

CONSTITUTION OF DURHAM WRESTLING CLUB

Article I

Section 1 - Name

The name of this organization shall be the Durham Wrestling Club, a non-profit organization.

Section 2 – Objective

The objective shall be to implant firmly in the children of the community the ideals of good sportsmanship, honesty, loyalty, courage, and respect for authority so that they may be well adjusted, stronger and happier children and will grow to be good, decent, healthy and trustworthy citizens.

The purpose of this organization shall be to encourage community support of the wrestling program for the Durham wrestlers and to further stimulate spirit within the community to rally support of the athletes. This organization is organized and operated exclusively for charitable purposes under Section 501 (c) (3) of the Internal Revenue Code. No part of the net earnings shall be used to the benefit of any private shareholder or individual. The Wrestling Club shall not undertake any activities which might be construed as carrying out propaganda or otherwise attempting to influence legislation. Nor shall the Wrestling Club promote, participate or intervene in any political campaign on behalf of candidates seeking public office. In the event of dissolution of this organization, any assets left over will go to public charities under Section 501 (c) (3) of the Internal Revenue Code.

Article II

Section 1 - Membership Class

There shall be three classes of membership:

Active Members - Those wishing to actively participate in fundraising and supportive activities undertaken by the organization. The secretary will maintain roll of the membership to qualify voting members. Only members in good standing are eligible to vote at the annual meetings.

Associate Members - Those wishing to lend their name and support to the activities undertaken by the organization, but not willing or able to participate in these activities. Associate members will not be entitled to vote at the annual meeting.

Player Members – Any student athlete who has properly filled out all the paperwork, paid the related fees and all other prerequisites to a participants eligibility. A player shall have no rights, duties or obligations in the management or in the property of the Wrestling Club.

Section 2 – Eligibility of Membership

Membership is open to all parents/guardians of a current or past Durham wrestler or community members interested in furthering the objectives of the Wrestling Club, as described above.

Section 3 - Member Conduct

Every participant shall adhere to the Coach/Parent Code of Conduct when attending practice, dual meets or tournaments otherwise face dismissal from the Club/Board.

Section 4 – Suspension or Termination

- (a) Membership may be terminated by resignation or by action of the Board.
- (b) The board of Directors, by 2/3 vote at any duly constituted meeting, shall have the authority to discipline or suspend or terminate the membership of any Member of any class when conduct of such person is considered detrimental to the best interest of the Wrestling Club. The Member shall be notified of such meeting, informed of the general nature of the charges and given the opportunity to appear at the meeting to answer such charges. In the event the Member is a Player Member, the said notice mention above will be given to athlete's parent/guardian.

Section 5 - Application

Every participant shall have the necessary information on file regarding the parent/guardian information.

Section 6 – Yearly Termination of Membership

A membership shall naturally terminate August 30th of each year. Membership shall be non-refundable. The Board of Directors reserves the right to terminate or refuse any member without cause.

Section 7 - Membership Book

The organization shall keep in written form or in any form capable of being converted into written form, a membership book containing the name and addresses of each member. The membership book shall be retained and maintained by the Secretary.

Section 8 - Voting Rights

The Active membership shall vote annually on the slate of officers and Board of Directors. Each member in good standing shall have one vote. Votes may be taken by voice, show of hands or by ballot. The Board of Directors shall vote on all issues pertaining to Club activities. Via email votes by the Board of Directors are allowed. This email vote will be taken by the Secretary.

Section 9 - Liabilities of Members

No person who is now, or later becomes a member of this Organization shall be personally liable to its creditors or any indebtedness or liability, and any and all creditors of this Organization shall look only to the assets of the Organization for payment.

Section 10 - Liabilities of the Organization

The Organization shall not be liable to any creditor for any indebtedness or liability of a person who is now or later becomes a member of the Organization and any and all creditors of any member shall look only to the assets of the member for payment.

Section 11 - Distribution of Funds

A completed request form must be submitted, voted on and approved by the Board of Directors before any money is disbursed. This process must be completed prior to placing an order for supplies, awards, etc. It is required to have two (2) signatures for disbursements of funds. If two (2) Board Members sign a check the disbursement can be authorized not to exceed \$500.00 with documentation.

Section 12 - Number

There shall be no set number of members for this organization.

Article III

Section 1 – Annual Meeting

The Annual Election Meeting of the Members shall be held during the second week of September for the purpose of electing the Officers and the Board of Directors receiving reports and for the transaction of such business as may properly come before the meeting.

Section 2 - Monthly Meetings

A monthly meeting of all members shall be held at least once a month during the wrestling season. Unless otherwise agreed upon to hold or cancel meetings.

Section 3 - Regular Meetings

Regular meetings of the Board of Directors shall be held at least quarterly, when outside the wrestling season as stated in Section 2.

Section 4 - Place of Meeting

Regular meetings of the Board of Directors of this Organization shall be held at any place that has been designated by consent of all members of the Board.

Section 5 - Attendance of Meetings

Attendance by all Board Members is expected at each regular or special meeting during the regular season or quarterly meetings outside of season.

Section 6 - Special Meetings

Special meetings of the Board of Directors for any purpose or purposes may be called at any time by the President or any two (2) Board Members. Written or oral notice of the time and place of special meetings shall be delivered personally to each director or sent to each director by email or by other form of written communication, email to him or her at his or her address as it is shown on the records of the Organization. Transactions at any special meetings of the Board of Directors shall have the same legal effect as transactions undertaken at a regularly scheduled meeting so long as quorum is present. No business other than that specified in the notice of the meeting shall be transacted at any special meeting of the Members.

Section 7 - Notice of Meetings

Notice of each regular or special meeting shall be given to each active Board of Director member entitled to vote at the meeting. Such notice shall be given either personally or by via email to such member at the address listed on the books of the Organization. Notices shall be sent no less that five (5) days prior to the meetings, and shall state the place, day, hour and general nature of business to be discussed.

Section 8 - Meeting Transaction (Minutes)

The minutes of all official meetings will be recorded, approved and made available to the membership and appropriate school officials.

Section 9 - Quorum

The presence of any five Board Members which consist of at least two (2) officers entitled to cast a vote shall constitute a quorum for transaction of business by the membership. The President or Vice-President must be present at this meeting.

Article IV

Section 1 - Number of Directors

The management of the property and affairs of the Wrestling Club shall be vested in the Board of Directors. The number of Directors shall be no less than five or more than fifteen. Immediately after election, the Directors shall enter upon the performance of their duties and shall continue in the office until their successors have been duly elected and qualified.

The number of directors shall include, at a minimum, Five members comprised of the following Officers - President, Vice-President, Secretary, Treasurer and Player/Coach Representative. To avoid any conflict of interest, a coach or coach's spouse or significant other may not be a candidate for an Officer position.

Section 2 - Election of Board of Directors

Nominations for vacant Board of Directors will be accepted in August of each year. Vote by a show of hands in which the Secretary of the organization shall count. The candidates for vacancies receiving the majority votes by members present shall be elected. New Board Members will begin their term of office on September 1 of each year.

Section 3 - Terms

Members of the Board of Directors will serve a one (1) year term.

Article V

Section 1 - Officers

The five (5) officers of this Organization shall be President, Vice-President, Secretary, Treasurer and Player/Coach Representative. Each officer shall be elected by the membership to one (1) year term. New officers will be seated on September 1 of each year.

Section 2 - Vacancies

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, shall be filled immediately by the Board of Directors. Upon notification a special meeting will be held to elect new officers needed.

Section 3 - Duties of the President

Subject to the control of the Board of Directors, the President shall have general supervision, direction and control of the business and affairs of the Organization. He or she shall preside at all meetings of the members and directors and shall have such powers and duties as may be prescribed from time to time by the directors or the general membership.

Section 4 - Duties of the Vice-President

In the absence or disability of the President, the Vice-President shall perform all the duties of the President and in so acting, shall have all powers of the President. The Vice-President shall have such powers and perform such other duties as may be prescribed from time to time by the Board of Directors.

Section 5 - Duties of the Secretary and Treasurer

The Secretary and Treasurer shall keep a full and complete record of the proceedings of the Board of Directors; shall make service of such notices as may be necessary or proper, shall supervise the keeping of the records of the Organization; shall direct the receipt and safekeeping of all funds of the Organization; shall deposit them in the bank or banks that may be designated by the Board of Directors and its voting membership; shall pay out funds only on checks of the Organization signed by any two (2) Board Members designated by the Board of Directors.

Section 6 – Duties of Player/Coach Representative

The Rep shall be the conduit between the Coaches, Player Members, Parents of the athletes in the Wrestling Club and the Board of Directors. The Rep. will be involved in the day to day assisting of the coaches and parents to facility the objective of the Wrestling Club. The Rep will have power to perform such duties that may be prescribed by the board to facilitate the directives of the Board of Directors.

Article VI

Section 1 - Committees

The Board of Directors may appoint committees as necessary to perform the work of the Organization.

Section 2 – Chair

The Chair of said committee, as described in Section 2, if so appointed shall govern the committee, run the meetings and report to the Board of Directors as requested.

Article VII

Section 1 - Amendments of By-Laws

These By-Laws may be amended or replaced and new By-Laws adopted by a 2/3 majority vote of members present at any General Meeting of the Organization.

The Constitution was approved by Durham Wrestling Club membership on

Anthony R. Cardoza
President’s Name

President’s signature

Date