

Bylaws

of the

Regent Wrestling Club, Inc.

Article I – Name and Location

The name and address of the organization is:

Regent Wrestling Club, Inc.
30 Ash Street
Madison, WI 53726

The organization may also be referred to as the Regent Wrestling Club or RWC (herein after referred to as 'Club').

Article II – Purpose

Pursuant to coaching and educating local primary and secondary school youth in wrestling, developing good sportsmanship, character, and physical fitness, and encouraging competition through tournament play, the Club shall:

- i. Encourage, develop, and instruct youth from local primary and secondary schools in the sport of competitive wrestling,
- ii. Encourage individual and team play at local, regional, and state competitions,
- iii. Promote an understanding and appreciation of wrestling,
- iv. Promote good sportsmanship and teamwork,
- v. Promote diverse, equitable, and inclusive community participation and tolerance,
- vi. Promote character through personal responsibility, honesty, respect, humility, and patience,
- vii. Provide scholarships for those unable to afford participation, and
- viii. Provide qualified coaching staff.

Article IV – Directors and Officers

Section I. **Authority.**

Directors serve as the Club governing body. As such, Directors are responsible to vote on actions taken by the Club as a corporation. The Directors ensure Club policies, finances, affiliations, contracts, and related obligations, subject to provisions of the Articles of Incorporation, these Bylaws, and applicable state and federal laws, are maintained, honored and executed.

Officers serve the Club by managing Club operations. Officers manage fund allocation, contracts, activities, materials, and other responsibilities related to Club operations. Directors serve as Officers. Directors may appoint additional Officers, as deemed necessary, to facilitate Club operation.

Section II. **Structure.** Directors shall serve as a body known as the Board. All Board members are equal in authority and responsibility. The Board shall have one Director designated as the Chairperson to facilitate board administration. Officer roles shall consist of, at a minimum, the President, Vice-President, Treasurer, and Secretary. Each Officer shall have unique responsibilities that collectively enable Club operations.

Section III. **Duties.**

- i. **Board** – The Board of Directors shall appoint Officers, establish and maintain Club Articles of Incorporation, Bylaws and policies.
- ii. **Chairperson** – The Chairperson manages Board business and activities. The Chairperson is a peer to Board Directors and works to focus communication, collaboration, and administers annual meetings. The Chairperson usually serves as President.
- iii. **President** – The president manages Club operations. Their responsibilities include, but are not limited to, authorizing/approving contracts, fund expenditures, and the annual budget, and administers regular and special meetings.
- iv. **Vice-President** – The Vice-President serves to audit the financial records, advise Club operations, and other actions deemed appropriate. In the absence of the President, the Vice-President shall serve with the President’s responsibilities and authority.
- v. **Secretary** – The Secretary shall audit financial records, prepare and distribute meeting notices and minutes, advise Club operations, and other actions deemed appropriate. The Secretary also maintains Club records including, but not limited to, meeting notices, minutes, certificates, and related records.
- vi. **Treasurer** – The Treasurer maintains Club financial records, manages accounts, prepares and presents financial reports, authorizes/approves fund expenditures and contracts, and submits any tax liabilities or annual reports as required to maintain the Club tax status.
- vii. **At-Large** – Additional Officers may be appointed by the Directors to enable efficient and necessary Club operations.

Section IV. **Term of Office.** A Director term of office shall be two (2) years. Directors may serve multiple terms. Officers shall hold office until a successor is appointed, resignation, disability, death, or removal by a simple majority vote of the Board of Directors.

Section IV. **Elections.** Directors are elected bi-annually at the annual meeting by simple majority vote of those present or represented by proxy. No more than fifty percent (50%) of the Directors

may be elected in any one year. Unless otherwise resolved, the longest serving Directors are first eligible for election. Officers are appointed by the Board of Directors.

Section V. **Resignation.** Any Director or Officers may resign their position at any time. Such resignation is to be made in writing to the Board members. The resignation takes effect upon receipt, unless another time is stated in the resignation.

Section VI. **Vacancy.** A vacancy shall be filled by appointment with the majority vote of the remaining Directors. A Director pro tem shall be effective until the next annual meeting.

Article V – Meetings

Section I. **Annual Meeting.** The Club annual meeting shall be held in [redacted] of every year. Current Board of Directors and Officers are expected to attend annual meetings. If the annual meeting does not take place at the time fixed, it shall be held within a reasonable time thereafter, and the current Directors shall be held over until their successors have been elected. New Directors shall assume their duties after the annual meeting. Annual meetings shall consider, at a minimum, election of new Directors, if any, and review the Club activities and finances.

Section II. **Regular Meetings.** Regular meetings shall be held periodically at the discretion of the Board of Directors, but not less than quarterly. Regular meetings shall consider, at a minimum, review of near-term future activities and issues, review of open action items, and current financial position. Officers are expected to attend regular meetings. Notice of regular meetings must precede the meeting by no less than seven (7) and no more than sixty (60) days prior.

Section III. **Special Meetings.** Special meetings may be called by the Board of Directors. Special meeting requests must be made to a Board member and include the matter(s) to be raised. Request for a special meeting must precede the meeting by no less than fourteen (14) days prior to the meeting. Notice of the special meeting shall be published not less than ten (7) days prior to the meeting. Special meetings shall consider only those matter(s) identified on the notice.

Section IV. **Quorum.**

A quorum is a simple majority of Directors and Officers.

Section V. **Voting.**

- i. No action shall be taken by written ballot.
- ii. Cumulative voting for Directors shall not be permitted.

Article VI – Amendments

The Articles of Incorporation or these Bylaws may be amended from time to time. Amendments may be implemented by the simple majority vote by the Directors.

Article VII – Dissolution

The Club may dissolve at any meeting by unanimous vote of the existing Directors. Dissolution shall adhere to the Club Articles of Incorporation for Dissolution and any applicable state (Wisconsin Statute 181, s.c. XIV) or federal laws (IRS Section 501(c)(3)).