

By-Laws Curl Troy

1. Founders

Curl Troy was founded in March 2010. Those individuals who were responsible for the initial creation of the organization are Bruce Clingan, Stephanie Clingan, Iain Kelly, and Donald Mitchell

1.1. Permanent Invitation to Proceedings

Founders are granted permanent invitation to all happenings of the board regardless of the status as a Director set forth in this document.

1.1.1. No Permanent Voting Rights

If a founder is not a Director as set forth in this document they will be granted an unrestricted voice but no additional vote on the board of directors.

1.1.2. Founders can be Directors

If a founder is a Director as set forth in this document they will be granted all rights enumerated to their position as a Director.

2. Board of Directors

2.1. Number of Directors

The board of Directors will have 6 members

2.2. Eligibility of Directors

To be eligible to be a Director you must be recognized by the Board of Directors as a full member of the organization.

2.3. Election of Directors

The board of directors is solely responsible for the election of members to the board. The board will select directors from nominations made by the membership. The membership will be given notice that nominations for the board are being accepted. Directors are eligible to nominate a member for election to the board. A majority vote is required to elect a Director.

2.3.1. Emergency Election of Directors

If at any time 2 or more board members leave the board within a 30 day period the board may appoint board members without nomination from the membership.

2.3.2. Term

Directors are elected indefinitely, and there is no term limit.

2.3.3. Removal of Directors

A director may be removed from their position with a 2/3rds majority vote of the Board of Directors. This action must be done without proxy.

2.4. Officers

The Board of Directors shall appoint one board member to fill the positions of President, Vice-President, Secretary, Treasurer. These positions may be filled by any member of the Board of Directors, are not term-limited, and are

re-affirmed by the board of directors within 30 days of the Annual Membership Meeting.

2.4.1. **President**

The President will act as the chairman of the Curl Troy board, directing and scheduling meetings, and have a direct hand in the day to day operations of the organization. The President will provide general direction, and coordinate between the various committees or coordinators in the organization. The President should be aware of everything happening in the organization at any given time.

2.4.2. **Vice-President**

The Vice-President will hold similar responsibilities as the President, and assumes the role of President when the President is unavailable. The Vice-President, at the discretion of the Board of Directors, may also fill the role of Secretary. The Vice-President should be aware of everything happening in the organization at any given time.

2.4.3. **Secretary**

The Secretary is responsible for organizational filing and correspondence and membership management of the organization. They are responsible, at least by proxy, for the collection of membership dues, certification of membership, and the filing of all legal and organizational required documents. For Curl Troy this includes required filings to the United States Curling Association (USCA), Great Lakes Curling Association (GLCA), and other member associations as needed. The Secretary is responsible for maintaining Curl Troy's good standing with these organizations. The Secretary is responsible for recording minutes for all meetings of the Board of Directors, but may delegate this responsibility to any other member of the Board of Directors. The role of the Secretary may be combined with the role of the Vice-President at the discretion of the Board of Directors.

2.4.4. **Treasurer**

The Treasurer is responsible for all financial bookkeeping required for the organization, as well as tax related filings. All liabilities to the organization will be forwarded to the Treasurer for payment. The Treasurer is responsible for obtaining board approval for payments as necessary. The Treasurer will provide a basic accounting for the financial standing of the organization at each board meeting.

2.5. **Meetings**

The Board of Directors shall meet a minimum of once per calendar quarter, but may schedule meetings in addition as often as necessary.

2.5.1. **Location**

The Board of Directors shall choose any suitable location for meetings. Meetings may be held in person or via teleconference.

2.5.2. **Quorum**

The Board of Directors shall 2/3rds presence physically or by proxy in order to establish a quorum.

2.5.3. **Vote**

All items brought before the Board of Directors require a simple majority unless otherwise stated in the Articles of Incorporation or Bylaws.

2.5.3.1. **Tiebreaker**

In the case that the board reaches a tie vote, the President, or highest presiding officer will be the tie breaking vote.

2.5.4. **Proxy**

Any member of the Board of Directors may proxy their vote, in their absence, to another member of the Board of Directors. A proxy's presence as a meeting constitutes attendance of each proxied director for the establishment of a quorum.

2.6. **Advisory Board**

The Board of Directors may establish an advisory board consisting of members of the organization and outside parties with knowledge beneficial for advice to the board.

2.6.1. **Selection**

Advisory board members are selected by a majority vote by the Board of Directors, and may be appointed at any time.

2.6.2. **Removal**

Advisory Board members may be removed by a majority vote by the Board of Directors

2.6.3. **Term**

The advisory board members may be on the advisory board for unlimited terms, however each term expires at the beginning of the Annual Membership Meeting. The Board of Directors shall have the ability to re-appoint members to the advisory board each year.

2.6.4. **Chairman**

The Advisory Board shall, at its sole discretion, appoint a chairman whose responsibilities will be to organize and coordinate any meetings of the Advisory Board not held in conjunction with a Board of Directors Meetings.

3. **Annual Membership Meeting**

An annual membership meeting will be held on the second Saturday of June each year at a location determined by the Board of Directors.

3.1. **Rescheduling**

If necessary the Board of Directors may reschedule this meeting to a time of its choosing within 60 days before or after the statutory meeting date.

4. **USCA Membership Provisions**

In accordance with USCA membership requirements the following two clauses are to be adhered to.

- 4.1. Curl Troy will select/admit its Individual Curlers without regard to race, color, religion, age, sex, sexual orientation or national origin.
- 4.2. Curl Troy will not endanger the tax exempt status of the USCA under the Internal Revenue Code.