

**BYLAWS
ARIZONA DIVISION
UNITED STATES FENCING ASSOCIATION**

**ARTICLE I
NAME AND ORGANIZATION**

This organization is named the Arizona Division (“**the Division**”) of the United States Fencing Association, Inc. (“**the USFA**”).

The Division is a part of the USFA, with jurisdiction over the sport of fencing in Arizona. The Division exercises its powers, and performs its duties, under the USFA’s Charter and Bylaws.

**ARTICLE II
PURPOSES**

The Division’s purposes are:

1. To promote, encourage and develop the sport of fencing in Arizona.
2. To provide opportunities for participants to engage in the sport of fencing within the Division.
3. To provide local competitions and tournaments, to organize and hold Division qualifying competitions to the Sectional Championship and the Summer National Championships of the USFA, to organize and hold Division qualifying competitions to the Junior Olympic Championships and any other qualifying competitions as might be set by the USFA.
4. To promote the formation and growth of fencing organizations in the Division and membership in the USFA.
5. To aid and assist the USFA in all its objectives.

**ARTICLE III
MEMBERSHIP AND DUES**

Section 1 - Eligibility

Anyone who lives in Arizona or belongs to an Arizona fencing organization is eligible to be a Division member. Members must also belong to the USFA. Members may not belong to another USFA Division.

Section 2 – Transfer of Membership

Current USFA members may transfer into the Division as authorized in the USFA’s rules and provisions.

Section 3 – Classes of Membership

Membership classes are the same as the USFA's.

Section 4 – Voting Rights

To vote at membership meetings, a member must meet the following requirements:

1. Membership in good standing.
2. Eighteen (18) or older.
3. On the USFA's latest membership roster for the Division or who has in their possession a current USFA membership card.

Members who meet these requirements at the time of the vote will be considered "voting members."

Section 5 – Dues

On a majority vote of the membership, the Division may add or increase its dues over the USFA's annual membership dues.

ARTICLE IV OFFICERS AND DUTIES

The officers will be a Chairperson, a Vice-Chairperson, a Secretary, a Treasurer and Representatives to the USFA's Congress. At the annual meeting, a majority of members present may vote to combine the offices of Secretary and Treasurer for the next year. In that event, the candidates for each office will be considered candidates for the combined office. The USFA will determine the number of Congress Representatives on August 1 of the preceding year. A Congress Representative may hold other office in the Division. All terms of office will start on August 1 and end on July 31.

The Officers' duties will be:

Section 1 – Chairperson

The Chairperson shall perform all duties consistent with the Bylaws of the Division and the USFA. The Chairperson will:

1. Preside at all meetings of the membership and Executive Committee.
2. Execute the decisions and directives of the Executive Committee.

3. File with the Secretary and Treasurer of the USFA the annual reports required under the USFA's Bylaws or by its Board of Directors. The Chairperson may direct other members of the Executive Committee to prepare these reports.
4. Serve as the liaison to the Rocky Mountain Section and the USFA. The Chairperson may delegate this duty to another elected officer of the Division.
5. Assign members of the Executive Committee to chair standing or adhoc committees, as needed.
6. Serve as a member of all committees.
7. Ensure that necessary Division qualifying competitions are scheduled and held in a timely manner.
8. Prepare an annual budget for the Division in consultation with the Executive Committee.
9. Maintain a record of all Division property.

Section 2 – Vice-Chairperson

The Vice-Chairperson shall serve as Chairperson in the Chairperson's absence. The Chairperson and the Executive Committee may assign other duties to the Vice-Chairperson. For example, the Vice-Chairperson may:

1. Help to prepare the annual reports required under the USFA's Bylaws or by its Board of Directors.
2. Oversee and coordinate the transportation of Division equipment to Division competitions.

Section 3 - Secretary

The Secretary will perform all duties that the Chairperson and/or the Executive Committee assigns. The Secretary will:

1. Conduct the Division's official correspondence.
2. Keep a record of the Division's meetings.
3. Issue notices to members of all meetings.
4. Act as the official custodian of the Division's records.
5. Request a current membership list from the USFA before any membership meetings of the Division and national qualifying events.

Section 4 – Treasurer

The Treasurer will perform all duties that the Chairperson and/or the Executive Committee assigns. The Treasurer will:

1. Provide quarterly financial reports to the Executive Committee.
2. Help the Chairperson prepare the annual Division budget.
3. Keep the accounts.
4. Receive all funds, fees and dues.
5. Pay all bills that the Executive Committee approves and preserve all receipts.
6. Provide a financial report at all membership meetings.

Section 5 - USFA Congress Representatives

The elected Representatives will represent the Division and its members' interests at the annual meeting of the USFA Congress and serve as members of the Sectional Executive Committee. They will provide a report to the Executive Committee when they return from the annual USFA Congress.

Section 6 - Expenditures

The Treasurer will reimburse officers for reasonable expenses related to Division business. The officer must present a receipt within thirty (30) days of the expense. All receipts for the season must be submitted by July 31. Normal expenses include costs related to Division business and operation, such as postage, printing and telephone charges. The annual financial report shall include a report on expense reimbursements. The Executive Committee must approve travel expenses in advance. A majority of the Executive Committee must approve any single expenditure over \$300 or any that are not included in the approved budget.

Section 7 - Removal of Officers

Any officer of the Division may be removed who fails to perform the duties of office, materially violates the USFA's Rules or Bylaws, or commits malfeasance in the Division's or USFA's business.

To remove an officer, there must be:

1. A petition that at least 20% of the voting members have signed, and
2. A meeting of the Executive Committee that the Chairperson, or the Vice-Chairperson if the Chairperson is the subject of the petition, has called, to be held not less than fourteen (14) days, nor more than thirty (30) days after the date of the notice, and

3. A notice of the meeting that shall specify the grounds for removal set forth in the petition.

A representative of those who prepared the petition shall explain the charges to the officer. The officer shall be entitled to respond to the charges. The officer shall not be the Club Representative for his or her Member Club for that meeting. The Member Club that the officer represents will send an alternate to vote at this meeting. The officer may be removed upon an affirmative vote of two-thirds of the Executive Committee members present.

ARTICLE V MANAGEMENT BY THE EXECUTIVE COMMITTEE

Section 1 - Composition

Management of the Division shall be the responsibility of an Executive Committee. The term of office for each member of the Executive Committee shall be one year, commencing August 1 and ending July 31. All members of the Executive Committee must be current voting members of the USFA and the Division for their term of office.

The Executive Committee will consist of:

1. The Division officers - Chairperson, Vice-Chairperson, Secretary, Treasurer and Congress Representatives.
2. A representative from each recognized USFA member club in the Division if that club is not already represented on the committee. A "member club" has paid membership fees for the current season to the USFA and appears on the latest membership list from the USFA. The representative for a club shall be selected by each USFA member club in a manner determined by the club. A member club may provide for alternate representatives on the Executive Committee if the primary representative is unable to attend. Before the first Executive Committee meeting held after August 1, each member club shall provide the Secretary, in writing or by email, the names of its primary and alternate representatives for the year.

Section 2 – Responsibilities

The Executive Committee will:

1. Establish the Division's competition schedule, including the dates for the Division qualifying competitions and the State Championships. The Executive Committee shall meet as soon as practicable after August 1 and again in December or January to set the schedule.
2. Replace any Officer who withdraws or resigns during a term of office.

3. Consult with Division Officers before the expenditure of more than \$300 for any single item.
4. Set the Division registration fee for each participant in a Division-sanctioned competition.
5. Make such other decisions and take other actions not expressly made the responsibility of the Officers under these Bylaws.
6. Report to the membership any actions adopted or requested to be adopted.

Section 3 - Meetings

The Chairperson shall set the time and place for meetings of the Executive Committee. The Executive Committee shall meet at least once every three (3) months. Notice shall be given, in writing or by email, at least fourteen (14) days before the Executive Committee meeting, unless otherwise directed by these bylaws.

Meetings to set the competition schedule or concerning regular Division business must be held in person or by conference telephone call. Actions taken by the Executive Committee for any other purpose may be done through email, with all Executive Committee members being copied on all of the relevant email.

Executive Committee members must be given fifteen (15) days notice before any meeting held in person or by conference telephone call. The Executive Committee meeting may be called by any of its members. The person calling the meeting shall use reasonable efforts to set a place, date and time for the meeting that is convenient to a majority of the Executive Committee members.

Only Club Representatives and Officers shall attend a meeting of the Executive Committee in person or by telephone conference, unless a quorum of the Committee has given prior approval.

Section 4 – Quorum

A quorum consists of a minimum of five (5) members of the filled seats of the Executive Committee.

Section 5 – Voting

Each Executive Committee member has only one vote. Proxy votes will only be accepted with a written statement from the absent member indicating to whom the proxy is given and signed and dated by that member.

Section 6 – Electronic Mail and Motions

Motions before the Executive Committee may be proposed and voted upon through electronic mail (“email”). Motions may be made by any member of the Executive

Committee, but only those sent by the Secretary, or Acting Secretary, as defined below, may be voted upon.

At least 80% of the Executive Committee members must respond to the email before any action is taken. The motion requires approval by a majority vote of those participating.

If the Secretary is unable to fulfill the duties described, then the Chairperson shall appoint another member of the Executive Committee as Acting Secretary to fulfill the duties under this section.

The Secretary or Acting Secretary must forward all motions received for voting within fourteen (14) days of the date of receipt. A period of seven (7) additional days shall be allowed to complete the voting process. The email sent by the Secretary or Acting Secretary will include the following:

1. A subject line identifying it as a motion,
2. A brief descriptive title of the motion,
3. The motion's contents,
4. Who proposed the motion,
5. Voting instructions,
6. The last date for voting on the motion.

All votes shall be sent to the Secretary or Acting Secretary via email. A vote shall be counted as valid upon reasonable assurance of its authenticity. Any committee member who does not vote within the prescribed time will be considered to have abstained. All votes shall be tallied and recorded by the Secretary or Acting Secretary.

ARTICLE VI MEETINGS OF THE MEMBERS

Section 1 – Annual Meetings

There will be a minimum of two (2) meetings per year that are open to all Division members, at which any action(s) adopted or requested to be adopted by the Executive Committee and the Officers shall be reported to the membership. The first meeting (the "General Meeting") will be scheduled between August 1 and February 1. The second meeting (the "Annual Meeting") will be held before July 1 to elect officers for the following year. If held in conjunction with a fencing event in the Division, the meeting is to be held at 1:00 p.m. at the tournament site.

Section 2 – Special Meetings

The Chairperson may call special meetings at any time and place. The Chairperson shall call a special meeting whenever twenty (20) or more members request one in writing.

Section 3 - Notice

The Secretary shall notify the membership of the Division by mail of the location, date and time at least thirty (30) days before the General and Annual Meetings, and two (2) weeks before any Special Meeting. A notice of the meetings will also be posted on the Division's website.

Section 4 – Quorum

The quorum for any Division membership meeting (General, Annual or Special) will be eleven (11) voting members.

Section 5 – Proxy Votes

Voting members in good standing may give their proxy only to another voting member, in good standing. All proxy votes shall be in writing. The proxy vote must include the proxy's name, the assigning member's name and dated signature. All proxy votes shall be sent to the Secretary at least seventy-two (72) hours before the meeting for verification. The person designated in the proxy must attend the meeting to exercise the vote.

Section 6 - Agenda

The agenda of the official Annual Meeting shall include the following reports:

1. A report from the Secretary on the Division's membership, including counts by membership categories.
2. A financial report by the Treasurer, including the source and amount of funds received during the year, the amount and distribution of all expenses and the ending balance.
3. An inventory report by the Chairperson that includes the condition or state of repair of all equipment and supplies owned by the Division.

Any voting member may raise any other matter for discussion and action, except a proposed amendment to these Bylaws.

All reports presented at any Division meeting (General, Annual or Special), and the minutes of the meeting, will be published on the Division's website within two (2) weeks after the meeting.

ARTICLE VII ELECTIONS

At the Annual Meeting, members may nominate Officers from the floor. Any person nominated must be a voting member in good standing, and be present at the meeting. The Officers for the next year will be elected by a majority vote of the members present, provided that a quorum exists. Each voting member, or their proxy, shall be allowed to cast one vote, in person, for each Officer.

ARTICLE VIII BYLAWS, RULES AND POLICIES OF THE USFA, INC.

All bylaws, rules, regulations and matters of policy concerning the conduct of competitions as stated in the fencing rules and manual of the USFA are hereby incorporated as part of these Bylaws without action by the Executive Committee or members of the Division.

ARTICLE IX COMPETITIONS

Section 1 - Bout Committee

During any Division-sanctioned competition, the Bout Committee shall consist of all Executive Committee members present, and any additional USFA members that they appoint.

At least one member of the Executive Committee must be present at each Division-sanctioned competition.

Section 2 - Sanctioned Competitions

Division competitions shall conform to USFA categories of competitions and qualifications. Sanctioned competitions may be restricted based only on age categories adopted by the USFA (for example, "Senior", "Junior", "Cadet" and "Youth") or fencers' classifications (for example, "D and under", "Unclassified" or "B and under"). If restricted by age, any advertisement for a competition must clearly state the category, its definition and the appropriate birth years for competitors.

Section 3 – National Qualifying Competitions

The Division shall organize and hold all necessary qualifying competitions to the Junior Olympic Championships, the Section Championships and the Summer National Championships. The scheduling of these qualifying competitions shall be done in a timely manner so that the reporting requirements to the USFA can be met.

The Executive Committee shall use all reasonable efforts to schedule individual qualifying competitions for the Summer National Championships at least thirty (30) days before the corresponding qualifying competitions of the Section.

The Executive Committee shall determine the entry fees for each event in the national qualifying competitions and the State Championships.

Section 4 – Reporting of Results

Within the USFA's established deadlines, after all qualifying and other competitions, the Secretary shall report the results to the USFA national office, and, as needed, to the Secretary of the Section.

Section 5 – Responsibility

At each Division competition hosted by a Member Club, the club's representative to the Executive Committee is responsible for the organization. Within one week after the competition, the club's Executive Committee representative must submit the tournament results to the Secretary and the collected Division registration fees to the Treasurer. The club's Executive Committee member may delegate tasks. The Member Club hosting a competition may set entry fees for each competition, provided the amount is advertised to the members at least two (2) weeks before the competition.

ARTICLE X NOTICES TO MEMBERS

Notices given under these Bylaws shall be posted on the Division's website, emailed to all Executive Committee members, and emailed to all other members who have given their email addresses to the Secretary. The Secretary shall oversee the establishment of an email list service. The Executive Committee may designate a person to administer the service. The email list service shall be administered so that recipients' email addresses are not disclosed to other recipients. Except as noted, these Bylaws do not require notice by mail.

ARTICLE XI AMENDMENTS

If a quorum is present at the Annual Meeting, these Bylaws may only be amended by majority of the voting members present. Proposed amendments to these Bylaws must have been presented to the membership for consideration at the scheduled General Meeting or a Special Meeting called for that purpose at least thirty (30) days before to the Annual Meeting. Only a voting member in good standing may propose new or amended bylaws.

ARTICLE XII EFFECTIVE DATE

These Bylaws shall become effective upon a majority vote of the members of the Division at the time of the vote. Any publication of these Bylaws must include the effective date.

Effective date: March 22, 2005