

PROPOSED BY-LAWS (REVISED) DRAFT 2005  
Of the  
**WASHINGTON BIATHLON ASSOCIATION**

**Vision Statement**

The Washington Biathlon Association (WBA) is dedicated to enhancing the sport of Biathlon through conducting winter and summer biathlon races, the development of athletes and officials, and promoting the sport of biathlon in the State of Washington. In addition, the Association is committed to supporting the United States Biathlon Association's (USBA) efforts, in furtherance of Biathlon as an Olympic sport.

**BY-LAWS**

**Article 1: The Washington Biathlon Association**

Section 1. The name of the Association is the WASHINGTON BIATHLON ASSOCIATION. The principle office of the corporation is PO Box 1716, Issaquah, WA 98027. Meetings of members, officers, and board of directors will be held at such places, within the State of Washington, as may be designated by the Association's Board of Directors (BOD).

Section 2. The Washington Biathlon Association is registered as a nonprofit corporation with the state of Washington and complies with all published rules and regulations affecting such organizations.

Section 3. The Washington Biathlon Association is recognized by the U.S. Internal Revenue Service as a 501(C)(3) nonprofit organization.

**Article 2: Definitions**

Section 1. "Association" shall mean and refer to the Washington Biathlon Association (WBA), its successors and assigns.

Section 2. "Property" shall mean material and goods, e.g., rifles, targets, ammunition, ski equipment, range supplies, tools, uniforms, race bibs, and other articles as may hereafter be brought under the jurisdiction and/or control of the Association.

Section 3. "Member" shall mean and refer to those persons entitled to membership in said Association as provided for below.

**Article 3: Membership**

Section 1. Eligibility. Any person, not otherwise prohibited by state or federal statute or the ruling of a competent court from possessing a firearm or ammunition, who submits an application and pays the required fee (as set by the Board of Directors), is eligible to be considered for annual membership in the Association as provided for in section 2 of this Article.

Section 2. Processing of Membership Application. Qualified applicants, for either initial or renewal of annual membership, shall submit their membership application to the Board of Directors (BOD), for consideration, at the next regularly scheduled BOD meeting after its receipt at the location identified in Article 1, Section 1. A simple majority vote by the BOD shall be required to confer membership on an applicant.

Section 3. Membership Year. The Association's membership year will run from November 1<sup>st</sup> through October 31<sup>st</sup>, so as to be aligned with the membership year of the U.S. Biathlon Association

Section 4. Fees. An annual membership fee will be set by the Board of Directors (BOD). This fee is due and payable in full at the time of the submission of a membership application.

Section 5. Life Membership. Any member is eligible to apply for a "Life Membership" after being a member in good standing for two (2) consecutive years. A simple majority vote by the BOD shall be required to confer Life Membership on an applicant. The BOD will set a separate fee for Life Memberships.

Section 6. Revocation of Membership. Any member found to be ineligible to participate in biathlon races or related activities (as delineated in Section 1 of this Article or acting in a manner detrimental to the best interest of the Association will have his/her membership terminated upon written notice of the Board of Directors. Such notification will specify the reason(s) for termination. A two-thirds (2/3) vote by the BOD shall be required to terminate an individual's membership in the Association. Any member having his/her membership terminated is entitled to appeal such action, and to request a hearing before the BOD, at which time he/she may personally present a rebuttal.

Section 7. USBA. All members of the Association shall be encouraged to seek membership in the United States Biathlon Association to support the national organization and to facilitate participation in Association and USBA sanctioned biathlon races.

#### **Article 4: Meetings of Members**

Section 1. Annual Meeting of Membership. An annual membership meeting shall be held, on a date and at a location designated by the BOD, during the month of October each year. The membership shall be informed of the meeting's date, location, and proposed agenda at least twenty-one (21) days in advance. The primary business to be conducted at this meeting is the election of Board officers and members. In the event that a quorum of the BOD is not available to conduct the meeting, it will be postponed and rescheduled to coincide with the regular BOD meeting in November.

Section 2. Special Meeting. A special meeting of the membership may be called at any time by the President or a simple majority vote of the BOD to address Association business. The membership will be afforded at least ten (10) days advance notification, if possible, of such a meeting. The notification will state the reason(s) for calling the special meeting.

Section 3. Voting Rights. One vote per member, 14 years and older, at the general membership meeting or at a special meeting of the membership.

Section 4. Voting at a Special Meeting. Only in-person voting will be allowed at a Special Meeting.

Section 5. Proxy Voting. There will be no "Proxy" voting at any Association meeting.

## **Article 5: Election of Board of Directors**

Section 1. Eligibility. Any Association member, eighteen (18) years or older, in at least his/her second year of membership in the Association, USBA or other USBA recognized biathlon club, is eligible to seek election to a position on the BOD.

Section 2. Term of Office. All officers and board members shall serve a term of two (2) years with the President and Secretary being elected in odd numbered years (e.g., 2005) and the Vice-President and Treasurer being elected in even numbered years (e.g., 2006). At-Large Board position #1 will be elected in odd numbered years. At-Large Board position #2 will be elected in even number years. The Athlete Representative shall serve a term of one (1) year. All terms of office shall begin on the First of November following the Annual Membership meeting. However, should the Annual Membership meeting be postponed for any reason, all terms of office will be extended through the end of the rescheduled annual meeting.

Section 3. Nominations. A candidate for a position of the board of Directors must be nominated and seconded by an association member who is eligible to vote. A candidate may nominate him/herself, but cannot second, him/herself. Nominations may be made in advance to any board member during the nomination period from the August board meeting until the September board meeting.

Section 4. Election. The BOD will designate a board member to conduct the election. Generally this will be the Vice President (when not a candidate) or the Secretary (when not a candidate). Voting for candidates for any BOD position will be conducted by mail out ballot. Following completion of the period of open nominations from the August board meeting to the September board meeting, ballots will be mailed to each Association member, who is eligible to vote. Ballots will be mailed by the officer conducting the election no less than twenty-one (21) days prior to the Annual Meeting of the Membership. To be counted, completed ballots may be returned by mail to the Association. They must arrive no later than five (5) business days prior to the Annual Meeting of the Membership or may be brought in person to the Annual Meeting of the Membership and turned in to the BOD officer conducting the election.

## **Article 6: Powers and Duties of the Board of Directors**

Section 1. Board of Directors. The Association will be governed and administered by a Board of Directors (BOD) comprised of the following officers and members:

A. President. The President shall preside over and set the agenda for all Association meetings. He/she will manage and conduct the Association's day-to-day business. The President will be the Association's primary contact with, and representative to, outside organizations. He/she will be the Association's official spokesperson and will issue or approve all press releases and announcements.

B. Vice- President. The Vice-President shall fulfill the duties of the President when the President is absent or unable to fulfill his/her duties. The Vice-President may be tasked with coordinating special projects, at the direction of the President or the BOD.

C. Secretary. The Secretary is responsible for taking minutes at membership meetings, BOD meetings and special meetings and making those minutes available to Board members prior to the next meeting. The Secretary is responsible for maintaining an Association roster, notifying members of events, meetings and special meeting and handling routine correspondence.

D. Treasurer. The Treasurer is responsible for managing the Association's finances, including payment of invoices or other financial obligations, maintenance of checking accounts, savings accounts and other financial instruments as may be needed. Additionally, the Treasurer is responsible for preparing an annual budget, prior to the Annual Membership meeting, as well as financial reports as may be required by the BOD.

E. At-Large. Two At-Large members will be elected to serve on the BOD. At-Large members will assist the named board officers as need, by serving on committees, conducting special projects etc.

F. Athlete Representative. One athlete's representative can be elected from the Association's membership to serve on the BOD in the same capacity as the At-Large members. To be eligible for this position a member must be an active biathlon competitor with a USBA points list rating of 65% or higher. If no Association member meets the point list criteria, the position will remain vacant.

Section 2. Meetings. The BOD will meet monthly. The date, time, and location of the meetings will be determined by the President. The membership will be notified of all BOD meetings through posting on the Association website. Association members are welcome to attend BOD meetings, as non-voting observers. Individuals who are not members of the Association may attend a BOD meeting with the prior approval of the President.

A. Quorum. A quorum of the BOD consists of three (3) officers/members, one of whom must be the President or Vice President. A member of the BOD may attend a board meeting via telephone conference call with the approval of the presiding officer. Lacking a quorum, no official Association business may be conducted.

B. Voting. Each officer/member of the BOD shall have one (1) vote on all motions and matters brought before the board. All motions presented for a vote must be seconded by another board officer/member. A simple majority of those present (including those voting via conference call) shall determine the outcome of all motions, by voice vote. When there is a tie vote, a motion fails.

C. Minutes. The Secretary will ensure that a detailed record (minutes) of each board meeting is kept. The Secretary will circulate a “draft” copy of the minutes to each board officer/member for their acceptance. Once all board officers/members, who had been in attendance at the meeting, have accepted the minutes of the meeting as correct, they may be posted on the website.

D. Actions Taken Without a Meeting. Any action to be taken by the BOD outside of a meeting must have a two thirds (2/3) majority of the members of the Board voting, with the stipulation that all Board members must be contacted and their expressed approval or disapproval be recorded.

Section 3. Removal from Office. An officer/member of the Board of Directors may be removed from office, for just cause, at a Board Meeting called for that purpose. To remove a board officer/member, three quarters (3/4) of the board’s officers/members present must vote for removal. A quorum, for this meeting, is five (5) officers/members. Any meeting called for this purpose is open to the general membership.

Section 6. Resignation. An officer/member of the Board of Directors may resign at any time upon giving written notice to the President or Vice-President. If the President resigns the Vice-President will automatically assume his/her office and duties upon receipt of the written notification. The President will then appoint a successor, from the Association’s membership, to fill any vacancy on the BOD. Any such appointment shall be subject to approval by a majority vote of the board. Any board officer/member appointed under this section shall serve out the remaining term of the officer/member who resigned. In cases of resignation or removal from office of a Board officer/member, the WBA order of succession is President - Vice President - Secretary – Treasurer.

## **Article 7: Amendments**

Amendments to these By-Laws may be made as follows;

Section 1. Proposed amendments to these By-Laws must be approved by a two thirds (2/3) vote of the board. Any amendment(s) approved by the board must be put before the membership for ratification. A majority vote of the membership is required to ratify proposed amendment(s). Any amendment to these By-Laws, so ratified will take effect immediately upon the verification of the vote by the Secretary.

Section 2. Any member of the Association may offer proposed amendments to these By-Laws. Any such recommendations should be submitted to a BOD officer/member. The officer/member, receiving the proposed amendment, will contact the President and request that discussion of the proposed amendment be placed on the agenda for the next board meeting. A proposed amendment received under this section will be subject to the same ratification procedures as described in Section 1 of this article.

## **Article 8: Coaching**

Section 1: Head Coach and Assistant Coaches will be appointed by the BOD and will have a U.S. Biathlon Association coaching certification.

Section 2: Assistant Coach Certification: Except under special circumstances approved by the BOD, assistant coaches will have a USBA Coach Certification.

## **Article 9: Sponsorship**

Sponsorship for the Association will be solicited and accepted under the following guidelines;

Section 1. Organizations. Organizations solicited for sponsorship will be approved by the Board of Directors. They will be acceptable to the USBA and/or the IBU.

Section 2. Individuals. Individuals will not be solicited for sponsorship, however donations will be accepted.

Section 3. Insignia. Display and use of Sponsor logos or insignias will be in accordance with International Biathlon Union and USBA rules.

## **Article 10: Non Budget Appropriations**

Section 1. Recommendations for appropriations or expenditure of Association funds outside the budget may be made by any club member. Recommendations will be made in writing to the Association Treasurer.

Section 2. The Association Treasurer will review all recommendations for clarity and completeness and will then submit them to the BOD for review.

Section 3. The BOD will vote on all appropriation recommendations and approval will be by majority vote. Approved recommendations will be returned to the Treasurer for funding.

Section 4. The President has the authority to approve non-budgeted expenditures of up to one hundred dollars (\$100).