

New Hampshire Wrestling Association for Youth



Bylaws

September 01, 2020

Article I: Name

The name of this organization shall be the New Hampshire Wrestling Association for Youth, to be referred to in these bylaws as the Association.

Article II: Purpose

The purpose of the Association is to increase participation in the sport of wrestling in New Hampshire. The Association intends to accomplish this purpose by providing a structured and organized governing body to the youth wrestling community of New Hampshire. The Association will host high quality wrestling events and offer opportunities for New Hampshire wrestlers to participate in regional and national competitions.

Article III: Members

All individual member wrestlers in good standing, their parents and/or legal guardians shall be considered general members of the Association. Additionally, all Association-trained coaches of member clubs shall also be considered part of the general membership. General membership lasts for twelve (12) months beginning on September 1st and extending through August 31st of the following year.

Article IV: Board of Directors

Section 1: Board Structure

The Association Board of Directors, hereafter referred to as the Board, shall be comprised of the officers as described in Article VI.

Section 2: Board Duties

The Board shall be responsible for setting Association policy, establishing operational rules and steering the overall direction of the Association.

The President is the only officer empowered to speak publicly on behalf of the Association. All official inquiries of other Board members requiring an Association response will be directed to the President.

Article V: Voting Rights

The Board of Directors has exclusive voting rights on all matters pertaining to the Association except in the case of annual elections. The members of the Association aged eighteen (18) years of age and older are eligible to vote in the annual election of Association officers as outlined in Article VI, Sections 2 & 3.

Article VI: Officers

Section 1: Officers

The required officers of the Association shall be President, Vice-President, Treasurer and Secretary.

Rules Coordinator, School Division Coordinator and a Club Division Coordinator are optional officers.

Association officers must be eighteen (18) years of age or older. Additionally, candidates must have completed at least one (1) full term of office on the Board in a voting capacity before being eligible for nomination to the office of President or Vice-President.

The Board may create or redefine optional officer positions and duties as deemed appropriate by majority vote in any regular or special meeting with the following restrictions. In accordance with New Hampshire Office of the Attorney General Charitable Trusts Unit guidance, the total number of Board officers shall contain no less than five (5) voting members who must not be of the same immediate family or related by blood marriage. The Board shall consist of no more than seven (7) voting members and must always maintain an odd number of Board members.

Section 2: Nomination Procedure, Time of elections

Nominations for all Board offices, except President and Vice-President, may be submitted by any general member of the Association in good standing aged eighteen (18) years of age or older. Existing Board members with voting rights are the only parties authorized to nominate persons for the offices of President and Vice-President. All nominations must be submitted in writing (email acceptable) no less than thirty (30) calendar days from the date of the annual meeting. No nominations are allowed from the floor during any meeting.

The President and Secretary will review eligibility of all nominees in accordance with Article VI, Section 1, and ensure only eligible candidates are considered during the annual election. Officers who have been removed from office or are determined to have resigned with prejudice, will be ineligible to run for office in the Association for a period of three (3) years from the effective date of removal or resignation.

Nominees need not be present to be voted in, however, if not present, verbal or written acceptance of the nomination and willingness to accept office must be provided to the President prior to the meeting. Otherwise, the nominee will be deemed ineligible for the election.

Section 3: Ballot Election, Term of Office

The Board officers shall be elected by ballot at the annual meeting by the general membership aged eighteen (18) years of age and older by ballot. Members must be present to vote. The election of officers shall be the first order of business at the annual meeting and elected officers start their term of office immediately following

the election. Either the President or Vice-President, whichever is not being considered for election, will preside over the election. Either the Secretary or Treasurer, whichever position is not being considered in the election, will count the ballots and declare winners for each office. The officers shall serve for the term durations listed below or until resignation or removal from office per these bylaws.

The President and Vice-President shall be elected in alternating years. The Treasurer and Secretary shall be elected in alternating years. The President and Secretary elections shall be held on even years while the Vice-President and Treasurer elections shall be held on odd years (e.g. 2022 is even, 2023 is odd). The first President will initially appoint all Board members to establish the organization. All appointed Board members will serve until the election process, as defined in these bylaws, begins in the year 2023.

The President shall serve a two (2) year term. He/She may be re-elected indefinitely.

The Vice-President shall serve a two (2) year term, He/She may be re-elected indefinitely.

The Treasurer shall serve a two (2) year term. He/She may be re-elected indefinitely.

The Secretary shall serve a two (2) year term. He/She may be re-elected indefinitely.

All optional officer positions shall serve one (1) year terms. He/She may be re-elected indefinitely.

Section 4: Removal from Office

A Board officer may be removed, with or without cause, by a two-thirds (2/3) vote of the remaining Board membership.

The Board may remove a committee member (Article IX) at any time, with or without cause by a two-thirds (2/3) vote of the Board.

Section 5: Resignation

An officer may resign his/her office in writing (e-mail acceptable) by submitting a letter of resignation to the President stating the effective resignation date and reasons for resignation. A Board officer that is absent from three consecutive regular meetings will be considered resigned. The President will determine whether to accept the resignation with or without prejudice and document that determination in the next regular or special meeting minutes.

Section 6: Board Vacancies

In the event of a Board vacancy, the President shall appoint a person to fill the vacancy until the end of the term for the vacant office. If the President's position becomes vacant, the Vice-President shall have the option to either automatically

assume the office of President for the remainder of the President's term and appoint an officer meeting eligibility requirements outlined Article VI, Section 1 to the office of Vice-President or appoint an officer meeting eligibility requirements outlined Article VI, Section 1 to the office of President. Office vacancies shall be filled within thirty (30) calendar days.

Article VII: Duties of Officers

Section 1: President

The President shall speak or give authorization to a designee to speak on behalf of the Association to outside organizations and the media.

The President shall preside over all Association and Board meetings. This includes, but is not limited to, approving the agenda, recognizing speakers, maintaining adherence to the agenda, halting unproductive conversations and ensuring respectful and honorable decorum by meeting participants. The President has the authority to remove disruptive, unrecognized speakers from the meeting.

The President shall have the authority to call special meetings of the membership or officers.

The President shall, with the Treasurer, sign all vouchers authorized by the officers.

The President shall be considered a member, ex-officio of all committees.

Section 2: Vice President

The Vice-President shall oversee business operations for the Association. This includes acting as an additional resource to the member clubs and being responsible for promoting the Association's philosophy and practice.

The Vice-President shall be permitted to attend all committee meetings, although they will only have voting rights for those committees where he/she is a member.

The Vice-President shall have authority to call special meetings of the membership and/or officers.

The Vice-President shall act as the President of the Association if the President is unavailable if one of the following conditions are met.

1. The President grants the Vice President the authority to act on his/her behalf verbally or in writing (e-mail acceptable) for a defined period of time to a majority of the Board,
2. Two-thirds (2/3) of Board members vote to grant the Vice-President the authority to act as a president for a defined period of time specified in the vote, or
3. The President resigns or is removed from office leaving a vacancy as described in Article VI, Section 6.

Section 3: Treasurer

The Association Treasurer shall have oversight of the Association's accounting and fiscal management. This includes managing the Association bank accounts, maintaining current records on club payments, individual membership fees and all other revenue and expense items. The Treasurer shall be responsible for providing reports on financial standing of the Association monthly to the Board, at all meetings, and at the request of the President or Vice-President.

The Treasurer shall, with the President, sign all vouchers authorized by the officers. The Treasurer shall also ensure that Conflict of Interest policies were adhered to before authorizing any expenditure of funds.

The Treasurer shall be responsible for annual financial filings with the State and Federal authorities to maintain the Association's standing as a tax-exempt, non-profit organization.

The Treasurer shall advise the Board on expenditure rules for tax-exempt, non-profit organizations.

Section 4: Secretary

The Secretary shall serve as the registrar of the Association, being responsible for the maintenance of records related to membership and Association-mandated training. The Secretary shall be responsible for providing reports on membership and training status at all meetings and at the request of the President or Vice-President.

The Secretary shall record minutes at all Association meetings. Minutes shall be presented to the Board not later than ten (10) business days after the subject meeting.

The Secretary shall establish Association e-mail accounts for all duly elected officers and coordinate decommissioning e-mail accounts for departing officers.

The Secretary shall manage the Association website to properly notice Association meetings, post Association policies, promote Association activities and events. The Secretary will also use the Association's social media accounts to highlight events or activities to the New Hampshire wrestling community.

Section 5: Rules Coordinator (optional)

The Rules Coordinator shall have oversight of the rules of wrestling competition and serve as the chairperson of the competition committee. The Rules Coordinator is responsible for ensuring consistent rules for all events managed by the Association and for advocating for Association norms for events not directly managed by the Association.

Section 6: School Division Coordinator (optional)

The School Division Coordinator shall have oversight of the school-based member clubs and as such, act as liaison between those members and the Board. This includes communicating with school athletic directors, coaches or administrative staff as appropriate to ensure Association policies are implemented and that problems are quickly resolved.

Section 7: Club Division Coordinator (optional)

The Club Division Coordinator shall have oversight of the club-based member clubs and as such, act as liaison between those members and the Board. This includes communicating with club directors, coaches or administrative staff as appropriate to ensure Association policies are implemented and that problems are quickly resolved.

Article VIII: Meetings

Section 1: Annual Meeting

An annual meeting of the general membership shall take place to address election of officers, establish schedules, and to provide the general membership a forum to address the Board on issues regarding the operations of the Association. The meeting shall occur in the month of May or June and shall be considered a regular meeting. The date, time and location of the meeting shall be posted not less than sixty (60) calendar days in advance on the Association website.

Section 2: Regular Meetings

The Board of Directors shall meet at least quarterly during the year to ensure smooth operation of the Association. One of the regular meetings is the annual meeting described in Article VIII, Section 1. Meetings shall be open to the general membership but requests to speak or make a presentation must be submitted to the Secretary not less than fifteen (15) calendar days prior to the meeting. The date, time and location of the meeting shall be posted not less than thirty (30) calendar days in advance on the Association website.

Sub-Committee meetings may be conducted without call and are not open to the general membership.

Section 3: Special Meetings (Including E-Meetings)

Special meetings of the Board may be called by the President or by the Vice-President in writing (e-mail acceptable) to the Board. Special meetings are not open to the general membership. The purpose of the special meeting shall be stated in the call, and except in cases of emergency, at least three (3) calendar days' notice shall be given.

For the purpose of special meetings only, conference calls or video conference meetings shall be deemed valid provided the quorum is met. All actions taken during special meetings must be approved into the next regular meeting minutes.

Section 4: Notice of Meetings

Notice, or the call, of a meeting of the membership shall be provided by posting on the Association website.

Section 5: Quorum

The quorum at any regular or properly called meeting of the membership consists of a simple majority of the current Board.

Article IX: Committees

Committees not otherwise provided for in these bylaws, standing or special, shall be appointed by the President as he/she deems necessary to carry on the work of the Association. The President shall be ex-officio a member of all committees. Committee membership must come from members in good standing of the Association. Committee members and committee purpose will be recorded in meeting minutes. The President may disband any committee with a written notification (e-mail acceptable) to the committee chairperson. The Board shall be informed in a regular meeting or in writing when any committees are created or disbanded.

Article X: Rules, Policies and Procedures

The Board shall establish and maintain rules, policies, and procedures for the governance of the Association to include, but not limited to; Competition Rules, Codes of Conduct, Ethical Standards, Abuse Prevention Training and Use of Social Media. A Board majority vote at a regular or special meeting is required to adopt or alter rules, policies, or procedures of the Association. All rules, policies, and procedures will be displayed on the Association website.

Article XI: Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.

Article XII: Amendments

Amendments to these bylaws may be requested by Board members in writing to the Secretary not less than thirty (30) days prior to the Annual Meeting for consideration. All amendments shall be considered passed with a two-thirds (2/3) vote of the Board.

It shall not be improper for the Board, in considering and acting upon proposed amendments to the Articles or By-Laws, to approve changes therein which go to form and not to substance, and where more than one amendment has been proposed on the same subject matter, to approve an amendment which represents a substantive compromise between or among the competing proposals.