

Cadillac Wrestling Club

The Cadillac Wrestling Club is a nonprofit corporation organized under the laws of the State of Michigan.

Article I: Title

A. The name by which this corporation will be known is Cadillac Wrestling Club.

Article II: Office

The principal office will be located at the residence of the President.

Article III: Purpose

The Cadillac Wrestling Club is dedicated to the promotion and sponsorship of youth wrestling in the Cadillac area, and its principal purposes are to (a) provide opportunities for youth to participate in wrestling, (b) teach the technique and necessary for success in wrestling, (c) promote sportsmanship and character development, (d) develop physical fitness and mental toughness, and (d) to provide for an enjoyable recreation activity.

Article IV: Membership

A. To be eligible for membership, participants must meet the following criteria/requirements. Membership will run from the date of annual parent/registration meeting until the following year's parent/registration meeting.

1. Must be a parent or guardian of a participant or have served on the board of directors during the previous season.
2. Each participant may only have one parent or guardian for voting purposes. It is up to the family to decide on the voting member. Should they not agree who the voting member is, they will not be allowed to cast a vote.
3. Participant must be five years of age on December 31st in the year prior to when the first official regular season meet occurs. The Board of Directors may vote on exceptions to the age rule.

Article V: Annual Meeting of Members

A. The annual meeting of members will be held in December at such place within the Cadillac area as the Board of Directors may direct. Electronic notice of the date and place of the meeting will be emailed to each member in good standing at least one (1) week prior to the date set for the meeting. Said notice is to be emailed to the address of the member as it appears on the records for the organization. Meetings shall be presided over by the elected President. The Treasurer may preside in his/her absence.

B. A quorum necessary for the conducting of business will be a simple majority of Board Members present at the meeting. There will not be proxy voting.

C. The order of business at the Annual General Membership Meeting will be as follows:

1. Call to Order
2. Approval of Agenda
3. Public Comment

4. Reports from current Board Members
 5. Election of Directors if necessary or Introduce Board Members and provide updates
 6. Old business
 7. New Business
 8. Adjournment
- D. The minutes of the annual meeting or any special membership meetings including any amendments, deletions, or additions to the bylaws, will be available to the membership through the secretary within thirty (30) days after such meeting is held.

Article V: Special Meetings of the General Membership

A. A special meeting of members may be called any time by the President, a majority of the Board of Directors, or upon email of at least twenty five percent (25%) of the members in good standing.

Article VI: Board of Directors

- A. The business, property and all affairs of this corporation will be managed by a Board of Directors.
- B. The Board of Directors will be elected at the annual parent/registration meeting and serve for a term of one year.
- C. The Board of Directors must include two parents from different families of wrestlers active in the upcoming season
- D. Vacancies in the Board of Directors will be filled by appointment made by a vote of the Board of Directors.
- E. The Board of Directors will elect a President, Treasurer, Secretary, Coaches Chair, and Fundraising Chair. The Board of Directors will also include the High School Head Coach or their designee. Board members will serve in their respective capacities for a term of one year.
- F. The President will conduct the election of the new Board of Directors either by ballot, slate or consensus. Should a ballot be used, the President will appoint three members to count the ballots and inform the President of the results of the election. The president, in turn will announce the results to the general membership.
- G. The Board of Directors will have the power to appoint non-voting officers to the board as the Board will deem necessary for the proper transaction of the business of the Cadillac Wrestling Club.
- H. The President, or any other Board Member, may have himself/herself removed from the Board by submitting his or her resignation in writing to the President. The President will submit said resignation to Board.
- I. The President, or any other Board Member, may be removed from the Board upon a statement of just cause and a consensus vote of the members of the Board when it is deemed to be in the best interest of the organization.

Article VII. Meetings of the Board of Directors

- A. A. The Board of Directors will meet at least four times a year at a date and time to be determined by the Board of Directors.
- B. A special meeting of the Board of Directors may be called by the President or at least three (3) Directors upon email notice stating the time, place, and purpose of said special meeting, which notice will be given at least 48 hours.
- C. The presence in person of a majority of Directors will be necessary to constitute a quorum for the transaction of business at any meeting of the Board of Directors, whether regular or special. The affirmative vote of majority of the Directors present will be required to carry any motion or resolution except unless otherwise stipulated in these bylaws.
- D. The Meetings of the Board of Directors will follow the same agenda as the Annual General Membership Meeting as outlined in Article V-C.
- E. A copy of the minutes of each meeting of the Board of Directors will be available through the Secretary for inspection by any Director.
- F. A proxy vote of the Board of Directors can be taken if all Board members agree that the item to be considered is of urgent nature and a regular meeting is not possible. Any proxy vote will be recorded in the minutes of the following meeting under new business. It will be noted that a proxy vote was taken and the vote of each Board member will be recorded.

Article VII: Duties of the Officers

A. The duties of the President will be as follows

- Preside at all meetings of the club
- Personally represent the club, or appoint a delegate where representation is deemed necessary. This includes representing the club with any association with which the Cadillac Wrestling Club has a relationship including associations like the North East Wrestling Association (NEMWA), USA Wrestling, and Cadillac Area Public Schools.
- Effect compliance with the rules, regulations, and policies of the Board of Directors.

Attend Cadillac Wrestling Club events at least periodically to assure that the activities meet the rules and mission of the Board.

- Fulfill any duty not outlined, or not adequately conducted, by other members of the board.
- Serves as main contact for the club with all external affiliates.
- Adheres and enforces the rules and regulations necessary to utilize the Cadillac Area Public School's facilities.
- Authorized to sign on club account.

B. The duties of the Treasurer will be as follows:

- Keep financial records of the club, pay bills on approval of the Board of Directors, on and in a timely fashion.
- Perform all the duties of the office of Treasurer, subject to the control of the Board of Directors.
- Authorized to sign on club account.
- Report the financial status of the club at all regularly scheduled meeting.
- Present a final financial report at the end of the season.

- Keep financial records of income and expenses.
- Interacts with Board of Directors and/or Subcommittees who are either receiving monies or paying monies.
- Work with fundraiser chair to record and monitor any funds raised.
- Preside over meetings if the President is not in attendance.

C. Secretary

- Take minutes for all general membership and board of directors meetings.
- Work with the president on publicity of the club.
- Assist the President in the registration of new members.

D. Coaches's Chair

- Coach the Coaches.
- Assure that teaching is safe and age appropriate.
- Assist President in making sure that all coaches have necessary certifications and background checks.

D. Fundraising Chair

- Oversee all fundraising.
- Work with the Treasurer to assure all fundraising funds are collected, recorded, and deposited.

E. Event Chair

- Oversee home tournament(s) and summer camp(s), and other events hosted by the Cadillac Wrestling Club.

F: High School Head Coach or Designee

Serve as a liaison between the school programs and the youth program.

Article VIII: Finances

A. The funds of this association shall be used to further the purpose expressed above. Annual membership dues will be determined by the Board of Directors.

B. All funds collected by the officers or members shall be deposited in the clubs bank account at a financial institution on a timely basis.

C. Authority to withdraw funds from the clubs account, must be authorized in advance by the Board of Directors if amount exceeds \$250. Funds under \$250 can be authorized by agreement between the President and the Treasurer.

B. All funds collected by the officers or members shall be deposited in the clubs bank account at a financial institution on a timely basis.

Article IV: Conflict of Interest

Whenever a director or officer has a financial or personal interest in any matter coming before the board of directors, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors determine that it is in the best interest of the

corporation to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

Article X: Dissolution

a. In the event of the dissolution of the club, its assets shall be distributed to the Cadillac Area Schools in accordance with the non-profit status provided by the current Internal Revenue Code.

Article XI: Parliamentary Authority

Meetings shall be conducted using informal parliamentary procedure.

Article XII: Amendments

These bylaws may be amended at a regular meeting of the membership by a majority vote of the Board present and voting, provided due notice of the proposed amendment(s) has been given in writing to all members at least seven (7) days previous to the meeting.

_____/_____
President Signature/Date

_____/_____
Treasurer Signature/Date

_____/_____
Secretary Signature/Date

_____/_____
Fundraising Chair/Date

_____/_____
Coaches Chair Signature/Date

_____/_____
High School Head Coach or Designee/Date

These bylaws were adopted by the first Board of Directors on December 4, 2016. They were amended on 12/2/2018, 12/1/2019, and 12/6/2020.