

BYLAWS

SAUK-PRAIRIE WRESTLING CLUB, INC.

ARTICLE I

NAME

The name of the corporation shall be:

SAUK-PRAIRIE WRESTLING CLUB, INC.

And it is sometimes referred to in these bylaws as the Corporation.

ARTICLE II

PURPOSES

The purposes for which the Corporation is formed are those set forth in its Articles of Incorporation, as from time to time amended. Namely for the promotion and betterment of the youth and high school wrestling program (the "Program"); for the encouragement of public awareness of and enthusiasm for the social and educational benefits which accrue to the Sauk-Prairie School District as a consequence of enhancing and sustaining the Program; and for the encouragement and promotion of both public and private appreciation of the benefits which accrue to the Sauk-Prairie School District as a consequence of making superior staff and physical facilities available for service to and use by the Program. To these ends, the Corporation may undertake any act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but no such act or thing shall be for or inure to the pecuniary profit or financial gain of its directors, officers or members. In furtherance of and in keeping with the foregoing, the Corporation may engage in any lawful activity permitted by Chapter 181, Wisconsin Statutes, and shall have all the powers enumerated therein, except that no activity shall be undertaken which would jeopardize the ability of the Corporation to qualify under section 501 (7) of the Internal Revenue Code of 1954 and successor provisions.

The Corporation is not formed for pecuniary or financial gain, and no part of the assets, income or profit of the Corporation is distributable to, or inures to the benefit of its directors, officers or members. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE III

BASIC POLICIES

The following are basic policies of the Corporation:

1. The Corporation shall be noncommercial, nonsectarian and nonpartisan and shall not discriminate on the basis of race, color or religion.
2. The name of the Corporation or the names of any members in their official capacities shall not be used in any connection with a commercial concern with any partisan interest or for any purpose not appropriately related to promotion of the objects of the Corporation.
3. The Corporation shall cooperate with the Sauk Prairie School District to support the improvement of the wrestling program, facilities and staff in ways that will not interfere with administration of the District or its athletic programs. The Corporation shall not seek to control the policies of the District or its athletic department.
4. USA Cards and club waivers are required for all youth wrestlers upon registration with the club. This is for insurance purposes to protect the wrestlers and the club as a whole.

ARTICLE IV

MEMBERSHIP AND DUES

Any individual who subscribes to the purposes and basic policies of the Corporation may become a member of the Corporation subject only to compliance with the provisions of the bylaws. Membership in the Corporation shall be available without regard to sex, age, race, color, creed or national origin.

The Corporation shall conduct an annual enrollment of members but persons may be admitted to membership at any time. Various levels of membership and privileges associated therewith may be established periodically by the Board of Directors.

Any membership dues prescribed by the Board of Directors shall be made payable to the Corporation.

ARTICLE V

OFFICERS AND THEIR ELECTION

1. Officers.

(a) The club will consist of the following officers:

1-President, 2-Vice President, 3-Assistant Vice President, 4-Secretary, 5-Treasurer, 6-Past Officer, 7-HS Coach ,8-MS Coach, 9-Youth Coach.

(b) Term of officers is to be two years with no restriction for running for subsequent terms. Officers to be elected in a rotation as follows:

1. President, Vice President and Assistant Vice President Elections held on even years.
2. Treasurer, Secretary and Past Officer elections held on odd years.

2. Vacancy.

A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the remaining members of the Board of directors.

3. Office may be held by only one member of a family /household.

4. Policy for nominating officers:

(a) Assign Nominating Committee

(b) Letters will be sent to all wrestler families in January letting people know the positions that are up for election and asking for nominations.

(c) Nominations will be accepted until the March meeting. If multiple candidates are nominating for the same position they can address the club at the March meeting to discuss their qualifications.

(d) Elections by ballot at the April meeting.

ARTICLE VI

DUTIES OF OFFICERS

1. President - A. Chair Club Meetings.

B. Assign all committee's and associated members.

C. Shall represent the majority of the club and its interest.

D. They shall see that all provisions of the By-Laws and rules and regulations of the Corporation are enforced.

E. They shall be an ex-officio member of all committees.

2. Vice President duties shall include, but are not limited, to the following:
 - A. Shall be under the direction of, and report to, the President.
 - B. Vice Chair Club meetings.
 - C. Shall assume duties of the President in his/ her absence.
 - D. Will oversee all aspects of the youth tournament.

3. Assistant Vice President duties shall include, but are not limited, to the following:
 - A. Shall be under the direction of, and report to, the President.
 - B. Be Responsible for all Special orders including T-shirt order, special order clothing, medals, and state qualifier t-shirts, etc
 - C. Will maintain and inventory all club merchandise to be stored in a secured storage facility.

4. Secretary duties shall include, but are not limited, to the following:
 - A. Shall be under the direction of and report to, the President.
 - B. Shall keep a correct record of the proceedings of all meetings.
 - C. Shall handle all mailings, club flyers, web site and club communications.
 - D. Will inventory and disperse all USA Cards in a timely manner with the assistance of Treasurer.

5. Treasurer duties include, but are not limited, to the following
 - A. Shall receive all payout monies. Two (2) club officers are authorized to sign checks.
 - B. Shall have Executive Board audit books within one (1) month of the election meeting. If a discrepancy is found, the books will be sent to a third party for an additional audit.
 - C. Shall produce a financial update report at all the club meetings.
 - D. Will assist the Secretary with the disbursement and inventory of USA Cards.

6. All officers shall:
 - (a) Perform the duties prescribed in the parliamentary authority in addition to those outlined in these Bylaws and those assigned from time to time.
 - (b) Deliver to their successors all official material not later than ten days following the election of their successors.

7. Funds are to be raised through any suggestions that the Board of Directors approves as needed for the running of the Corporation. Suggestions may be submitted to the Board for consideration by either the general membership or members of the Board.

8. Funds shall be used only for wrestling programs.

The following requires majority board approval:

- The Financial Budget Plan for the wrestling season.
- **Any expenditure** that exceeds the budgeted amount by more than 10%.
- Any new unbudgeted expenditure in excess of \$200.

The following requires three officers approval:

- Any expenditure exceeds the budgeted amount by less than 10%.
- Any unbudgeted expenditure less than \$200.

ARTICLE VII

BOARD OF DIRECTORS

1. Except as herein provided, directors (who shall also serve as officers) shall be the officers nominated and elected from the membership of the Corporation by the members. Only members in good standing shall be eligible for nomination and election. Vacancies on the Board of Directors shall be filled from the membership to the Corporation by the remaining members of the Board of Directors. The foregoing notwithstanding, members of the Board of Directors shall serve until the election and qualification of their successors. The head coach of the Sauk Prairie High School wrestling team shall automatically be eligible to serve as a director and shall automatically become a director at the meeting when officers/directors are elected.
2. The duties of the Board of Directors shall be (a) to transact necessary business in the intervals between meetings of the Corporation and such other business as may be referred to it by the Corporation; (b) to create standing committees; (c) to approve the plans of work of the standing committees; (d) to present a report at the regular meetings of the Corporation; (e) to appoint an auditor or an auditing committee at least two weeks before the annual meeting to audit the Treasurer's accounts; and (f) to approve extraordinary bills within the limits of the budget.
3. Meetings of the Board of Directors shall be held periodically, the time to be fixed by the Board at a meeting or by the President. Special meetings of the Board of Directors may be called by the President or by a majority of the member of the Board.
4. The President shall be the Chairman of the Board of Directors. No meeting of the Board of Directors shall be legal without at least five (5) board members present and at least the President or Vice President in attendance. For a ruling to be passed, a minimum vote of five (5) is needed. Only members of the Board of Directors are eligible to vote.

ARTICLE VIII

MEMBER MEETINGS

1. Annual Meeting - The annual meeting of the Corporation is to be held in April. Officers for vacant directorships shall be elected at the meeting. New directors shall assume their duties after this meeting. The following year budget will be approved at this meeting.
2. Special meetings may be called by the Board of Directors, five days' notice having been given.
3. Five (5) board members shall constitute a quorum for the transaction of business in any meeting of the Corporation.
4. Order Of Business:
 1. Open meeting in due form.
 2. Reading of minutes of previous meeting.
 3. Financial Report.
 4. Coaches Report
 5. Old Business.
 6. New Business.
 7. Open Floor.

ARTICLE IX

STANDING AND SPECIAL COMMITTEES

1. The Board of Directors may create such standing committees as it may deem necessary to promote the purposes and carry on the work of the Corporation. The term of each chairman shall be as specified by the Board of Directors.
2. The chairman of each standing committee shall present a plan of work to the Board of Directors for approval. No committee work shall be undertaken without the consent of the Board of Directors.
3. The power to form special committees and appoint their members rests with the Corporation.
4. The President shall be a member ex officio of all committees except the nominating committee.

ARTICLE X

AMENDMENTS

These Bylaws may be amended, repealed or altered in whole or in part by a majority vote at any regular or special meeting of the members of the Corporation.

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