

WISCONSIN NORDIC SKI LEAGUE, Inc. BYLAWS

Revised 10/18/2015

ARTICLE I: Name

This organization, formerly known as the Wisconsin High School Nordic Ski League, Inc., shall be now and hence forth known as Wisconsin Nordic Ski League, Inc. (herein referred to as the League).

ARTICLE II: Purpose

To develop and promote Nordic skiing opportunities for Wisconsin youth and junior skiers.

ARTICLE III: Membership

Sec. 1: Membership in the League will include:

- 1) Any high school, middle school, or club that is able to field a team.
- 2) Teams will retain membership as long as they are able to field a boys or a girls team.

Sec. 2: Refer to the Rules of Competition Document for definitions of a Team, Individual Athlete, and League Competition.

Sec 3: Refer to the Code of Conduct Document for behavior expectations for members

Sec. 4: Concerning termination, expulsion, or suspension, the WNSL will follow its Code of Conduct and WIS 181 Corp Statute.

<http://docs.legis.wisconsin.gov/statutes/statutes/181/VIII/0843>

ARTICLE IV: League Officers

Sec.1: The League officers will be President, Vice President, Secretary and Treasurer

Sec. 2: Officers Duties

- 1) Help the Wisconsin Nordic Ski League carry out its purpose to develop and promote Nordic skiing opportunities for Wisconsin youth and junior skiers.
- 2) Set the date and agenda of League meetings.
- 3) Facilitate the implementation of all WNSL Policies and Procedures as directed by the members including, but not limited to the Rules of Competition, E-voting, and the Code of Conduct.

Sec. 3: President Duties

The President shall:

- 1) Preside at the spring and fall League membership meetings unless the president's responsibilities as presiding officer have been delegated to another by the president.
- 2) Call additional meetings if the necessity arises.
- 3) Carry out the business affairs of the organization as directed by the members.
- 4) Facilitate the formation of committees as directed by the members.
- 5) Perform all other duties incident to the office of the president and all other duties that may be directed by the members.

Sec. 4: Vice-President Duties

The Vice-President shall:

- 1) Assist the President.
- 2) Assume the duties of the President, when requested to do so, by the President, in his/her absence, or in the event of the resignation or death of the president.
- 3) Be delegated or assigned additional duties by the President or the members.

Sec. 5: Secretary Duties

The Secretary shall:

- 1) Be responsible for complete and accurate minutes of all League meetings. The minutes must include a list of all attendees. A copy of the minutes must be sent to all members.
- 2) Post all minutes on the website of the WNSL.
- 3) Notify the members of all deadlines in accordance with the Bylaws and send out any additional notices as directed by the members or the officers.
- 4) Provide and post a list of all current teams which are members of WNSL. Include the contact information supplied by each team which is a member.
- 5) Obtain from the Treasurer an accurate roster of the current voting member teams and post this roster on WNSL website.
- 6) Collect Team Rosters and signed Code of Conduct Signature Pages/Forms from the Head Coaches.
- 7) Update controlled documents as directed by the league and post to the website.

Sec. 6: Treasurer Duties

The Treasurer shall:

- 1) Have custody of all League funds
- 2) Receive and deposit all monies paid to the WNSL.
- 3) Give receipts for monies received.
- 4) Pay all WNSL bills.
- 5) Keep a record of all WNSL transactions.
- 6) Prepare and present a complete financial report at each spring and fall League meeting.
- 7) Collect member dues and assist the Secretary in preparation of an accurate roster of the voting member teams.

Sec. 7: Election of Officers

- 1) A nomination committee composed of one person from each conference shall be formed and accepted by vote of the membership, and will present a slate of officers to be voted on at the fall meeting. Candidates for office should be qualified and associated with a member team which is in good standing.
- 2) Nominations may be made from the floor at the League meeting during which the election is held.
- 3) New officers are elected at the beginning of the regular fall League meeting. New officers begin their duties at adjournment.
- 4) Officers will be elected without regard to a rotation of teams or succession of officers.
- 5) Vacancies in office shall be filled by a vote of the members.

Sec. 8: Term of Office

- 1) Each officer shall be elected for a term of two years.
- 2) Any officer may not be elected to the same position for more than two consecutive terms.
- 3) All officers shall be elected in the same year.

Sec. 9: Removal or Resignation of Officers

- 1) The WNSL will follow its Code of Conduct and WIS 181 Corp Statute <http://docs.legis.wisconsin.gov/statutes/status/181/VIII/0843>

ARTICLE V: League Meetings

Sec. 1: There will be two League meetings each school year. The first meeting will be before November 15. The second meeting will be held within 60 days after the Wisconsin State Championship Ski Meet.

Sec. 2: The President may call additional meetings or electronic votes if the necessity arises.

Sec. 3: The League officers will set the agenda and date of League meetings; and the President will preside at all League meetings, unless the president's responsibilities as presiding officer have been delegated to another by the president.

Sec. 4: Each member team will be represented at each League meeting by the head coach or 1 delegated representative. Any high school's or middle school's Athletic Director is encouraged to attend, along with any others with an interest in promoting high school Nordic skiing.

Sec. 5: Each dues paying member team or school, in good standing, will have one vote only. In good standing includes paying dues for the current year.

Sec. 6: A quorum consists of a simple majority of the League members and must include at least one representative from each conference. A quorum is required to adopt a motion.

Sec. 7: A majority of those present at League meetings will be required to adopt a motion.

Sec. 8: Membership Voting Without a Meeting: Electronic Voting:

- 1) Voting on WNSL business through electronic voting (email) will be carried out following the protocol outlined in the E-mail Voting Policy & Procedures Document

ARTICLE VI: Finances

Sec. 1: There will be a fee for every team to be considered a voting member in good standing which is due at the fall meeting payable to the league.

Sec. 2: Fees cover, but are not limited to, such operating costs as: postage/ mailing costs, printing/copying, meeting lunches, etc.

Sec. 3: There are no salaried positions in the League.

Sec. 4: Any cost associated with managing and conducting a League meet (other than the State Championships) will be borne by the host team.

ARTICLE VII: Amendments

Sec. 1: The By-Laws can be amended every two years by the WNSL membership at the Spring meeting beginning in the spring of 2017 and every odd year thereafter.

Sec. 2: One-third of the voting membership is required to bring forth a proposal for an amendment to the By-Laws. (example: 11 members if 33 total)

Sec. 3: The Proposal must:

- 1) Include the exact wording for the amendment to be voted on by the membership of the WNSL
- 2) Include the names of the members bringing forth the proposal
- 3) Be distributed to the membership at least two weeks before the spring meeting.

Sec. 4: A passed amendment will be incorporated for the upcoming season.

ARTICLE VIII: Prohibition Against Sharing in Corporate Earnings

No member, director, officer, or employee or other person connected with the Corporation (Wisconsin Nordic Ski League, f/k/a Wisconsin High School Nordic Ski League, Inc.), or any other private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the Corporation, provided that this shall not prevent the payment of any such person of such reasonable compensation for services rendered to or for the Corporation in effecting any of its purposes as shall be fixed by the Board of Directors; and no such person or persons shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation. All members of the Corporation shall be deemed to have expressly consented and agreed upon such dissolution or winding up of the affairs of the Corporation whether voluntary or involuntary, the assets of the Corporation after all debts have been satisfied, then remaining in the hands of the Board of Directors shall be distributed, transferred, conveyed, delivered, and paid over, in such amounts as the Board of Directors may determine or as may be determined by a court of competent jurisdiction upon application of the Board of Directors, exclusively to charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c) (3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE IX: Exempt Activities

Notwithstanding any other provision of these Re-Styled By-Laws, no Director, officer, employee, or representative of this Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken or carried on by an organization exempt under Section 501(c) (3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or by any organization contributions to which are deductible under Section 170(c) (2) of such Code and Regulations as they now exist or as they may hereafter be amended.

ARTICLE X: Dissolution

In the case of dissolution, the assets of the League shall be distributed according to the vote of a simple majority of the WNSL League Members.

Revised: 04/03/2015 (sjw – Sally Wenzel)

Revised: 10/18/2015 (rhk – Rachel Kresse)

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