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## 1. ARTICLE - NAME/AFFILIATION/OFFICE LOCATION/AGENT

1.1. **Name:** The name of the corporation shall be Colorado USA Wrestling (hereafter referred to as the “corporation” or “CO USAW”). The corporation is a nonprofit corporation and is an exempt organization within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”). Pursuant thereto, the corporation has received a 501(c)(3) determination letter (Reference the CO USAW Bylaw Reference Document) from the Internal Revenue Service. The corporation shall comply with the requirements of Code section 501(c)(3), the regulations promulgated thereunder, and such determination letter.

1.2. **Affiliations:** CO USAW shall be affiliated with USA Wrestling, through the provisions and requirements contained within the USA Wrestling affiliate agreement. Upon approval of the corporation’s board of directors, the corporation shall, through its authorized agents, sign and deliver the USA Wrestling affiliate agreement. Shall there be any conflicts between any provision of the USA Wrestling affiliate agreement and/or the USA Wrestling bylaws, on one part, as applicable to the corporation, and the corporation’s bylaws, the USA Wrestling affiliate agreement and the USA Wrestling Bylaws shall supersede the corporation’s bylaws to the extent of such conflict and the corporation’s bylaws shall be deemed amended accordingly.

1.3. **Principal Office:** The principal office of the corporation in the State of Colorado shall be at such a location within the State of Colorado as the board of directors shall from time to time determine. In the absence of such determination by the board of directors, the principal office of the corporation shall be at the principal residence of the corporation’s President in the State of Colorado.

1.4. **Registered Agent:** The registered agent of the corporation in the State of Colorado shall be as determined by the board of directors from time to time. In the absence of such determination by the board of directors, the registered agent shall be the corporation’s President, provided that such person is over the age of 18 and their primary residence or usual place of business is in the State of Colorado. If the corporation’s President does not meet the foregoing criteria, and no contrary board determination has been made, the registered agent shall be the corporation’s most senior officer meeting the foregoing criteria, or an outside hired agent as deemed necessary by the corporation.

## 2. ARTICLE - MISSION/GOALS & OBJECTIVES/PURPOSE

2.1. **Mission Statement:** CO USAW shall provide an opportunity for all styles of amateur wrestling, with athletes at every level and division, to obtain their greatest possible human and athletic potential through advocating, promoting, coordinating, and training for local, state, regional, and national competition by utilizing athletic program services, in affiliation with USA Wrestling.

2.2. **Goals & Objectives:** The goals and objectives of CO USAW shall be to support and promote charitable, educational, and scientific work as defined by Section 501 (c) 3 of the Internal Revenue Code, as well as the goals and objectives of USA Wrestling including:

- **Promote:**To promote wrestling in all its competitive forms for all ages and at all levels.
- **Educate:** To educate the Colorado public in the art of wrestling.
- **Competition:**To provide competitive events, instructional clinics and organizational seminars in wrestling.
- **Community and Family:** To make wrestling an activity the whole family and the whole community will support with enthusiasm.
- **Improved Quality:** To improve the quality of wrestling on the competitive level and on the spectator level in the State of Colorado.
- **Character:**To provide an activity that will strengthen the character and moral fiber of wrestlers of all ages.
- **Administrative Development:** The development of responsible wrestling administrators from the ranks of the wrestling program at the local club, state, and national levels who will provide leadership and direction to their membership.
- **Attitude Development:** To develop an attitude of sincere concern among all coaches towards the improvement of all levels and aspects of wrestling from Elementary through Olympic levels of competition.
- **Communication Channeling:** To provide channels of communication within Colorado and with the various other states, furthering the exchange of ideas and experience to the benefit of all wrestlers.
- **Unity:**To develop an attitude of unity within the State of Colorado towards program development and achievement.

- **Promote Positive Attitudes:** To increase the positive attitudes of educators, wrestlers, and the public toward the art and science of wrestling.
- **Fair Representation:** To provide a system for democratic representation of all competitors, coaches, and officials in local, state and national organizations and activities dedicated to the sport of wrestling.
- **Establish Methods:** To establish methods within the organization that will provide wrestlers, coaches, and officials to step forward from the elementary level to the most advanced and successful endeavors for which they may strive.
- **Strategy to Grow:** To establish a strategy, and a process to identify where, and how we will grow wrestling in the state of Colorado. Growth will be defined as an increase in the number of athletes, clubs.

2.3. **Organization:** To have a representative organization open to any individual or club, to assist, supervise, standardize, and regulate amateur wrestling, outside of the scholastic setting, in the State of Colorado.

2.4. **Promote Wrestling:** To promote and advance the sport of amateur wrestling in the State of Colorado by setting up a formal structure to deal with matters of membership, coaching, competition, and officiating.

2.5. **Education:** To improve the standard and appreciation of wrestling in the State of Colorado for men, women, boys and girls by providing training in wrestling skills, organizing competitions and tournaments, offering instruction in coaching and officiating, conducting of clinics, as well as, instructing athletes and parents in selection of proper equipment, and associating with wrestling associations and clubs in and outside the State of Colorado.

2.6. **Maintaining Affiliation:** To maintain and execute all rules, regulations, and guidelines established by the national governing body for wrestling (USA Wrestling) and the State of Colorado so as to remain and to continue to be recognized as an organization and affiliate of the recognized national governing body for wrestling.

### 3. ARTICLE - MEMBERSHIP/VOTING RIGHTS

3.1. **Eligible Members:** CO USAW Wrestling membership is open to any resident of Colorado and others as defined below. Membership for competitors is available for all men's and women's age divisions as defined by USA Wrestling. Additionally, one division will be added below the youngest age defined, to include those younger than 6 years of age. Non-competitive memberships are available to coaches, officials and other non-competitive memberships as offered under USA Wrestling.

3.2. **CO USAW Wrestling:** This organization is comprised of elected and appointed CO USAW State board members, clubs, coaches, wrestlers, officials, and others as defined by USA Wrestling (for example emeritus members) and will operate and comply with the constitution and laws of the United States of America and the State of Colorado.

3.3. **A Registered Charter:** Is a team (Club) which has applied, through the online process, to CO USAW and USAW National office for membership, and who has at least one current Coach and one Director who are USAW members in good standing. Each Chartered Team is regulated, and supported by its affiliate Association, USA Wrestling, and CO USAW State Board. Each Chartered Team is responsible for implementation of the written guidelines established by each.

3.4. **Annual Meeting:** The annual meeting of the members shall be in the month of September of each year, or at the call of the President for the purpose of electing officers and for the transaction of such other business as may come before the meeting. Current board of directors must make notification to the President or designee 25 days prior to the Annual Fall General Membership meeting, each year their position is up for re-election, if they intend to run for the same position on the board of directors for the CO USAW. The current board of directors must make notification to the President or designee 25 days prior to the Annual Fall General Membership meeting if they intend on giving up their position on the board of directors or if they intend on running for a different position on the board of directors for the CO USAW. Any member in good standing with the CO USAW must make notification to the President or designee 30 days prior to the Fall General Membership meeting if they intend on running for a board of directors' position that is coming up for re-election at the Fall General Membership meeting. General members will still have the right to make board of director nominations from the floor at the Fall General Membership

meeting, but justification as to why the 30 / 25 - day deadline could not be met, should be satisfied by most of all voting attendees physically present at the time of the meeting.

3.5. **Special Meetings:** Special Meetings of the members, for any purpose or purposes, unless otherwise prescribed by statute, shall be called by the President, a majority vote of the Executive Committee or by the Board of Directors.

3.6. **Place of Meetings:** All state Fall General meetings shall be held at a location designed by the President with the suggestions from the Executive Committee. Location should have the ability to broadcast the meeting to the general membership, or at minimum the ability to record to be broadcasted at a later date via [www.cousaw.com](http://www.cousaw.com) not greater than 7 days.

3.7. **Notice of Meetings:** Official notification stating the place, date and hour of annual or special general meetings shall be posted on CO USAW website, and the purpose or purposes for which the meeting is called in the case of a special meeting, shall be delivered not less than sixty (60) days before the date of the meeting by or at the direction of the President. Prior notice of Board meetings must be made to all directors for special Board of Directors meetings.

3.8. **Voting Memberships:** The members of the CO USAW who shall possess voting rights shall include each current year duly authorized USA / CO USAW Chartered Wrestling club. Current chartered clubs having five(5) or more active members shall hold 2 votes, 1 for charter, 1 for an active Wrestle Leader plus 1 for every 50 additional active members not to exceed five (5) votes. (i.e. 5-50=2 votes, 51-100=3 votes, 101-150=4 votes, 151 and above 5 votes)  
Representatives of the club must have a valid and current year Wrestling Leader membership at least 120 days prior to the meeting. Each club represented must have a valid charter at least 120 days prior to the meeting. No individual may hold or exercise a right to more than one vote. Each chartered club shall designate its voting representatives at the beginning of each meeting. The President will have the right to vote at General Membership meetings only to break a tie.

3.9. **Quorum:** At any meeting of the General Membership, a Quorum for the transaction of business shall consist of a minimum of 10 registered club voting members.

3.10. **Proxies:** Voting by proxy shall not be allowed.

## **ARTICLE - DISCIPLINE PROCEDURES**

4.1. **Disciplinary Procedure:** Any infraction of the Rules of Conduct shall be reported to the appropriate acting Head Coach, President Elect, Executive Director or the President / State Chairperson. Each report shall contain all pertinent names, dates, locations, and a detailed account of the infraction, prepared by the Head Coach, or director of the event where the infraction occurred, or by any Board of Director, or any member of the CO USAW. If the infraction involves one or more minors, a copy of the initial report shall be mailed to the appropriate parent(s) or guardian(s) by the President Elect, or their assigned agent.

4.2. **Major Infractions:** In the case of any major or serious infraction of the Rules of Conduct, the acting Head Coach, or the director of the event shall first comply with the rules of disqualification as defined in the USA Wrestling International Wrestling Rules, if applicable, or secondly shall eliminate the offender(s) from the event and notify the President Elect at the earliest opportunity.

4.3. **Review and Discipline:** The President Elect and a committee of 2 other board members of CO USAW shall review each infraction and take disciplinary action based on the merits of each case. Such actions may include, but not be limited to reprimands, suspensions, or revocations of competitive memberships, coach's memberships, official's licenses or club charters as applicable, or elimination from all activities within the Colorado USA Wrestling's authority.

4.4. **Appeals:** Any person or organization may appeal the decision of the Discipline Committee to the Board of Directors of the CO USAW for review. Any appeal must be made in writing to the President and shall be placed on the agenda of the next Board of Directors meeting. The applicant may request, but shall not be guaranteed, a special meeting of the Board of Directors to review the appeal and shall be liable for all expenses incurred by the CO USAW and the members of the Board of Directors to convene such a special meeting. A deposit of \$100 shall be required of the appellant prior to convening such a special meeting, and any portion unused to defray expenses shall be returned following

the conclusion of such special meeting. In any case, the outcome of such a special meeting shall not be made known to the appellant until all expenses incurred have been reimbursed.

4.5. **Discipline of Minors:**In the case of disciplinary action taken against a minor or minors, the parent(s) or guardian(s) of such minor or minors shall be notified in writing by the appropriate President Elect or the President in the case of an appeal.

4.6. **Reinstatement:** All members, wrestling leaders and clubs shall automatically be reinstated following the conclusion of any assessed suspension.

4.7. **Outstanding Finances:** Outstanding finances may be responded to by exclusion of individual(s) or clubs(s) in CO USAW sanctioned activities. Money owed to the state for any reason may exclude said member from participation in any CO USAW event.

## 5. ARTICLE - STATE BOARD STRUCTURE AND MEMBERS

5.1. **State Board Structure:** The CO USAW State Board will be elected to benefit both populated, and rural geographic areas of Colorado equally without bias.

5.1.1. **General Structure of the Board:** The state board will consist of the elected officers of the board and appointed members.

5.1.2. **Elected Officers of the Board:** This portion of the board will consist of the officers of the board: President (State Chairperson), President Elect, Secretary, Treasurer and others as needed (such as but not limited to: Regional, Mat Official, Operations Official, Age Groups (14u, 16u, and Junior Directors), Media/Promotions, Legal and Legislation, Corporate Strategy Directors). Board should consist of no less than 8 members; current board members will discuss each year the needs of the association and the needs of members of the board.

5.1.3. **Appointed Members of the Board:** This portion of the board will consist of but not limited to the Athlete Representative, Cultural Exchanges Directors and Website Director. These are non-voting positions and can be added upon or taken away when needed.

5.1.4. **Executive Committee:** The Executive Committee shall consist of the President, Executive Director (if applicable), President Elect, Treasurer,



Secretary and others deemed appropriate by the State Chairperson for the purpose of reviewing and writing policies and procedures to be approved by the Board of Directors. The Executive Committee shall have final approval of the adopted State Budget following the General Membership meeting. The Executive Committee shall have supervisory authority over the Corporation's paid (if any) and unpaid personnel/contractors.

### **State Board Member Terms, Elections, and Voting Privileges**

5.2.1. **President/State Chairperson:** The President will serve a two (2) year term. The President shall begin their two (2) year term in an odd calendar year, beginning September 1 of odd year. The President is established as a non-voting position except in a tie vote deadlock. There is no limit to the number of consecutive terms the President/State Chairperson can serve

5.2.2. **Vice Chairperson:** The President Elect is elected as a member of the State Board to become the President in the event of a vacancy of the position by the President. The President Elect term shall begin in an even calendar year and serve for a period of two (2) years. As the President Elect becomes President, a new President Elect shall be elected at the annual State Board Meeting. There is no limit to the number of consecutive terms the President Elect can serve.

5.2.3. **Secretary and Treasurer:** These elected members shall serve a two (2) year term. There is no limit to the number of consecutive terms these members can serve. In the event of an unexpected mid-term vacancy of one of these members, the President may appoint a temporary member to complete the remaining term. The secretary will be voted on every other (odd) year and treasurer will be every other (even) year.

5.2.4. **Other Members of the Board:** These elected members, shall serve a two (2) year term. There is no limit to the number of consecutive terms these members can serve. In the event of an unexpected mid-term vacancy of one of these members, the President may appoint a temporary member to complete the remaining term.

5.2.5. **Voting Membership:** Each member of the State board will have one vote, except for the President. In the event of a tie vote, the President will break the tie.

5.2.6. **Quorum:** 2/3 members of the State board must be present to constitute a quorum. Any business item must receive a simple majority vote to become effective.

**State Board Authority:** The State Board has the authority to set policy and procedures to establish regulations which govern CO USAW in the State of Colorado. Its responsibilities are to:

1. Hold annual reviews of Bylaws as well as Policy and Procedure Manual.
2. Provide leadership to all state programs.
3. Oversee the state treasury and finance.
4. Supervise state appointed positions.
5. Conducts the state tournaments.
6. Oversees the affairs of each Region.
7. Act as an observer in the disciplinary proceedings of an association.

5.3 **Determine financial needs of the State,** to set priorities as to how they're dispersed; annually review the affiliate agreement with USA Wrestling, to determine what needs fulfilled at the state level, and to formulate a plan for how to fulfill the agreement.

5.4. **Meetings:** The State Board shall meet at minimum once a year in person, generally in September and then by way of conference call or in person as needed. Bylaw revisions shall be proposed during the 1st quarter and voted at the General Membership meeting.

5.5. **Meeting Rules:** Robert's Rules of Order shall be the parliamentary authority in all matters that are not specified in the Bylaws and Standing Rules of CO USAW.

5.6. **Regional/National Meetings:** USA Wrestling has structured regional and national meetings to help disseminate information, and to solicit special groups for proposed business operation and competition changes. As an example of structure, the National Council of State Chairperson, the National Kids/16U Council, the National Junior Council, the Women's Age Group Council, and the National Coaches Council each provide the State Director's with recommendations.

5.6.1. **Voting Delegates:** At Regional and National meetings, each state, under the present format, is entitled to three votes. Representing the State of Colorado shall be the President, Executive Director and President Elect. In the event any of the above are not present, other State Board members are next eligible, followed by state appointed Directors, and then by appointment of the President. In the National Council of State Chairperson, only the President or his/her designee by letter are entitled to represent the State of Colorado.

## **6. ARTICLE - DUTIES OF ELECTED/APPOINTED STATE BOARD MEMBERS**

Each Officer, and state board member, has the authority and shall perform the duties set forth herein and/or duties consistent with these Bylaws, the duties and authority prescribed in a resolution of the Board of Directors of the Corporation, or by direction of an Officer authorized by the Board of Directors of the Corporation to prescribe the duties and authority of other Officers of the Corporation

### **6.1 President/State Chairperson**

6.1.1. **Policies:** The President, under the direction of the Board of Directors, shall oversee the operations of the Corporation and shall be responsible for carrying out the policies of the Corporation as established by the Board of Directors.

6.1.2. **Contractual Obligations:** Subject to any limitations adopted by the Board of Directors of the Corporation, the President or Executive Director shall be entitled to execute contracts and other legal instruments on behalf of the Corporation.

6.1.3. **Financial:** Subject to any limitations adopted by the Board of Directors of the Corporation, the President shall supervise all monies and bank accounts of the Corporation and shall cause checks and drafts to be issued upon his/her direction.

6.1.4. **Affiliate Agreement:** The President shall be responsible for CO USAW meeting the goals of the USAW and fulfilling the duties and responsibilities as described in the affiliate agreement between CO USAW and USAW. He/She is responsible for maintaining records in regards to the agreement.

6.1.5. **Connecting/Informing:** The President shall be the liaison between USAW and CO USAW. For the President to remain up to date with the changes of USAW, he/she, or a designated alternate, should attend the State Directors Leadership meetings, and committee meetings created to make decisions and disseminate information. The President is also required to ensure all national matters from USAW, other state directors, and the USAW committees, are communicated to the state board and individual club directors under CO USAW.

6.1.6. **State Board/Grievance/Discipline Meetings:** The President with the President Elect will decide which one of them will attend any regional meeting that involves a significant grievance or discipline issue and will ensure that due process is followed. The President may ask the President Elect or Executive Director to mediate any grievance/discipline portion of the state board meeting.

## **President Elect**

6.2.1. **President Education:** The President Elect shall take an active role in each of the responsibilities of the President. They shall be an advisor that will be confided in on all decisions. The President Elect may be asked to perform special assignments by the President.

6.2.2. **President Absence:** The President Elect shall assume the duties of the President in the temporary absence of the President.

6.2.3. **President Replacement:** The President Elect is to learn the roles of the President and to provide continuity with that position at the end of the term, or in the event he/she cannot continue. If the President cannot execute his/her responsibilities, then the President Elect shall assume the President role.

6.2.4. **Grievance/Discipline Meetings:** The President Elect with the President will decide which one of them will attend any regional meeting that involves a significant grievance or discipline issue and ensure that due process is followed. The President Elect may be asked by the President to mediate any grievance/discipline portion of the state board meeting.

## **Secretary**

6.3.1. **Minutes:** The Secretary shall keep minutes of each state board, and special meetings. The minutes of the previous meeting shall be sent to all the board members within five (5) business days of the previous meeting end date.

6.3.2. **Agenda:** Prior to each state board/special meeting, they shall put together an agenda of the items to be presented at the meeting. The secretary shall identify the submission deadline (in number of days) for inclusion on the submitted agenda. The secretary shall be responsible for submitting the agenda to each state board member, and CO USAW member that will be at the meeting no less than three (3) days prior to the meeting.

6.3.3. **Contact Information:** The Secretary shall maintain a list of all the contact information of affiliate agreement with USAW.

6.3.4. **Corporate Records:** The Secretary shall maintain the individual items of the corporate records as described in the standing rules and following the procedure in Article

6.3.5. **Continuity of Position:** During the transition of a new Secretary, the leaving Secretary shall supply the new Secretary with all corporate records within ten (10) business days of the end of their term.

#### **Treasurer**

6.4.1. **Record Keeping:** The Treasurer shall keep correct and complete books and records of accounts, which may be subject to an independent annual audit. Such books and records shall include accounts of the Corporation's assets, liabilities, receipts, disbursements, gains, losses, capital and surplus.

6.4.2. **Financial Custodian:** The Treasurer shall be the custodian of all funds of the Corporation, giving a receipt for all money received, and maintaining a monthly statement of all financial transactions.

#### **Other State Board Members**

6.5 **General State Board Duties:** Has general duties to attend all state board meetings, and to bring association concerns to the state board, to vote on state board items, to disseminate state board information to the club directors, and to actively behave as leaders and ambassadors to grow the sport of wrestling in their respective areas.

## 7. ARTICLE - STATE FINANCES

7.1. **Philosophy:** It is the philosophy of the State Administration that the State Treasury should be kept at one (1) year operating cost. Essential to the State Treasury is funds necessary to conduct meetings, travel expenses, payroll for employees/contractors, postage for numerous mailings and conducting State Tournaments as well as other events designated by USA Wrestling.

7.2. **Records:** The State Board and its Officers are responsible for maintaining records of all financial transactions within the State Treasury and for reporting of the records at each of the State Board meetings. An annual review shall be made at the August meeting. Ending fund balances and general income/expenditure summaries shall be provided to the National USAW state services office as required.

7.3. **State Programs:** CO USAW programs are financed through memberships at all levels, club charters, sanctions, selling of CO USAW and USA Wrestling products, and through donations to the state association.

7.4. **Bank Account:** The state checking account shall be maintained at a Colorado FDIC member bank or Credit Union. Signatures on the account shall be but not limited to the President, Executive Director (if applicable), Treasurer and others deemed appropriate by the Executive Committee. The State Treasurer or Executive Director shall administer the accounts under the direction of the President.

7.5. **Budget:** At the annual Fall meeting, a proposal budget shall be presented by the Treasurer or Executive Director to the State Board. The annual state budget should be based on projected membership/charter/sanction fees, event income, and should be revised up or down according to actual deviation from projected numbers.

7.6. **Board Expenses:** With the exception of state employees, funds necessary for state board members to attend state board meetings shall be at the expense of the directors or the club they represent unless otherwise approved by the Executive Committee.

7.7. **Fiscal Year:** For financial and all business purposes, the fiscal year shall be September 1st through August 31st.

## 8. ARTICLE - EVENTS

8.1. **Sanctions:** All events conducted under the auspices and control of the CO USAW shall be sanctioned by the CO USAW and, where applicable, the United States Wrestling Association, and must meet the following requirements:

8.2. **Participants:** All participants shall be registered members of the United States Wrestling Association.

8.3. **Bidding on Events:** While bidding on events you can only represent 1 team per wrestling season. Example: if you have 2 clubs such as a Freestyle club and a Greco-Roman club you can represent both clubs in their respective season for the purpose of bidding on events. If a club hosts 2 events in the same season another club not hosting an event can seek one of these event weekends. Clubs hosting multiple events in the same season will choose which weekend they will forfeit.

8.4. **Tie Breakers Rule:** If two (2) clubs are bidding on the same weekend, it shall go to a vote from the Region. In the event of a tie the two clubs will flip a coin, the club with longevity (meaning the club who has been chartered the longest consecutively) will be able to call or defer calling heads or tails.

8.5. **State Tournament and Start of Seasons:** The site of each year's CO USAW State Championship Tournaments will be selected by the Board of Directors. Director or designee and submit all required paperwork and fees with at least a 30-day notice of event, will be allowed to have an event for that date on the CO USAW Freestyle and Greco schedule.

8.6. **CO USAW postseason,** which is defined as being after the completion of CO USAW Freestyle and Greco State Championships, any club can submit a sanction and fees and obtain approval for an event with a 30-day notice, unless approval is granted.

8.7. **Approval and Denial:** The USA Wrestling sanction form shall be approved by the appropriate State Director.

8.8. **Preference of Events:** Clubs represented at the annual fall meeting, with traditional tournament dates will have preference in scheduling tournaments, for

the upcoming year. All sanctioned tournaments must follow the procedures and rules of conduct as set by the Board of Directors.

8.9. **Hosting:** Clubs who wish to host a sanctioned CO USAW/USA Wrestling event must have both a current year licensed Mat and Operations Official associated with the club, they both must be available to work the hosted event to receive approval for the sanctioned event. The club Mat and Operations officials must be 18 years of age or older and must work at the designated job for the entire duration of the event. If it has been determined that this requirement was not followed, the club will be penalized a fee of \$250.00 for each official that did not meet the requirements. The fee is payable to the assigned Mat and/or Operations Official for each club official that has not completed their job duties. If there is a recurrence by the same club, the club will lose the ability to have an event sanction for the following year.

## 9. **ARTICLE - AMENDMENTS**

9.1. **Procedure:** Amendments to the State Constitution & Bylaws of CO USAW must be:

1. Submitted in writing to the President sixty (60) days in advance of the August State Board meeting held.
2. Approved by a two-thirds (2/3) majority vote of all State Board members
3. A Book of Amendments shall be maintained until such time as those amendments are able to be incorporated into updated State Constitution & Bylaws.

9.2. **Quorum Failure:** Should an amendment that has been submitted in accordance with Article 9.1.A. fail due to the lack of a quorum, the absent members shall be polled by email by the State Secretary within one week. A response period of ten (10) days will be allowed and then votes will be recounted, with the results identified to all members by email. Failure to respond by email will be counted as an abstention.

## 10. **ARTICLE - REMOVAL OF STATE OFFICERS**

10.1. **General Information:** Should it be necessary to ask for the resignation of any member of the State Board, there are specific circumstances which justify



such a demand, as well as specific procedures through which the process must proceed.

10.2. **Unlawful Acts:** For any member of the State Board guilty of either of the below mentioned conditions, due process shall begin:

A. Be convicted of any felony or have ever been convicted of a felonious crime.

B. Have membership in any subversive organization which threatens the United State Constitution or any of its people.

10.3. **President/State Chairperson and President Elect:** Should the President or President Elect fail to comply with the duties of this office as set forth in Article 6 and other related articles of this document, by action of the State Board, due process will be initiated to remove and replace said officer(s).

10.4. **State Secretary and Treasurer:** Should the State Secretary or Treasurer fail to comply with the duties of this office as set forth in Article 6 and other related articles in this document, by action of the State Board, due process will be initiated to remove and replace said officer(s).

10.5. **State Board Member:** Should any State Board Member fail to comply with the duties of this position as noted throughout this document and specified in Article 6, the President, with confirmation from the State Board, may recommend their removal and replacement via due process.

10.6. **State Appointed Directors:** Should any State Director appointed by the President fail to comply with the duties specific to the office, they may, with confirmation of the State Board, be replaced by the President.

10.7. **Due Process:** For any elected position on the State Board, removal of the officer shall follow the due process outlined below:

Accused officer shall be sent a certified written notice specifying the charges in full detail.

Accused officer shall send a written response to the President, or other specified officer, within thirty (30) days of receipt of charges.

Accused officer shall appear before and be heard by the State Board within sixty (60) days of the Board's receipt of a written response.

The State Boards decision shall be made at the time of the hearing but may be rendered during a closed session.

**10.8. Appeal Process:** For a guilty decision by the Board following due process as outlined in Article 10.7., the accused may appeal as outlined below:

1. A written notice requesting an appeal must be submitted to the President within ten (10) days following the due process hearing.
2. The President will respond to the appeal request within ten (10) days of receipt thereof and identify a possible third party to the hearing, such as a President of an adjacent state, Western Regional Director, or a National Officer.
3. A response to (B) above will be made to the President within ten (10) days identifying which, if any, third party is requested.
4. The President will, upon receipt of (C) above, immediately contact the third party if requested, and establish a date to convene the appeal hearing.
5. The appeal hearing may take place either partially or fully by mail, by telephone, or in person subject to the approval of both the State Board and the applicant.
6. At the completion of the appeal hearing, the decision of the State Board will be final and binding and not subject to further appeal.

**10.9. Appeal Costs:** The cost of \$200.00 to conduct an appeal hearing may be relatively little or substantially high depending on the process used, (see 10.8.E. above). If, at the conclusion of the appeal hearing, the due process decision is reversed, the costs of the appeal will be refunded by CO USAW.

1. If a third-party person is brought to the Colorado State Board meeting, the cost of transportation and room/board will be estimated and prepayment by the appellant must be made prior to establishing a hearing date.
2. For telephone conferencing, any mailing process, or any combination of (A) and (B) thereof, the costs will be estimated by the Board and prepayment by the appellant must be made prior to establishing a hearing date.
3. Any checks, money orders, or other non-cash prepayments which fail to convert to cash will immediately cancel the appeal process and make the due process hearing final, binding, and not subject to appeal.

## **ARTICLE - DISSOLUTION**

11.1. **Dissolution Defined:** Dissolution, pertaining to the organization known as CUSAW means the termination of the State Organization and all its Associations as a unit.

11.2. **Results of Dissolution:** The purpose of his/her association is irrevocably dedicated to charitable, educational, and scientific work as defined by Section 501 (C) of the Internal Revenue Code. No part of the net income or assets of this Organization shall ever be entitled to or benefit any private individual person, director, officer or member thereof. Results of dissolution shall be that all funds and property, real or otherwise left in the treasury after all liabilities have been satisfied, shall be forwarded to the general fund of USA Wrestling of America at its National headquarters.

11.3. **Superseding Articles:** Should the State Organization adopt Articles of Incorporation, any portion of this document found in non-compliance with said articles shall be superseded by those Articles.