shall preside at Membership and Executive Board meetings in the absence of the President; shall also act on behalf of the President when required, and shall work with the President on all affairs of the LWC.

Section 3: Secretary/Treasurer

The Secretary shall give notice of all regular and special meetings; keep permanent record of such meetings, be custodian of all official records of the LWC, and furnish minutes of such meetings for publication; submit a credentials report at each meeting; supervise the ways and means affairs and projects of the organization; shall issue notice of dues payable and be responsible for the collection thereof; keep the financial records of the organization; disburse a report in detail at the annual meeting, and at other times when directed, as to the financial condition of the Association; cooperate with the party selected by the Executive Board to make an annual audit of the financial records.

Section 4: Competition Director

The Competition Director shall be responsible for maintaining the annual competition calendar; providing guidance to local meet directors; presiding over the bid process for state-wide events; maintaining/housing any competition equipment owned by the LWC; maintaining the list of state record holders. The above will be conducted within the prescribed rules of USAW.

Section 5: Athlete Representative

The Athlete Representatives shall be invited to attend all meetings of the Executive Board; shall fully participate therein and perform such other duties as designated by the Executive Board. Specifically, the Athlete Representative shall be a sounding board between the Athlete and the Executive Board, bringing to the Executive Board the problems and desires of our athletes.

Section 6: Resignation and Removal

- a. **Code of Conduct.** A director found to be non-compliant with the Code of Conduct of USA Weightlifting can be removed by a two-thirds majority vote of the remaining board members.

- b. **Failure to Attend Meetings.** Should any member of the Executive Board fail to attend two consecutive board meetings without a reason acceptable to a majority of the remaining members, that officer shall be deemed to have resigned.
- c. **Replacement.** Any vacancy in the Executive Board shall be filled via a special election within 60 days. If the President position is vacant, the Vice-President shall assume the position for the remainder of President's term, and a special election held to fill the Vice-President position.

Section 7: Compensation

No director shall receive compensation for services as a director or as a member of committee of the Board. Nothing herein contained shall be construed to prevent any director from receiving reimbursement for expenses incurred on behalf of the LWC or in attending meetings of the Executive Board or from serving the LWC in any other capacity.

Section 8: Quorum

A majority of members of the Executive Board shall constitute a quorum for the transaction of business.

ARTICLE VII - COMMITTEES

Section 1: Determination

The Executive Board shall determine the committees deemed necessary and proper to fulfill the objective and purposes of the LWC.

Section 2: Appointment

All committee chairpersons and members shall be appointed by the President and Vice-President.

ARTICLE VIII - MEETINGS

Section 1: Annual Meeting

The Annual Meeting shall be held during the weekend of the LWC Championship meet. Notice of the Annual Meeting shall be distributed by e-mail, using the address listed on the USAW membership, at least ten (10) days prior to the meeting. A quorum is established by representation of LWC Clubs and Unattached members that constitute twenty percent (20%) of available votes.

Section 2: Executive Board Meetings

Meetings of the Executive Board shall be held at the call of the President or on prearranged dates.

Section 3: Special Meetings

Special Meetings of the membership can be called by the President, or at the request of one-third of the individual members. A quorum is established by representation of LWC Clubs and Unattached members that constitute twenty percent (20%) of available votes.

Section 4: Minutes

Minutes from all meetings shall be made publicly available upon request by a member and on the LWCs website, within ten (10) business days of approval.

ARTICLE IX - EVENTS

Section 1: Statewide Competitions

- a. All statewide competitions must have a USAW sanction.
- b. The Competition Chair shall oversee a bidding process to award statewide competitions to LWC clubs. No LWC Club may host more than one such event in a calendar year, except in the case where no other LWC Clubs, in good standing, have submitted a bid.
- c. The annual LWC Championships shall be considered a statewide competition. Other competitions may be added at the discretion of the Executive Board.
- d. No local competition sanctions shall be approved for events within ten (10) days prior to or ten (10) days after a statewide competition, without written permission from the Meet Direction of the statewide competition.
- e. The LWC shall charge a fee of twenty percent (20%) of the gross competition entry fees received for statewide competitions. Funds shall be submitted to the Treasurer within thirty (30) days of the completion of the event.

Section 2: Local Sanctions

- a. Local competition sanctions will be assigned on a first-come-first-served basis upon receipt of a sanction request.
- b. No local competition sanctions shall be approved for events within a within ten (10) days prior to or ten (10) days after an existing sanction, when the event venues are within seventy five (75) miles of each other, without written permission from the Meet Director of the existing event.
- c. Meet Directors are required to submit results to USAW and the LWC within ten (10) business days of the completion of the event.
- d. No local sanction shall be denied to any LWC Club, except for reasons described in this Article or for reasons determined by USAW.

Section 3: Competition Oversight

All sanctioned competitions must abide by USAW Technical Rules. Events shall be randomly monitored for compliance of USAW competition rules and regulations by members of the Executive Board. Failure to comply with these rules can result in denial of future meet sanctions.

Section 4: State Records

State records can be set by a current LWC member at any sanctioned USAW or IWF competition. If set at a competition sanctioned outside of the LWC, the member must have participated in a competition sanctioned within the LWC in the prior twelve (12) months.

ARTICLE X - FUNDS

Section 1: Financial Statements and Disclosure

The Secretary/Treasurer is in charge of maintaining LWC accounts, including all financial statements and reconciliations. He/she is responsible for submitting a yearly financial report to USAW. Quarterly statements are available to members of the LWC upon request.

Section 2: Purpose of Funds

Funds may be used towards:

- a. The purchase or maintenance of equipment, which must be made available for use by any LWC Club upon request on a first-come-first-served basis, for use in a sanctioned local weightlifting meet or other sanctioned event.
- b. Reimbursement for expenses incurred by LWC athlete members who represent an LWC Club while participating in USAW National or IWF International events, determined by policy of the Executive Board, including monetary rewards for medalists.
- c. The promotion and execution of any state-wide sanctioned event as described in Article IX, Section 1.
- d. The general promotion and cultivation of the sport of Weightlifting in Wisconsin.

Section 3: Expenditures

- a. Expenditures of an amount greater than or equal to twenty percent (20%) of the LWC's available funds, or any expenditure greater than two hundred dollars (\$200) if the LWC's total annual expenditures are over forty percent (40%) of the LWC's available funds, must be approved by majority vote at a general or special meeting of the membership.
- b. Expenditures of an amount less than twenty percent (20%) of the LWC's available funds, but greater than two hundred dollars (\$200) must be approved by majority vote of the Executive Board.

- c. Expenditures of an amount less than or equal to two hundred dollars (\$200) may be made with approval of the President or Vice-President.

ARTICLE XI - AMENDMENTS

Section 1: Procedure

The LWC bylaws may be amended by a two-thirds ($\frac{2}{3}$) vote of the individual members present at any meeting of the membership, provided notice of the proposed action or actions has been given to each member at the e-mail address listed on their USAW membership, at least ten (10) days prior to the meeting. Such notice must include a copy of the proposed amendment or amendments.

Section 2: Proposed Amendments

Proposed amendments to the LWC bylaws may be submitted as an order of business, by any member, in good standing, at any meeting of the membership, without prior written notice, provided that a written copy of the amendment has been given to the Secretary in advance of the meeting. Proposed amendments in this manner require a unanimous vote of the individual members present.

Section 3: Suspension of Bylaws

The LWC bylaws may be suspended at any meeting of the membership by unanimous vote of the individual members present.

ARTICLE XII - DISSOLUTION

Section 1: Beneficiary

Upon dissolution, the net assets of the of Wisconsin Weightlifting, Inc., shall be distributed to USA Weightlifting, Inc., to be used exclusively for educational/charitable purposes. If USAW, Inc., is not then at the time of such dissolution in existence or is not then a corporation which is exempt under section 501(c)(3) of the Internal Revenue Code and to which contributions, bequests and gifts are deductible under sections 170(c)(2), 2055(a)(2) and 2522(a)(2) thereof, such assets shall be distributed to such an entity meeting similar criteria for the aforementioned non-profit status in this Article XI, Section 1, to be used exclusively for educational or charitable purposes.