

BYLAWS, ARTICLE 1

Name, Purpose and Fundamental Policy

1.1 NAME

The name of the Organization shall be the Wisconsin Wrestling Federation (WWF).

1.2 PURPOSE

The purposes of this association are:

- (a) To serve as a state chapter member of USA Wrestling. USA Wrestling is the National Governing Body for the Sport of Amateur Wrestling in the United States, and, as such, is its representative to the United States Olympic Committee.
- (b) To coordinate amateur wrestling programs in Wisconsin and work to create interest and participation in these programs.

BYLAWS, ARTICLE 2

Membership

2.01 GENERAL PRINCIPLES

2.01.1 Membership. Eligibility for and method of membership, obligations and conditions for continuing membership, voting rights, and other membership privileges are defined in this article.

2.01.2 Obligation to Meet Criteria. Each member must attain a current USA Wrestling Membership to be considered a member of the Organization. Individuals without an USA Wrestling Membership are not members of the Organization.

2.1 ELIGIBILITY FOR MEMBERSHIP

2.1.1 Athlete Membership. Valid for kids, cadet, junior, FILA Junior, university, senior and veteran's level competition at all competition levels, and club practices.

2.1.1.1 Benefits. Membership benefits include secondary, non-duplicating sports accident insurance provided by an outside carrier. There is sports-accident supplemental benefits provided to USA Wrestling members who participate in limited non-sanctioned events. This insurance coverage includes a deductible, co-payment provisions and other conditions of the policy; limited liability insurance (per the conditions of the policy); a one-year subscription to USA Wrestler; the privilege to compete and take advantage of events, camps, clinics, international exchanges, and club programs; discounts on wrestling gear, equipment and apparel; other national discount programs as they become available; and access to Streaming Video website located on TheMat.com. Coaching benefits from the Wisconsin Wrestling Federation at select regional and national level events and access to the State Coach.

2.1.2 Coach Membership. Membership must be completed online and accompanied by a mandatory background screening.

2.1.2.1 Benefits. Membership benefits include secondary, non-duplicating sports accident insurance provided by an outside carrier. This insurance coverage includes a deductible, co-payment provisions and other conditions of the policy; limited liability insurance (per the conditions of the policy); a one-year subscription to USA Wrestler; a copy of the international rulebook; the privilege to coach at events and specified camps, clinics, international exchanges and club programs; opportunity for coach instruction and certification; discounts on wrestling gear, equipment and apparel; other national discount programs as they become available; and access to Streaming Video website located on TheMat.com. Access to the State Coach.

2.1.3 Officials Membership. Membership must be completed online and accompanied by a mandatory background screening.

2.1.3.1 Benefits. Membership benefits include secondary, non-duplicating sports accident insurance provided by an outside carrier. This insurance coverage includes a deductible, co-payment provisions and other conditions of the policy; limited liability insurance (per the conditions of the policy); a one-year subscription to USA Wrestler; a copy of the international rulebook; voting privileges at USWOA general meetings.

2.1.4 Club Charter. A Club Charter provides membership affiliation with USA Wrestling for state clubs. Each club pays one charter fee, regardless of the number of athletes or ages involved with the club. All members of the club must be individually registered with USA Wrestling. A club charter can be acquired online or through the WWF Membership Director.

2.1.4.1 Benefits. Club Charter benefits include liability insurance for practice session supervised by a member coaches and property and general liability protection for club leaders and volunteers (subject to coverage limits and conditions under policy)

2.1.5 Sanction for Competitive Event. A sanction for a USA Wrestling event, approved by the State Chairperson or designated state director and received and approved by the National Office within the appropriate time frame prior to the event provides organization affiliation and other limited benefits. All contestants must hold valid USA Wrestling Competitor's membership cards. All sanctioned events in the State of Wisconsin must go through the Wisconsin Wrestling Federation, directly or indirectly, to acquire an event sanction.

2.1.5.1 Benefits. Liability insurance coverage for tournament organizers and volunteers is a benefit of the sanction, as well as limited property damage coverage (subject to coverage limits and conditions under the policy). The owner of the facility where the event is held may be included as an Additional Insured, upon submission of appropriate form and approval of the insurance carrier, at no additional cost.

2.1.6 Other forms of Membership. Special membership with USA Wrestling is available for donors (Partner/Legend Fund Membership), Wrestling Nation social networking membership, League members, one-day members and foreign athletes in accordance to the operating procedures of USA Wrestling.

2.2 MEETING OF THE MEMBERS

2.2.1 Annual Meeting of Members. A meeting of the members of the Organization shall be held annually, on a Sunday in October, at a time and place designated by the Board of Directors of the Organization. Written notice of which shall be sent by e-mail and by the United State mail, postage prepaid, no less than twenty-one (21) days prior to each registered club, official and Board of Directors from the previous and current membership years.

2.2.2 Annual District Meeting. Each district shall conduct an annual meeting of members from within their respective district prior to the annual meeting of members of the Organization. The Organization shall be divided into eight districts with a representative from each district (District Directors, bylaw 3.1.5) responsible for the operation of the annual district meeting. At the annual district meeting, each district will hold elections and select regional tournament sites.

2.3 VOTING BY MEMBERS

At the annual meeting of members each club situated in Wisconsin and registered with USA Wrestling as of the date of the meeting shall be entitled to one vote. Each club may cast its vote through only one of its representatives present at the meeting. At each meeting of the members of the Organization, those who are not members of a registered club may vote in blocs of five (5). Each elected member of the Board of Directors may cast one vote. The Board of Directors shall be designed by the Bylaws. The records of the Membership Director shall conclusively determine questions relating to club registration and membership of athletes in USA Wrestling.

2.4 QUORUM

Representatives of one-fourth ($\frac{1}{4}$) of the clubs situated in Wisconsin and registered with USA Wrestling as of the date of the meeting shall constitute a quorum to conduct all business to duly come before the members.

BYLAWS, ARTICLE 3

Board of Directors

3.01 GENERAL PRINCIPLES

3.01.1 Authority. The affairs and property of the Organization shall be managed and controlled by its Board of Directors. The Directors may exercise all such powers and do all such things as may be exercised or done by the Organization, subject to the provisions of the Articles of Incorporation, these bylaws and all applicable law. The Board of Directors is responsible for developing and operating within Standing Rules to be defined by these bylaws (bylaw 5.2.2).

3.01.2 Selection. The members of the Board of Directors will be nominated and elected by the membership (see Bylaws, Article 4)

3.01.3 Composition. The Board of Directors will consist of the four age-level directors, mat officials director, pairing officials director, four at-large directors, eight district directors and the WCWA/WWF liaison. Each member of the Board of Directors will have one vote. The serving chairperson votes only in the case of a tie.

3.01.3 Meetings of the Board of Directors. The Board of Directors will meet at least three times during the fiscal year (bylaw 5.3) and at such times as directed by the chairperson. Meetings shall include, but not be limited to, a meeting in September to determine the budget and the annual meeting of members on a Sunday in October determined by the Board of Directors. The state chairperson reserves the right to call a meeting of the Board of Directors whenever necessary.

3.01.3.1 Voting. Voting of the Board of Directors will be by majority.

3.01.3.2 Quorum. A quorum is two-thirds (2/3) of the Board of Directors.

3.01.3.3 Attendance. All directors are required to attend the budget meeting and the annual meeting of the members. Meetings of the Board of Directors are open to general membership, unless specifically noted, with all votes being limited to board members.

3.01.4 Duties and Responsibilities. Individuals who serve on the Board of Directors must have a current and valid USA Wrestling membership, subject to the guidelines of USA Wrestling's membership requirements. All members of the Board of Directors must be available to the membership by US Mail, phone and e-mail and shall attend all scheduled Board meetings, including, but not limited to, their district meeting, the annual budget meeting and the annual meeting of members.

3.01.5 Officers. The officers of the Board of Directors will be known as the Executive Committee and will consist of the State Chairperson, Vice State Chairperson, Secretary, Treasurer and Membership Director. Officers are nominated and elected by the Board of Directors. Officers must be current members of the Board of Directors. If an officer does not retain his/her elected position, the State Chairperson shall appoint a replacement for the duration of the term. If the State Chairperson does not retain his/her elected position, the Vice Chairperson shall assume the responsibilities of the Chairperson.

3.1 BOARD OF DIRECTORS

3.1.1 Age Level Directors. There are four age level directors. The age level directors are the Kids Director, the Cadet Director, the Junior Director, and the Women's Director.

3.1.1.1 The Kids Director. The Kids Director is responsible for the following: making administrative arrangements for Schoolboy/girl Dual Team with the State Coach; arranging entries for the Northern Plains Regional Tournament; attending and representing the WWF at the USAW Northern Plains Regional Tournament and the National Kids Council meeting at the National Convention or appointing a representative to be approved by the executive committee; submitting a budget for the Kids Division at the September Board of Directors meeting (budget meeting); submitting qualifying lists to national tournament site manager and assigning the (age level) state team leader; recommending to the Board of Directors representatives to be nominated for state, regional and national awards and recognition

3.1.1.2 The Cadet Director. The Cadet Director is responsible for the following: making administrative arrangements for Cadet Dual Team with the State Coach; arranging entries for the Northern Plains Regional Tournament; attending and representing the WWF at the National Cadet Council meeting at the National Convention or appointing a representative to be approved by the executive committee; submitting a budget for the Cadet Division at the September Board of Directors meeting (budget meeting); registering the Cadet National Team(s) for the Cadet National

Championships online per USAW guidelines and deadlines, as well as submitting qualifying lists to national tournament site manager and assigning the (age level) state team leader.

3.1.1.3 The Junior Director. The Junior Director is responsible for the following: making administrative arrangements for Junior Dual Team with the State Coach; attending and representing the WWF at the National Junior Council meeting at the National Convention or appointing a representative to be approved by the executive committee; submitting a budget for the Junior Division at the September Board of Directors meeting (budget meeting); registering the Junior National Team(s) for the ASICS Junior National Championships online per USAW guidelines and deadlines, as well as submitting qualifying lists to national tournament site manager and assigning the (age level) state team leader.

3.1.1.4 The Women's Director. The Women's Director is responsible for the following: submitting a budget for the Women's Division at the September Board of Directors meeting (budget meeting); attending and assisting the Tournament Director with the girl's division at the Kid's Folkstyle State Tournament; planning and coordinating women's division developmental, regional, national, or exchange activities for the state; attending and representing the WWF at the USA Regional and National Junior tournaments and meetings or appointing a representative to be approved by the executive committee; making administrative arrangements for Women's Folkstyle National Championships, Women's Junior National Team Camp and Women's Junior Nationals/Duals tournaments; ordering and distributing uniforms for national teams; submitting qualifying lists to national tournament site manager and assigning the state team leader; selecting the coaches for WWF-sponsored teams with the guidance of the State Coach.

3.1.2 Tournament Director. The Tournament Director shall plan, organize and conduct the regional informational meeting, serve as the chairperson of the tournament committee, budget for, order, and disseminate all tournament supplies including paperwork, awards, etc. according to these bylaws. Serve as the contact person for questions concerning WWF regional and state tournaments as well as attend all state tournaments and make on-site decisions concerning the tournament and coordinate weigh-in sites around the state for state tournaments.

3.1.3 Mat Officials Director. The Mat Officials Director shall submit an up-to-date list of all state mat officials at the September Board of Directors meeting (budget meeting), provide clinics for mat officials at each WWF state tournament as requested and keep registered officials up-to-date on rule changes. Responsible for submitting Mat Official's budget at the September Board of Directors meeting (budget meeting), attend all Board of Directors meetings and assigned committee meetings. Act as a liaison to USWOA and promote membership in USWOA as a Mat Official. *Must be a current member of the USWOA in good standing.*

3.1.4 Pairing Officials Director. The Pairing Officials Director shall submit an up-to-date list of all state pairing officials at the September Board of Directors meeting (budget meeting), provide clinics as requested and give P3 tests for pairings officials certification. Responsible for submitting Pairing Official's budget at the September Board of Directors meeting (budget meeting), attend all Board of Directors meetings and assigned committee meetings. Act as a liaison to USWOA and promote membership in USWOA as a Pairing Official. *Must be a current member of the USWOA in good standing.*

3.1.5 District Directors. The District Directors shall act as a coordinator for clubs within their own district, must develop a structure for district meetings (which may include officers), and must conduct at least one informational meeting prior to the annual meeting of members to hold elections and select regional tournament sites. The District Director is responsible to do the following: attend and help direct the youth regional Folkstyle tournament in their district; act as a resource person for their district by handling questions and problems; submit minutes of each regional meeting to the state chairperson within ten days of the meeting; submit a list of tournament dates in district at the annual meeting of members; present the position of the Organization on issues; provide current and up-to-date contact information for use on the Organization's website.

3.1.6 At-Large Directors. The At-Large Members are to assume those duties which the Board of Directors and/or membership may designate.

3.1.7 WCWA/WWF Liaison. The WCWA/WWF Liaison is member of the Wisconsin Coaches Wrestling Association (WCWA) appointed by the State Chairperson to help the two organizations work together and share common goals.

3.2 DESCRIPTION OF DUTIES OF OFFICERS

3.2.1 State Chairperson. The state chairperson is the chairman of the Board of Directors and responsible for the overall operation of the Organization as established by these bylaws. The duties of the State Chairperson are as follows:

- (a) Attend the National Chairperson's meeting.
- (b) Send list of state delegates to the National Convention.
- (c) Submit a budget each year at the annual meeting of members and send a copy to USA Wrestling's National Office. The budget is developed by the Board of Directors and Treasurer.
- (d) Give a yearly report at the annual meeting.
- (e) Prepare an agenda for the annual meeting of members with guidance from the Board of Directors.
- (f) Responsible for conducting four meetings of the Board of Directors or general meetings and any other meetings deemed necessary.
- (g) Approve out-of-state events and exchanges with age level directors.
- (h) Run all meetings of the Organization unless he/she designates someone else to run the meeting.
- (i) Nominate and promote members of the Organization for state, regional and national awards and recognition.
- (j) Appoint individuals to fill vacant positions on the Board of Directors and Executive Committee for an interim period.
- (k) Form and appoint members to ad hoc committees that are not defined in these bylaws.

3.2.2 State Vice Chairperson. The State Vice Chairperson is responsible for assisting the State Chairperson in all activities as directed. He/she shall assume the responsibilities of the State Chairperson if the chairperson cannot perform them for any reason. The State Vice Chairperson shall conduct elections for the Executive Committee of the Board of Directors, the Mat Officials Director and the Pairing Officials Director in accordance with these bylaws.

3.2.3 Secretary. The Secretary is responsible for taking the minutes of the Board of Directors and annual meeting of members to document all activities of those attending, keeping an annual file of all documents of the Board of Directors and assisting in mailings of the Board as deemed necessary. He/she shall assist in the revision and ratification process of the bylaws of the Organization according to these bylaws.

3.2.3.1 Distribution of Minutes. The Secretary shall distribute minutes of the Board of Directors meetings to all board members and the minutes of the annual meeting of members to all board members and clubs affiliated with the Organization within two weeks of the completed date of meetings by e-mail or United States Mail.

3.2.4 Treasurer. The Treasurer is responsible for all financial records of the Organization. In the Treasurer's absence, the Board of Directors may designate another person(s) to disburse funds. This person must be approved by the financial institution's signature card. The duties of the Treasurer are as follows:

- (a) Keep all moneys of the Organization in a federal or state insured financial institution.
- (b) Submit all financial records of the Organization to an auditing committee or accountant by September 1st of each year.
- (c) Submit a summary of all expenses to all members of the Board of Directors by September 1st of each year in order to assist in preparation of the next year's budget.
- (d) Review request for payment to ensure the amount is budgeted and falls within the limits of good credit.
- (e) Submit a treasurer's report on a monthly basis to the State Chairperson.
- (f) Distribute a year-end financial report at the annual meeting of members and send a copy to USA Wrestling's National Office with the assistance of the State Chairperson.
- (g) Write checks unless designates another with the approval of the State Chairperson.
- (h) Contact individuals with uncollected debt and handle all delinquent accounts with assistance from the State Chairperson.

3.2.4 Membership Chairperson. The Membership Chairperson is responsible for supervising the duties of the Membership Secretary (Bylaw 6.2), coordinating availability of membership cards at all state and regional tournaments, and attending national and state meetings which pertain to membership or designate a representative approved by the Executive Committee.

BYLAWS, ARTICLE 4

Elections

4.1 Election of Executive Committee. The election of the Executive Committee shall be conducted by the Vice State Chairperson following the conclusion of the annual meeting of members every other year on even-numbered years. The election process shall include only the current standing Board of Directors. An individual may not hold more than one office at the same time. Office terms are two years and there is no term limit. The Board of Directors will elect a State Chairperson, Vice State Chairperson, Secretary, Treasurer and Membership Director from the members of the Board of Directors. These officers will comprise the executive committee.

4.2 Election of Directors.

4.2.1 Election of Age Level Directors. The election of the Age Level Directors shall be conducted in even-numbered years at the annual meeting of members in accordance to these by-laws and policies. The Age Level Directors shall serve for a two year period. Any resident of the State of Wisconsin shall be qualified and shall, within 30 days of election to the Board, become a member of USA Wrestling. The Board of Directors shall, at its September member, place in nomination one or more candidates for the Age Level Directors, depending on the year. Nominations for these directorships shall also be accepted from the floor at annual meeting of members.

4.2.2 Election of District Directors. The election of the District Directors shall be elected by their district at their Annual District meeting. Odd numbered districts shall be conducted in odd-numbered years; even numbered districts shall be conducted in even-numbered years. Election of District Directors will be by majority vote of clubs in their district. Each voting club gets one vote and must be present at the Annual District meeting. Clubs must vote within their own district. District Directors will serve a two-year term with no term limits (term begins at Annual District meeting).

4.2.3 Election of At-Large Directors. The election of the At-Large Directors shall be conducted in odd-numbered years at the annual meeting of members in accordance to these by-laws and policies. The At-Large Directors shall serve for a two year period. Any resident of the State of Wisconsin shall be qualified and shall, within 30 days of election to the Board, become a member of USA Wrestling.

4.2.4 Election of Mat Official Director. The election of the Mat Officials Director shall be conducted in odd-numbered years. Current registered mat officials of the USWOA and current members of the Board of Directors of the Organization shall have one vote each. Voting shall be done by US Postal Mail. Nominations for the Mat Officials Director will be sent by the State Vice Chairperson by July 25th and returned by August 5th. Voting ballots will be mailed to voters by August 15th and returned by August 25th. The term begins September 1st.

4.2.5 Election of Pairing Officials Director. The election of the Pairing Officials Director shall be conducted in even-numbered years. Current registered pairing officials of the USWOA and current members of the Board of Directors of the Organization shall have one vote each. Voting shall be done by US Postal Mail. Nominations for the Pairing Officials Director will be sent by the State Vice Chairperson by July 25th and returned by August 5th. Voting ballots will be mailed to voters by August 15th and returned by August 25th. The term begins September 1st.

4.2.6 Election of Tournament Director. The Tournament Director will be selected by the Board of Directors on odd-numbered years.

Board of Directors Election Years

EVEN-NUMBERED YEAR	ODD-NUMBERED YEAR
Pairing Officials Director	At-Large Directors
Districts Directors from 2, 4, 6, 8	Mat Officials Director
Kids Director	District Directors from 1, 3, 5, 7
Cadet Director	Tournament Director*
Junior Director	WWF/WCWA Liason**
Women's Director	

**selected by the Board of Directors; **appointed by the state chairperson*

BYLAWS, ARTICLE 5

Administrative Policies

5.1 CONFLICT OF INTEREST

Any member of the Board of Directors who has a financial, personal, or official interest in, or conflict (or appearance of conflict) with any matter pending before the Board, or such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer the Board to voluntarily excuse him/herself and will vacate his/her seat and refrain from discussion and voting on said item.

5.1.1 Office of State Chairperson. The individual holding the office of State Chairperson cannot hold another position on the Executive Committee or have a relationship with the individual holding the office of Treasurer and/or Membership Officer which could be construed as a conflict of interest.

5.2 ELEMENTS OF LEGISLATION

5.2.1 Operating Bylaws. The operating bylaws of the Organization shall include the procedures for administering and enforcing the provisions of the bylaws and the delegation of authority in connection with such subjects to individuals, officers and committees. The standing rules shall be clearly published on the Organizations website and available to all members upon request.

5.2.2 Standing Rules. The standing rules of the Organization shall be determined by the Board of Directors to provide additional policies and guidelines not inconsistent with the provisions of the bylaws which shall include, but no be limited to, the general operation of events of the Organization. The standing rules may be changed by a majority vote of the Board of Directors when necessary. The standing rules shall be clearly published on the Organizations website and available to all members upon request.

5.3 FISCAL POLICY. The fiscal year of the Organization shall be September 1st until August 31st of the following year.

5.4 AUDIT OF FUNDS. An audit committee consisting of three members from the Board of Directors including a chair of the committee will be selected only when an accredited accountant has not been hired to oversee the funds of the Organization. The records to be turned over for audit will be bank deposits, canceled checks, balance sheets, bank statements and treasurer reports. The Treasurer will be present at the audit, but will not be a member of the audit committee. The audit committee or accountant will document the outcome of the audit with a written report to be filed at the September Board of Directors meeting (budget meeting).

5.5 DONATIONS. All monetary donations to the Organization must be deposited directly into the Organization's bank account and distributed at the discretion of the Board of Directors. Donation or gift requests must be first approved by the Chairperson or the Board of Directors before the donations are received.

BYLAWS, ARTICLE 6

Non-Voting Board Members, Employees

6.1 STATE COACH

The responsibilities of the State Coach are as follows:

- (a) Establish satellite training sites and organize and manage these sites.
- (b) Attend all state functions.
- (c) Assist with kids, cadets and junior national team training camps and events.
- (d) Communicate with the state chairperson on a regular basis.
- (e) Attend Board of Directors meetings upon request.

6.2 MEMBERSHIP SECRETARY

The responsibilities of the Membership Secretary are as follows:

- (a) Keeping all membership records and submitting all membership lists and moneys to USA Wrestling.
- (b) Collecting and depositing all membership money in a federal or state-insured financial institution.
- (c) Providing to state chairperson and/or designated others an up-to-date list of clubs as needed.
- (d) Handling request for charters of all clubs, sanctions of tournaments, and membership of individuals.
- (e) Provide current mailing labels for clubs, coaches, and officials upon request.

OPERATING BYLAWS, ARTICLE 7

Committees

7.01 DEFINITIONS AND APPLICATIONS

7.01.1 Committees. A committee is an individual or a group, appointed by an agency, authority or larger assembly (Board of Directors), to whom a matter is referred, or is committed for attention, investigation, analysis, or resolution. The only power a committee has is the power(s) assigned to it by its appointer.

7.1 EXECUTIVE COMMITTEE

7.1.1 Composition. The Executive Committee consists of the State Chairperson, Vice-chairperson, Secretary, Treasurer and Membership Director.

7.1.2 Method of Selection. The Executive Committee is elected by the Board of Directors. See bylaw 4.1 for additional information on the selection process.

7.2 BYLAW COMMITTEE

7.2.1 Composition. The Bylaw Committee shall include 3-5 individuals from the Board of Directors including the Secretary of the Executive Committee.

7.2.2 Method of Selection. The Bylaw Committee is appointed by the executive committee from the current Board of Directors. Non-board members may be appointed to the committee as non-voting advisory members.

7.2.3 Duties. The Bylaw Committee shall complete an annual review of the bylaws. Updates to the bylaws shall be made by the Bylaw Committee and approved as amendments according the amendment procedures of these bylaws (Bylaw 10.1.1).

7.3 TOURNAMENT COMMITTEE

7.3.1 Composition. The Tournament Committee consists of the state chairperson, tournament director, mat officials director, pairing officials director, kids director, Cadet director, Junior director and women's director of the Board of Directors. The state coach serves as a non-voting advisory member.

7.3.2 Duties. The Tournament Committee is responsible for determining the location of the WWF-sponsored state events by reviewing any requests to host or bids to host said tournaments. The committee shall determine a schedule of events prior to the annual meeting of members.

7.4 COACHES COMMITTEE

7.4.1 Composition. The Age Level Committee includes the state chairperson, kids director, Cadet director, Junior director, women's director, state coach and any other Board-appointed advisors.

OPERATING BYLAWS, ARTICLE 8

Operational Procedures

8.01 DEFINITIONS

8.01.1 Agenda. An agenda is an ordered sequence of items to be discussed in a formal meeting to familiarize participants with the topics to be discussed and issues to be raised, to indicate what prior knowledge would be expected from the participants and what outcomes they may expect from the meeting.

8.1 PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall be the parliamentary authority for the conduct of all meeting of the Association. Additionally, they shall be the deciding reference used in case of parliamentary challenge in all instances to which they apply and in which they are not superseded by these bylaws or any special rule of order adopted by the Organization.

8.2 VOTING METHODS

The methods of voting at a WWF meeting shall be by voice, paddle, roll call and/or secret ballot.

8.3 AGENDAS

Agendas shall be provided at least three days prior to the annual meeting and any special meeting conducted by the Chairperson or Board of Directors.

OPERATING BYLAWS, ARTICLE 9

Resolution of Disputes

9.01 DEFINITIONS AND APPLICATION

9.01.1 Grievance. A grievance is a wrong or hardship suffered, which is grounds for a formal complaint to the Organization.

9.01.2 Impeachment. Impeachment is a process that is used to charge, try and remove elected members from their position on the Board of Directors and/or Executive Committee.

9.1 GRIEVANCES

9.1.1 Grievance Procedures. All grievances or disputes involving member(s) of the WWF that cannot be settled can be submitted in writing by the disputing person(s) to the State Chairperson for resolution. If the State Chairperson cannot resolve the dispute, it can be appealed to the Board of Directors. The Board of Directors shall appoint three or more of their members to review the grievance, meet with the disputing person(s) and to make the decision(s) necessary to move forward. The ruling of this committee will be final. The final disposition will be sent out to all Board Members and affected parties promptly. This due process administrative procedure shall be a full and complete substitute for any court proceedings.

9.2 IMPEACHMENT

9.2.1 Impeachment Procedures. Impeachment will consist of the motion to impeach being brought to the floor at a Board of Directors Meeting. A vote will be taken with a majority approving to call a special director's meeting within two weeks to time for all persons involved to prepare their case. If the impeachment meeting is directed to the State Chairperson, the Vice Chairperson will chair the meeting. Due process will take place during this meeting with everyone concerned having the opportunity to speak. A two-thirds vote of a quorum of the Board will be required for impeachment. Also, a minimum of fifteen WWF sanctioned clubs can file a grievance with the Board of Directors, to have a meeting of the membership for the purpose of impeachment of an officer. The meeting will be held within two weeks to give time for all persons involved to prepare their

case. If the impeachment meeting is directed to the State Chairperson, the Vice Chairperson will chair the meeting. Due process will take place during this meeting with everyone concerned having an opportunity to speak. A two-thirds vote of a quorum (1/4 of WWF clubs) of the voting members will be required for impeachment.

9.3 REMOVAL OF BOARD MEMBERS

If a member of the Board of Directors does not fulfill the responsibilities of the elected position according to these bylaws or represents the Organization in a negative way, the Board of Directors has the opportunity to relieve the individual of their role within the Board of Directors without the need to complete the formal impeachment process. Any member of the Board of Directors has the right to recommend the removal of another Board Member.

OPERATING BYLAWS, ARTICLE 10

Amendments

10.01 DEFINITIONS

10.01.1 Amendment. An amendment is a formal change to the bylaws of the Organization by adding, altering, or omitting a certain part or term that retains the legal validity of the original bylaws.

10.1 AMENDMENTS

The current By-laws can be amended only at the annual meeting of members of the Organization by a quorum as described in Bylaw 2.4, provided that the amendment has been submitted in writing 30 days in advance to the State Chairperson. Voting shall take place as set forth in Bylaw 2.3.

10.1.1 By-law Committee. A committee may be appointed to submit a revised set of By-laws as a substitute for existing By-laws by a majority vote at the annual meeting of members, or by a two-thirds vote of the Board of Directors.

OPERATING BYLAWS, ARTICLE 11

Ethical Conduct

11.01 GENERAL PRINCIPLES

11.01.1 Honesty and Sportsmanship. Individuals employed by or associated with the Organization as a member shall act with honesty and sportsmanship at all times so that the sport of wrestling as a whole shall represent the honor and dignity of fair play and the generally recognized high standards associated with wholesome competitive sports.