

BYLAWS

GEORGIA DIVISION, UNITED STATES FENCING ASSOCIATION, INC.

ARTICLE I NAME AND ORGANIZATION

Section 1. Name

This Organization shall be known as the Georgia Division (hereafter referred to as "Division") of the United States Fencing Association ("USFA").

Section 2. Incorporation

The Georgia Division, United States Fencing Association shall be incorporated, organized and operated under the laws of the State of Georgia.

Section 3. USFA Preeminence

The Division, an Affiliate Association of the USFA, shall abide by and act in accord with the Articles of Incorporation, Bylaws, Rules and Regulations, Playing Rules and decisions of the Board of Directors of the USFA, and such documents and decisions shall take precedence over and supersede all similar governing documents and/or decisions of the Division. Further, the Division i) shall assist USFA in the administration and enforcement of the provisions of the Bylaws, Rules and Regulations, Rule Book and decisions of the Board of Directors of USFA, within and upon its members and/or within its jurisdiction and ii) agrees to be guided by the core values of the USFA as set forth in Divisions policies and procedures.

Section 4. Indemnity

The Division, an Affiliate Association of USFA, shall indemnify and hold harmless USFA, the Board of Directors of USFA and each member thereof, the Executive Committee of USFA and each member thereof, the councils and committees of USFA and each member thereof, and all other elected, appointed, employed or volunteer representatives of USFA from any and all claims, liability, judgments, costs, attorneys' fees, charges and expenses whatsoever, arising from the acts and omissions of Division, except to the extent i) that USFA or its aforementioned representatives caused such claims, liability, judgment, costs, attorneys' fees, charges or expenses by their own intentional neglect or default or ii) that such acts or omissions were the direct result of compliance with the Articles of Incorporation, Bylaws, Rules and Regulations, Rule Book, or decisions of the Board of Directors of USFA. Further, Division understands and acknowledges that USFA and its aforementioned representatives have assumed such assignment, function, office or capacity upon the express understanding, agreement and condition that they be so indemnified and held harmless to the extent described in this Bylaw.

Section 5. Gender

The masculine gender also refers to the feminine gender.

ARTICLE II PURPOSE AND GOALS

To further the goals of USFA and encourage and promote fencing in the United States of America, Division shall:

- Serve as a communication channel between USFA and the individual members of Division;
- Provide information to individual members regarding Division-sponsored competitive events, development clinics, and other fencing-related activities;
- Organize and hold necessary Division qualifying events to the Summer National Championships of USFA;
- Organize and hold the Division qualifying events to the Junior Olympic Championships;
- Develop and enhance a strong junior development fencing program;
- Encourage continuing participation in the sport of fencing throughout the collegiate and senior levels;
- Promote the sport of fencing locally, regionally and nationally;
- Encourage membership growth in USFA by promotion of the formation of fencing clubs and salles d'armes;
- Provide an equal competitive opportunity, consistent with the requirements of the Amateur Sports Act of 1978, as amended.

ARTICLE III FISCAL YEAR

The fiscal year of Division shall coincide with the membership year of USFA (August 1 to July 31).

ARTICLE IV TERRITORY

The territory of Division shall include all territory within the recognized borders of the state of Georgia.

ARTICLE V MEMBERSHIP

Section 1. Classes

Classes of membership, fees and requirements shall coincide with those of USFA, and shall include members in good standing, who have paid all dues and fees owing to the organization and who reside in, or belong to a registered fencing club located within the boundaries of, the state of Georgia. All registered members of Division, as a condition of membership in good standing with Division, shall also be required to be "Registered Members" in good standing of USFA.

Section 2. Rights of Members to Vote

All individual members who have paid their dues, as specified by USFA, on or before February 1st of each membership year and who have attained their 18th birthday as of that date shall have the right to vote on all matters that may be voted on, and to hold any office to which they may be elected or appointed, subject to the terms of Article VI, Section 2 of these Bylaws.

Section 3. Members Do Not Share in Assets

Membership shall not entitle any member to any share in the assets of Division, all of which are hereby declared to be irrevocably dedicated to the charitable purposes set forth in Article II of these Bylaws. All rights and privileges of membership shall cease upon death, resignation, expulsion or failure to pay dues to USFA.

ARTICLE VI OFFICERS

The officers of Division shall consist of a Chair, a Vice-Chair, a Secretary, a Treasurer (or Secretary/Treasurer), and a Tournament Committee Chair.

Section 1. Term

The term of office shall be one year, coinciding with Division's fiscal year.

Section 2. Elections

The elections of the Division officers shall take place at the annual Division meeting held at the Division Qualifying Tournament to the Summer National Championships. Candidates must be members in good standing of USFA and must have been members of Division for at least one year at the time of election. Officers shall be elected by a majority vote according to Robert's Rules of Order.

Section 3. Duties

The duties of the officers shall be as follows:

Chair

- Oversee all activities of Division;
- Organize necessary Divisional Qualifying events to the Summer National Championships;
- Chair Division meetings;
- Assist in preparing the annual budget;
- Serve as liaison to the USFA, or shall delegate this duty

Vice Chair

- Organize the Division Junior Olympic Qualifying event;
- Organize junior development training clinics;
- Assist in the scheduling of Junior and classification-limited competitions;
- Assist in preparing the annual budget;
- Serve as chair in the event that the Chair can no longer perform the duties of the office;
- Perform other duties as deemed necessary by the Executive Committee.

Secretary

- Prepare reports as necessary for the Division and USFA
- Monitor membership
- Distribute the Division schedule
- Maintain records of Division (including sponsored tournaments)
- Maintain and publish the official Division newsletter
- Maintain the official Division web site

Treasurer

- Prepare reports as necessary for the Division and USFA
- Assist in preparing the annual budget
- Manage the financial affairs of Division
- Prepare the annual Treasurer's report

Tournament Committee Chair

- Establish the Divisional schedule including all required Division-sponsored and Division-sanctioned tournaments
- Organize bout committees and appeals committees for Division-sponsored tournaments
- Ensure that all safety precautions required by USFA are enforced for all Division-sponsored tournaments
- Assist in the assignment of directors at Division-sponsored tournaments
- Oversee the reporting of the results of Division-sponsored tournaments to the Secretary
- Collect all fees assessed by the Executive Committee from Division-sponsored or Division-sanctioned tournaments and remit such fees to the Treasurer
- Assist in creating and expanding programs to develop tournament staff, including referees, armorers, timer/scorekeepers and operators.

Additional Directors

There shall be two Additional Directors, elected at-large at the Division Annual Meeting. They shall have voting rights and shall

- perform such duties as deemed necessary by the Executive Committee

Executive Committee

The Executive Committee is composed of the Division Chair, Vice Chair, Secretary, Treasurer (or Secretary/Treasurer), Tournament Committee Chair and Additional Directors. Each member of the Executive Committee shall have one vote with the exception of the Chair, who has a vote equivalent to one and one half. The Executive Committee has the power to assess fees from tournament participants and tournament organizers, as it finds reasonable and necessary, for any and all tournaments held within the geographic borders of Division. Payment of such fees is mandatory. The current fee and its purpose shall be published.

Section 4. Removal

Any officer of Division may be removed from office for the following reasons:

- Failure to perform the duties of office as stated in the Bylaws
- Gross violation of the rules of USFA or malfeasance with respect to the affairs of USFA.

A petition for the removal of the officer must be supported by at least twenty percent of the membership. Upon receipt of such petition, the Executive Committee shall follow these measures:

- The officer in question must be notified in writing of the charges
- A special meeting of the membership must be called within 30 days of receipt of the petition for removal.

At the special meeting, the charges against the officer must be read to the membership. The officer in question shall respond to the charges. A vote of two-thirds of those present is required to remove the officer.

Section 5. Replacement

In the event that an officer of Division resigns, is removed, or is otherwise unable to perform the duties of office, the Executive Committee shall select one of its members to serve in that capacity until an election is held. The election shall take place as soon as possible, but no later than the next annual meeting.

Section 6. Suspension

Suspension of a member shall follow the guidelines established by the Bylaws of USFA.

Section 7. Expenditures

Expenditures of officers for reasonable expenses related to the normal business of Division shall be reimbursed by the Executive Committee. Normal business expenses include postage, telephone and expenses related to the organization and operation of Division-sponsored events. Expenses for travel must be approved by the Executive Committee.

Section 8. Executive Committee Decisions

Any action or policy(s) adopted or requested to be adopted by the Executive Committee or the officers of the Division shall be reported to the membership at least once each year at a meeting called for such purpose, with notice and agenda of such meeting being given to all members of Division no less than fifteen (15) days in advance of holding the meeting, which meeting shall be open to all members.

ARTICLE VII MEETINGS

There are two types of meetings which may be held: Annual Meetings and Special Meetings. There shall be at least one annual membership meeting, which shall take place at the Division Qualifying Tournament to the Summer National Championships. At this meeting, officers will report in writing on the activities of the previous year and the current standing of Division. Other matters may be discussed, including amendments to the Bylaws, the competition schedule for the forthcoming year, and any other Division-related business. Special meetings may be called by a majority of the Executive Committee or by a simple majority of the general membership. The Division Chair and general membership shall receive notification in writing no less than fourteen (14) days prior to the date set for the meeting. For both types of meetings, new business must be placed on the agenda at least fifteen (15) days prior to the meeting to be considered.

Section 1. Agenda

At the annual membership meeting, the agenda shall include, but not be limited to:

1. Minutes
2. Officers' Reports
3. Current State of the Division
4. Amendments to the Bylaws
5. Division Schedule
6. Division Policies and Goals

7. Election of Officers

Section 2. Voting

No vote shall occur unless a quorum is in attendance. Votes shall pass by simple majority. Eligible members may vote in person or by means of specific and on-point proxies.

Section 3. Quorum

A quorum shall consist of 7 voting members of Division, present either in person or by proxy.

ARTICLE VIII QUALIFYING EVENTS

Division shall organize and hold necessary qualifying events to the Summer National Championships and the Junior Olympic Championships.

Section 1. Fees and Schedule

All entry fees and event schedules for Division qualifying events shall be set by the Executive Committee.

Section 2. Reporting

The Division Secretary shall report the qualifiers and results of the Division qualifying events with ten (10) days of the conclusion of the event to the administration office of USFA, or in accordance with their requirements.

ARTICLE IX EQUIPMENT

Division may purchase and hold fencing equipment. The Executive Committee shall be responsible for determining how that equipment is to be used for the general benefit of Division.

ARTICLE X BYLAWS OF USFA

Bylaws of USFA, including all rules and policies, shall take precedence over those of Division. When changes occur to the National Bylaws, they shall be incorporated as a part of Division's Bylaws without any special action of the Executive Committee or membership.

ARTICLE XI AMENDMENTS

These Bylaws may be amended at any Annual Membership Meeting of Division, or at any Special Membership Meeting of Division called for that purpose, by a vote of the majority of those voting members in person or by proxy, provided that there is a quorum as defined in Article VII, Section 3. Notice of any proposed amendment setting forth its general tenor shall be

given by publication in the official publication of Division, or by direct mailing to all voting members of Division, at least thirty (30) days in advance of the meeting.