

FAR WEST WHEELCHAIR ATHLETIC ASSOCIATION

BYLAWS

ARTICLE I NAME AND TERRITORIAL JURISDICTION

- Section 1. The name of this organization is the Far West Wheelchair Athletic Association hereinafter referred to as the Association.
- Section 2. Territorial jurisdiction of the Association shall be in accordance with the Bylaws of Wheelchair Sports USA and unless otherwise specified shall include but not be limited to the states of California, Arizona, and Nevada. Association members shall not be limited to California, Arizona, and Nevada residents.

ARTICLE II OBJECTIVE

The objective of the Association is to promote sports competition, recreation, and fitness to persons with physical disabilities which result in mobility limitations and to recognize those achievements within the community.

ARTICLE III PURPOSES

1. To encourage individuals with physical disabilities to participate actively in the Association and to encourage and promote wheelchair sports and recreational activities within the Far West region, throughout the nation, and internationally.
2. To educate the public about wheelchair sports and to foster good will and public relations between the nondisabled and disabled communities through the medium of athletic competition and recreational activities.
3. To sponsor at least one regional qualifying meet annually.
4. To encourage research and publications dealing with the development and advancement of wheelchair sports and recreational activities.
5. To solicit, receive, and manage the assets of all types as authorized by the Association Articles of Incorporation.
6. To promote and support co-sponsored programs with other organizations interested in the promotion of wheelchair sports and recreational activities.

ARTICLE IV MEMBERSHIP

Section 1. Classes, Definitions, and Rights of Members

A. General Members

Definition: A member of the Association shall be defined as any individual, whether athlete, coach, team representative, official or other interested person who pays annual membership dues as prescribed by Wheelchair Sports USA.

B. Honorary Members

Definition: An honorary member shall be defined as any person, corporation, organization, or group who has demonstrated an unusual interest and distinguished service for the Association or any individual whom the Association chooses to recognize by the designation of honorary member.

C. Rights of Active General Members

An active general member shall be entitled to all membership privileges, including the right to vote in the Association's annual election, to serve on any committee to which he/she is appointed by the Board of Directors, or to run for any Association office to which he/she may be nominated, to present verbally or in writing to the Association Board of Directors any suggestion or recommendation regarding the Association offices.

Section 2. Good Standing

An Association member shall be in good standing if he/she has made full payment of dues and special assessments through Wheelchair Sports USA (WSUSA) by the annual date specified by WSUSA.

Section 3. Ethics and Disciplinary Action

A. The ethical standards of this Association shall be in accordance with the applicable article(s) of the Constitution of WSUSA.

B. Disciplinary Action

1) Any member who has not paid in full any dues for the respective year within the time specified by WSUSA shall be considered in default.

2) An Association member may be reinstated upon receipt in full of all outstanding dues and special assessments or upon other such terms as the Board of Directors may deem appropriate.

- 3) An Association member shall be suspended or expelled by a two-thirds vote of the Association Board of Directors for activity or individual action deemed detrimental to the Association and/or wheelchair sports.

ARTICLE V ASSOCIATION STRUCTURE

Section 1. Structure

A. Governance

The Association Board of Directors, hereinafter referred to as the Board, shall be the sole governing body of the Association and shall be responsible for the exclusive management of all matters dealing with the Association as set forth in these Bylaws. The Board of Directors is wholly responsible for all fiduciary matters pertaining to the Association and its activities.

B. Executive Director

The Executive Director shall act as the chief administrative officer of the Association, responsible to the Board for the Administration and implementation of all programs and business of the Association.

ARTICLE VI BOARD OF DIRECTORS

Section 1. Composition

The Association Board shall consist of up to 10 elected members in good standing as follows: Chairman, Vice-Chairman, Secretary, and Treasurer, and up to 6 directors-at-large. Board members must reside in the geographic region as defined by WSUSA.

Section 2. Qualifications

All general members of the Association are eligible to accept nomination for any director position if they have reached their 18th birthday prior to the calendar year in which the election is held and have agreed to fulfill the duties of the office for which they have been nominated. No Board member may serve on other wheelchair sports organizations Board within the Association's Region.

Section 3. Terms of Office

- A. Directors shall be elected for a term of 4 years.

- B. Terms of office shall begin with the first meeting of the year following the Association election.

Section 4. Vacancies

Vacancies created by death, resignation, succession or disqualification of any elected officer or member of the Board other than the Chairperson shall be filled through an individual appointed by the Board for the unexpired portion of that term.

Section 5. Duties

- A. Direct administrative control of all corporate and Association affairs subject to the Articles of Incorporation, the Bylaws, and the laws of the State of California.
- B. Direct all business and financial affairs on behalf of the Association.
- C. Establish an annual budget prior to the upcoming fiscal year.
- D. Be solely responsible for the distribution of funds or allocation of funds for Association-sponsored and co-sponsored activities.
- E. Establish and oversee all policies and procedures concerning the functions of the Association.
- F. Direct the activities of all Association committees.
- G. Maintain an Association headquarters and hire an Executive Director who shall be responsible to the Association Board of Directors.
- H. Submit a written annual report to the Association membership by April 30 of each calendar year.
- I. Be editorially responsible for all publications of the Association.

**ARTICLE VII
EXECUTIVE DIRECTOR**

Section 1. General

The Executive Director of the Association shall be responsible to the Board for the administration and implementation of all programs, services, and business of the Association.

Section 2. Qualifications/Duties

The Board of Directors shall develop and maintain a current job description for the position of Executive Director to include but not be limited to qualifications for the position, duties and responsibilities, and any other information deemed appropriate. Duties of the Executive Director are as outlined in the job description for Executive Director as contained in the Association Policy and Procedure Manual.

Section 3. Selection

An ad hoc committee shall be appointed by the Chairman of the Board to recommend a process for screening, selecting, and hiring an Executive Director in accordance with applicable local, State, and Federal laws and Association Policy and Procedure Manual.

**ARTICLE VIII
OFFICERS**

Section 1. Qualifications

The officers shall be Chairman, Vice-Chairman, Secretary, and Treasurer, and such other officers as the Board may from time to time determine. The elected officers shall constitute the Executive Committee. The Board/Executive Committee must be members in good standing of the Association/WSUSA.

Section 2. Term of Office

The officers shall serve a 4-year term in accordance with Article VI Section 3. A. and until he/she resigns or is removed or is otherwise disqualified to service or until his successor is elected. The officer shall hold office for a 4-year term and until a successor has been elected.

Section 3. Nomination

Nominations shall be in accordance with the provisions of Article X of these Bylaws, either by the Nominating Committee or by a director in office.

Section 4. Election

The election of officers shall be every four year.

Section 5. Duties

All officers shall be responsible for all duties of the respective office, whether expressed or implied elsewhere in these Bylaws or by the laws of the State of

California. The Board may delegate any of its powers and duties to the Executive Committee as deemed necessary. In addition, the following specific duties shall attach to each respective office.

A. Chairman

- 1) Shall preside over all meetings of the members and directors.
- 2) Shall have general charge of and control over the affairs of the Association subject to the Board.
- 3) Shall appoint a chairman every four years for all committees of the board, and in conjunction with the Board, shall prescribe their duties.
- 4) Shall sign all contracts and other instruments which first have been approved by the Board.
- 5) Shall, in accordance with these Bylaws, call special meetings of the members of the Board.
- 6) Shall be an ex-officio member of all committees except the Nominating Committee.
- 7) Shall provide leadership, example, and direction to the membership and Board in carrying out the objectives of the Association.
- 8) Shall have such other powers and duties as may be prescribed by the Board, Bylaws, or the Executive Committee.

B. Vice Chairman

- 1) In the absence of the Chairman, or in the event of the Chairman's inability or refusal to act, shall perform the duties of the Chairman, and when so acting, shall have all the powers and be subject to all the restrictions upon the Chairman's seat. Upon resignation or prolonged illness of the Chairman, the Vice Chairman shall act in his/her place until his/her term of office is expired and until a successor is elected.
- 2) Shall oversee all committees, insuring timely completion of committee responsibilities.
- 3) Shall perform other such duties as deemed necessary, which may be assigned by the Chairman, the Board, Bylaws, or the Executive Committee.

C. Secretary

- 1) Shall keep, or cause to be kept, a book of the minutes at the principal office, or such other place as the Board of Directors may order, of all meetings of the members and the Board with the time and place of holding, whether annual, regular, or special, how authorized, the notice given thereof, the number of voting members or directors present at the meeting and the proceedings thereof, which minutes shall be open to inspection of any member of the Association and a record of all proxies and proxy votes.
- 2) Shall keep or cause to be kept, at the principal office of the Association, or such other place as the Board may order, a register showing the names, addresses, and telephone numbers of all directors, general and honorary members and other supporting members of the Association.
- 3) Shall give, or cause to be given, appropriate notice of all Board and general membership meetings as required by these Bylaws.
- 4) Shall act as custodian of the records and of the seal of the corporation.
- 5) Shall prepare and distribute to the directors copies of the minutes of each board meeting within two weeks following that meeting, and an agenda or meeting announcement of any upcoming meeting 10 days prior to that meeting.
- 6) Shall distribute all election materials as required by Article X of these Bylaws.
- 7) Shall provide copies of Bylaws and administration regulations immediately after notification of the name of a potential nominee for a position on the Board and a letter explaining the written requirements for assent to candidacy prior to nomination.
- 8) Shall have such other powers and perform such other duties as may be prescribed by the Board, these Bylaws, or the Executive Committee.

D. Treasurer

- 1) Shall keep and maintain or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the Association including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, and surplus. The books of the account shall at times be open to inspection by any member of the Association.

- 2) Shall deposit or cause to be deposited all monies and other valuables in the name of the Association with such depositories as may be designated by the Board.
- 3) Shall disburse or cause to be disbursed such funds of the Association as may be ordered by the Board whenever they request it, an account of all transactions as treasurer and of the financial condition of the Association.
- 4) Shall be responsible for an annual financial statement of the financial affairs of the Association and shall file such report with the Board within two weeks of filing of the Association's required tax returns.
- 5) Shall report to the Board quarterly regarding the financial affairs of the Association.
- 6) Shall receive and give receipts for monies due and payable to the Association.
- 7) Shall have such other powers and perform such other duties as may be prescribed by the Board, Bylaws, or the Executive Committee.

Section 6. Removal

The elected officers may be removed from office for cause or for non-attention to duties by a majority vote (quorum) of the remaining directors.

Section 7. Vacancies

In the event the office of Chairman becomes vacant because of illness, death, resignation, disqualification, removal, or any other cause, the unexpired term shall be filled by the Vice-Chairman. If the office of Vice-Chairman, Secretary, or Treasurer becomes vacant for any cause or contingency, the Chairman shall, with a majority approval of the Board, appoint interim officers, who shall be members in good standing and meet all qualifications as set forth in these Bylaws. They shall be interim offices for the unexpired term and until a successor has been elected.

Section 8. Compensation

The elected officers shall not receive any stated salary or fee for their services. Nothing herein shall be construed to preclude any officer from serving the corporation in any other capacity and receiving compensation thereof.

Section 9. Disqualification

A Board member shall be deemed disqualified if he/she is absent, without reasonable and verifiable justification, from three consecutive Board meetings. Reinstatement to the Board by a disqualified member shall be granted upon a majority vote of the Association Board.

**ARTICLE IX
CHAPTERS**

Section 1. Purpose

A. Chapters

The formation of component groups (consisting of groups and/or individuals) is encouraged to provide more utilization of FWWAA to independent sports groups throughout the Association. These component groups shall be known as chapters.

B. Geographic Boundaries

There shall be no real definition of geographic boundaries for chapters, but rather they shall be established according to numbers of Association members.

**ARTICLE X
ELECTION PROCEDURES**

Section 1. Number

There shall be up to 10 at-large director positions whose residence may be in any area of the Regional Sports Organization as defined by the applicable Wheelchair Sports USA.

Section 2. Nominations for Directors-at-Large

A. By the first day of September the Nominating Committee will give written notice to the general membership of the Association that nominations will be accepted for any open Director-at-Large position. Nominations must be received by the Association by the first day of October.

B. Nominations must be made in writing, giving information regarding nominee's pertinent background and experience. Each nomination must be accompanied by a letter of acceptance by the nominee. The nominee must reside within the boundaries of the Regional Sports Organization as defined by Wheelchair Sports USA. All nominees must be members in good standing of the Association.

C. Additional nominations from any Board member shall also be accepted.

Section 3. Voting for Directors-at-Large

A. Mailing and Collection of Ballots.

A ballot of nominees shall be mailed to all general members in good standing of the Association not less than 15 days prior to the first day of November. Ballots shall be returned to the Association Secretary postmarked no later than November 15.

B. Tabulation and Reporting

The Secretary of the Association will tabulate the ballots. Nominees receiving the most votes shall be declared elected. The Secretary will then notify the Board of Directors of the election results.

C. Ties

All ties shall be broken by a run-off election by the two candidates receiving the most votes.

D. The term of office will commence with the beginning of the new calendar year.

**ARTICLE XI
COMMITTEES**

Section 1. Nominating Committee

Composition shall be up to three members of the Association Board to serve for a term of 4 years.

Responsibilities are to prepare for submission to the Association Board a slate of candidates for Association offices.

Section 2. Finance Committee

The Finance Committee shall be chaired by the Association Treasurer and up to two more members appointed by the Association Board to serve a term of 4 years.

Responsibilities

1. To propose and develop an annual budget for submission and approval by the Association Board by October of each year for the proposed expenditures and income for the new fiscal year.

2. To review the budget quarterly and recommend modifications to the Board.
3. Assuring proper fiscal management within the Corporation and reporting duties of the corporation.

Section 3. Other Committees

- A. Other committees may be appointed by the Chairman of the Board as deemed appropriate.
- B. Specific responsibilities of all appointed committees shall be placed in the Association Policy and Procedure Manual at the time each committee is appointed.

Section 4. Vacancies

Vacancies occurring in the Nominating and Finance committees shall be filled by an appointment made by the Chairman of the Association with approval of the Board. A member appointed to fill a vacancy shall serve the unexpired portion of the term.

ARTICLE XII FINANCE

Section 1. General

- A. A fiscal year shall be January 1 through December 31.
- B. An annual budget shall be developed by the Finance Committee for Association Board action and presentation to the general membership as specified by the Bylaws.

Section 2. Dues and Assessment

Dues of a general member shall be in accordance with that outlined by Wheelchair Sports USA

Section 3. Funds and Fundraising

- A. The association shall conduct an annual fundraising and membership drive under the direction and approval of the Association Board of Directors.
- B. No fundraising project may be conducted by any member, individual, or organization in representation of the Association without written authorization from the Association Board.

Section 4. Special Donation

All or any portion of the funds received by the Association from any source may be designated by the individual donor. If non-designated, funds shall revert to the Association's general fund.

**ARTICLE XIII
AMENDMENTS AND REVISIONS**

Section 1. Initiation

Amendments to or other changes in these Bylaws may be initiated in the following ways:

- 1) The board may propose amendments
- 2) The Chairman may appoint a committee to consider revising the Bylaws in general or amending some particular section or sections.
- 3) Any member of the Association may submit to the Board a proposed amendment or amendments in writing.
- 4) The Board is responsible for relaying such a proposed amendment to the chairman and the Board may append its recommendations concerning the proposed amendment at that time.

Section 2. Type

Amendments to or revisions to these Bylaws must be consistent with the Articles of Incorporation.

Section 3. Adoption

These Bylaws may be amended as deemed necessary by the following methods:

- 1) The Chairman shall send all changes proposed under Section 1 of this article with explanations and the recommendations of the Board to the membership for a vote by mail. At least 30 days must lapse between the mailing date and the date on which the vote is counted. The Secretary shall count the ballots.
- 2) An affirmative vote of at least two-thirds of the ballots returned shall be required for the acceptance of the amendment.

**ARTICLE XIV
PARLIAMENTARY AUTHORITY**

Robert's Rules of Order, newly revised, shall be the authority for any procedure no specifically covered in the Bylaws or rules of the organization.

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