



Wisconsin Water Ski Federation, Inc.
Bylaws

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BYLAWS OF THE WISCONSIN WATER SKI FEDERATION, INC.

Organized August 27, 1960

Article I – NAME

The name of this organization shall be Wisconsin Water Ski Federation, incorporated in the state of Wisconsin as Wisconsin Water Ski Federation, Inc. on September 27, 1960, the abbreviation of which shall be WWSF, hereinafter referred to as WWSF, Federation, or Corporation.

Article II – PURPOSES

Section 1 The Corporation is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 2 Specifically, the purpose of the Wisconsin Water Ski Federation shall be to educate individuals interested in water skiing. Additionally, the WWSF shall promote water skiing, water safety, and good sportsmanship throughout Wisconsin and elsewhere; encourage and support the formation of water ski clubs; serve as an educational, informational, and organizational center for water skiers and the general public in Wisconsin; disseminate information and news about water skiing; present annually the Think Tank Water Ski Convention & Expo, state championship events, and other events or activities in support of organizational objectives, as authorized by the Board of Directors.

Article III – MEMBERSHIP

Section 1 Membership in the WWSF shall be open to any individual interested in water skiing, without discrimination on the basis of race, color, religion, national origin, age, gender, or sex; subject only to payment of dues as the WWSF Board may prescribe from time to time.

- a.** Privileges of this membership shall be exercised in the state of Wisconsin based on an interest in water skiing, water safety, and good sportsmanship. All membership applications are subject to approval of the Membership Services Committee and the Board of Directors, and shall contain an agreement to abide by the rules, Policies & Procedures, and Bylaws of the WWSF.
- b.** For the purposes of the Bylaws, full members are active, dues-paid individuals who have declared a primary Sport Discipline, and are members of USA Water Ski & Wake Sports, hereinafter referred to as USA-WSWS. See the Membership section detailed in the WWSF Policies & Procedures Manual.
- c.** Special classes of membership may be authorized and established by the Board of Directors on such terms and conditions, for such dues and with such reasonable rights and privileges, including voting privileges, as it may establish from time to time. Rights and privileges granted to special membership classes shall be detailed in the WWSF Policies & Procedures Manual.

- d. In no case shall the membership or athlete participation eligibility requirements of the WWSF be more restrictive than those of USA-WSWS or one of its recognized Sport Disciplines.
- e. Voting privileges shall be granted to full members in good standing who are 18 years of age or older.

Section 2 Any individual or club membership in the WWSF may be suspended per Article X. Termination of membership shall not release said member or club from the obligation to pay all dues, debts, or other amounts owed to the WWSF.

Section 3 An individual member, affiliated club, or other member may resign from the WWSF at any time upon written or electronic notice to the Membership Services Committee chairperson or any Officer. There shall be no liability on the part of the WWSF for refund of membership dues following resignation or suspension where such resignation or suspension takes place more than ten (10) days after the effective date of membership.

Section 4 No member may belong to an organization that is in direct conflict with or competing against the WWSF.

ARTICLE IV – DUES

Section 1 Membership dues shall be determined at least thirty (30) days prior to the renewal date by the Board of Directors.

Section 2 Membership dues for renewals are payable every January 1 for all membership classes. Membership dues amounts by membership class are defined in the WWSF Policies & Procedures Manual.

ARTICLE V – MANAGEMENT

Section 1 The management of this Federation shall be vested in one (1) Board of Directors, hereinafter referred to as the Board or BOD.

Section 2 The Board shall consist of the President, Vice President, most recent active Past President (until succeeded by a new Past President), Treasurer, Secretary, Midwest AWSA Councilperson of Wisconsin, three (3) NSSA Wisconsin Region Directors, one (1) Director from each Sport Discipline recognized by the WWSF and USA-WSWS and one (1) Recreational Director and one (1) Director from each WWSF affiliated club.

Section 3 When a vacancy occurs of any Officer on the Board for any reason, such vacancy shall be filled by a majority vote of the remaining Directors. A person elected under such circumstances shall hold office for the unexpired term of office for that particular position.

Section 4 Regular meetings of the Board shall be held at such time and place as may be designated by the President, upon approval of the Executive Board, between September and May. Special meetings of the Board of Directors may also be called by the President, with the approval of the Executive Board. All Board meetings shall require a fourteen (14) day notice, which shall be written or electronic, and state the place (specific location or videoconference), date, start time, and purpose of or agenda for the meeting.

Section 5 A quorum exists if 50% plus 1 of the Board are present including a minimum of three (3) of the elected Officers. All Board members shall be allowed to vote in person. However, if a Sport Discipline Director, affiliated club Director, Midwest AWSA Councilperson of Wisconsin, or any of the three (3) NSSA Wisconsin Region Directors is unable to attend a Board meeting, they may appoint an alternate to be in attendance at the meeting, to take the seat of the absent Director and exercise their voice and vote in the meeting.

Section 6 There shall only be one (1) vote per member of the Board regardless of the number of voting positions held by any individual.

Section 7 Every WWSF affiliated club must send a representative to regular business meetings of the Board during the WWSF fiscal year to maintain their affiliation. See the Meetings section in the WWSF Policies & Procedures Manual for attendance requirements and meeting frequency.

Section 8 The management of this Federation shall be delegated by the Board to an Executive Board consisting of seven (7) voting members including the President, Vice President, most recent active Past President (until succeeded by a new Past President), Treasurer, Secretary, and two (2) Directors At Large elected by the Board at the first regular business meeting following Labor Day. The Executive Board shall have charge of the business and affairs of this Federation during the interim of all meetings. This section shall constitute the Chain of Succession for the WWSF.

- a. Notice of Executive Board meetings shall be sent to the Executive Board members at least seven (7) days in advance of the meeting except in emergency situations. Reasonable effort shall be made to assemble the full Executive Board for any such meeting. Meeting notices shall be written or electronic and provide the date, time, place (specific location or videoconference), and purpose of the meeting.
- b. A quorum of the Executive Board shall consist of a minimum of five (5) of the seven (7) voting members.
- c. The Secretary or another designee shall keep a record of the attendance and proceedings of such meetings. Actions of the Executive Board on behalf of the BOD must be ratified by the BOD at the next regular BOD meeting and, if not so ratified, must be revoked and reversed to the extent reasonably possible.

Section 9 The Board has the authority to create a paid Executive Director(s) position. The position may be terminated with a fourteen (14) day written notice mailed to the last known address. Any work done or records possessed by the Executive Director(s) are the property of the WWSF and must be surrendered at the time of termination.

ARTICLE VI – OFFICERS

Section 1 The elected Officers of this Federation shall be the President, Vice President, Treasurer, and Secretary.

Section 2 The Officers shall be elected by the voting members and shall hold office until their successors have been elected and qualified as specified in these Bylaws.

Section 3 The **PRESIDENT** shall preside at all meetings of this Federation and of the Board of Directors, and shall only cast a vote in the event of a tie in matters of business. The President shall appoint committee chairs with the approval of the Board, and shall carry on those responsibilities assigned by these Bylaws and the Board.

Section 4 The **VICE PRESIDENT**, during the absence or temporary incapacity of the President, shall perform the duties, and have the powers of the President. Duties of the Vice President shall be appointed by the President and the Board. The Vice President shall chair the Nominating Committee.

Section 5 The **TREASURER** shall keep all accounts of the Federation and have charge of its funds. The Treasurer shall keep all funds in a bank approved by the Board of Directors and in the name of the Wisconsin Water Ski Federation, subject to withdrawal by signed checks or by debit, as may from time-to-time be approved by the Board or within the parameters of the approved budget. An audit shall be conducted annually according to the requirements outlined in the WWSF Policies & Procedures Manual. The Treasurer shall be bonded by the WWSF per current practices. The Treasurer shall work with the Executive Board to prepare an annual budget, which shall be submitted for approval at the first regular Board meeting of the new fiscal year.

Section 6 The **SECRETARY** shall give notice of all meetings of the Federation. The Secretary shall keep a record of the votes and proceedings of all such meetings and keep such other records as the Board shall require including minutes and correspondence. Minutes of all meetings shall be completed and distributed to the Board and all committee chairs within ten (10) days after the conclusion of each meeting. The Secretary shall maintain and distribute to the Board a list of the members of the Board along with all committee chairs. The Secretary shall serve on the Membership Services Committee.

Section 7 It shall be the responsibility of the **SPORT DISCIPLINE DIRECTORS** to make sure that any and all WWSF business is carried out at their respective state championship events. This may include, but is not limited to, membership matters, elections, and other requirements. If, in the case of an election where the Sport Discipline Director is one of the candidates, that person may not be involved in conducting that election.

Section 8 As specified in these Bylaws, vacancies in any elected office may be filled by a majority vote of the members at any Board meeting of the WWSF where a quorum, per Article V Section 5, is present. The successor, so elected, shall serve for the unexpired term of office.

ARTICLE VII – ELECTIONS

Section 1 Voting privileges are defined in Article III. Voting privileges, if applicable, for special classes of membership shall be defined in the WWSF Policies & Procedures Manual. No member or membership shall ever have more than one (1) vote.

Section 2 Each of the four Officers as defined in Article VI shall serve a term of two (2) years. Sport Discipline Directors shall serve a one (1) year term and be elected each year. Affiliated club Directors are to be elected by their clubs in a manner determined by those clubs.

President	two (2) year term and elected in odd year
Vice President	two (2) year term and elected in even year
Treasurer	two (2) year term and elected in even year
Secretary	two (2) year term and elected in odd year
Sport Discipline Directors	one (1) year term and elected each year
Affiliated Club Directors	one (1) year term and determined by each affiliated club

Section 3 The Officers of the Corporation shall be nominated per the WWSF Policies & Procedures Manual and, if contested, voted on at each of the recognized state championship events, with a cumulative vote total determining the results.

Section 4 The Sport Discipline Directors shall be nominated per the WWSF Policies & Procedures Manual and, if contested, voted on at their respective state championship events.

Section 5 The WWSF Bylaws govern the election process for each Officer and Sport Discipline Director position.

Section 6 All persons seeking office must be WWSF full members in good standing. Sport Discipline Director candidates must declare as their primary or secondary sport discipline that for which they are seeking to represent. Election winners shall be notified no later than 48 hours after the conclusion of the election by the Nominating Committee chairperson.

Section 7 All incumbent Officers and Sport Discipline Directors who were unopposed in an election shall begin their duties immediately upon their reelection. All other elected Officers and Directors shall begin their duties on September 1. The incoming Treasurer shall work with the outgoing Treasurer to reconcile all of the funds, accounts, other financial business, etc.; and the actual transfer to the incoming Treasurer shall take place at the end of the current fiscal year.

ARTICLE VIII – GENERAL MEMBERSHIP MEETINGS (ANNUAL AND SPECIAL)

Section 1 The annual meeting of the general membership of the WWSF shall be held at the Think Tank Water Ski Convention & Expo.

Section 2 In the event that the Think Tank Water Ski Convention & Expo is cancelled or held via videoconference, the annual meeting may be held via videoconference on a date and time designated by the President, with the approval of the Executive Board.

Section 3 Notice of place, date, and start time of the annual meeting and any special meetings of the members shall be prepared and distributed (electronically) to the members by the Secretary fourteen (14) days prior to the meeting.

Section 4 All meetings of the members shall be held at the place, day and hour designated in the notice and the business conducted at such meeting shall be confined only to that announced in the notice.

Section 5 A quorum shall consist of a minimum of 20 full members in good standing in the WWSF. Any action taken at the regular, annual, or special meetings of the general membership requires a majority vote unless otherwise specified elsewhere in these Bylaws. All issues approved by majority vote of the general membership during the annual or any other meeting of the general membership shall be brought to the Board as a recommendation, subject to ratification by the Board, or to be reviewed for further action.

Section 6 There shall be no consumption of alcoholic beverages, illegal intoxicants, or smoking during any WWSF meeting.

ARTICLE IX – COMMITTEES

Section 1 The following committees are standing (permanent) committees of the WWSF.

SAFETY	MEMBERSHIP SERVICES
MARKETING	NOMINATING
GRANTS	BYLAWS and POLICIES & PROCEDURES
THINK TANK	HISTORICAL PRESERVATION
HALL OF FAME	

- a. Special committees may be appointed as necessary by the President, subject to the approval of the Board.
- b. The duties, responsibilities, and selection or appointment of members of standing committees shall be defined in the WWSF Policies & Procedures Manual.
- c. The President may remove a committee chairperson, upon approval of the Board, for not attending regular business meetings or failing to carry out the duties and responsibilities as outlined in the WWSF Policies & Procedures Manual.

ARTICLE X – DISCIPLINARY ACTION

Section 1 A member may be disciplined, including suspension or expulsion, for: unsportsmanlike conduct; any willful violation of a specific Sport Discipline recognized by the WWSF and a member of the WWSF and/or USA-WSWS rules or procedures; code of conduct; criminal or fraudulent acts; failure to pay indebtedness; or any other act which is deemed contrary to the objectives and purposes of the WWSF, USA-WSWS, IWWF and/or USOPC. Suspension and Expulsion shall be referred directly to the USA-WSWS Judicial Committee and resolved in accordance with USA-WSWS Bylaws Article IX if the alleged offense takes place at an event held under their authority, or to the WWSF President if the event is a WWSF sponsored or hosted event. Sponsored events shall include, but not be limited to Think Tank Water Ski Convention & Expo, ski camps, judges and boat driver clinics, any Wisconsin state championship event, and all WWSF meetings.

Section 2 For WWSF disciplinary actions, the Executive Board shall appoint an Investigative Committee to conduct a confidential investigation to determine whether any disciplinary action is warranted, or the BOD may serve as the Investigating Committee.

Section 3 The investigation shall include availing the accused member(s) and club representative if disciplinary action against a club is sought, the opportunity to make a statement regarding the allegation of any misconduct or alleged violation before rendering a recommendation providing said appearance before the investigation committee can be made in a timely manner.

Section 4 Intentional misrepresentation of information to the Investigating Committee by any member(s) shall impeach said member(s) testimony and give rise to further disciplinary recommendation by the committee.

Section 5 The committee shall report in writing to the WWSF Executive Board, recommending that disciplinary action be imposed or that no action be taken based upon a preponderance of the evidence that an allegation occurred.

Section 6 The WWSF shall provide, upon request in writing, the proper authority of any damaged property with name and address of the accused so that civil litigation may be initiated but shall not act as a liaison for any civil litigations. Any associated costs incurred by the WWSF must be repaid by the accused to the WWSF.

ARTICLE XI – DUE PROCESS

Section 1 Each member being investigated shall be notified by certified letter to his/her last known address, no longer than 45 days after the conclusion of the investigation of the alleged incident(s) or infraction(s), of any charges that an investigating committee may recommend. Such notice shall include the date, place, and time at which a hearing can be held.

Section 2 The hearing shall be conducted by a quorum of the Executive Board and will remain open to the Board of Directors only.

Section 3 Each member so charged shall have the right to appear personally (with parent or guardian if under 18) and/or through an attorney to present evidence and witnesses on behalf of the member.

Section 4 The Board of Directors may decline to impose any penalty, may reduce a recommended penalty, or may increase a recommended penalty based on the facts presented by the Hearing Committee.

ARTICLE XII – GRIEVANCES

Any member of the WWSF may file a written grievance with the President of the WWSF alleging a violation of the WWSF Bylaws or-Policies & Procedures using due process as stipulated in Articles X and XI. If a member is not in agreement with the decision of the WWSF Board, the member shall have the right to appeal the decision to the WWSF Board per Article XIII of these-Bylaws.

ARTICLE XIII – APPEALS

Section 1 As soon as possible after receiving notice of an adverse decision, but in all cases within ten (10) days of such notice, a member who believes that such decision was arbitrary or unreasonable shall file a written appeal with the President of the WWSF. Failure to timely file such an appeal shall be deemed a waiver of any objections to the decision, and that decision shall then become final and non-appealable;

The written appeal shall include the following:

- a. The identity of the appellant;
- b. The identity of the WWSF representative responsible for the decision (appellee);
- c. A statement identifying whether the appeal requires action within ten (10) days, and if so, the reasons why “urgent” attention is required;
- d. Citation of the criteria, standards or other material which the appellant contends WWSF was obliged to follow in rendering the decision at issue;
- e. A short and plain statement of all facts which the appellant contends demonstrate his dissatisfaction of the selection criteria at issue, and any other facts which the appellant contends demonstrate that the decision was arbitrary or unreasonable; and
- f. The signature of the complainant and the signature of the parent or legal guardian of the complainant if under eighteen (18) years of age.

Section 2 Upon receiving the written appeal, the President shall immediately distribute a copy of the appeal to each Officer and Director.

Section 3 If the appeal is urgent (i.e. requires a decision within ten (10) days), the President shall convene a hearing via teleconference or videoconference as soon as possible which shall include as many members of the Board as can be gathered for the emergency teleconference or videoconference and shall also include the aggrieved member and the appellee, if possible.

Section 4 If the appeal is not urgent, the President shall schedule a hearing either in person or via teleconference or videoconference at the earliest time convenient for members of the Board, the aggrieved member and the appellee, and shall provide written notice of the date, time, and type of hearing. Any person entitled to participate in the hearing may do so via teleconference or videoconference.

Section 5 Notwithstanding anything herein to the contrary, if the urgency of the appeal requires a decision before a quorum of the Board can be gathered despite best efforts to obtain a quorum, then the decision of those Board members who were able to participate in the hearing shall be final, and shall not be subject to attack on the basis that a quorum was not present.

Section 6 Each party shall have the following rights during the formal hearing:

- a. To be assisted or represented by any member, or by legal counsel of the aggrieved party's choosing;
- b. To call witnesses and present oral and written evidence and argument which the Board, during the hearing, deems relevant;
- c. To confront and cross-examine adverse witnesses; and
- d. To have an audio, video, or stenographic record made of the hearing at the aggrieved party's own expense.

Section 7 In any hearing conducted under this section, the Board shall affirm the decision at issue unless the aggrieved member proves by clear and convincing evidence that the decision was arbitrary or unreasonable. The decision of the Board is final and non-appealable within the WWSF unless expressly provided for elsewhere in these Bylaws.

Section 8 After a resolution has been reached and the appeals process has produced a final decision, the WWSF President shall forward the results to the President of USA-WSWS for action under Article IX of the USA-WSWS Bylaws. The resolution must be passed by a two-thirds majority of the Board of Directors.

ARTICLE XIV – AFFILIATIONS

The WWSF shall be affiliated with USA Water Ski & Wake Sports, Inc., the national governing body of water skiing in the United States and the various Sport Disciplines represented in the state of Wisconsin.

ARTICLE XV – AMENDMENTS

Section 1 These Bylaws may be amended by a two-thirds (2/3) majority vote of the Board at any two (2) consecutive regular Board meetings, as described in Article V, provided the amendment(s) is (are) introduced by the Bylaws/P&P Committee, and published and distributed to the Board at least fourteen (14) days prior to the each meeting at which the amendment(s) is (are) to be considered.

Section 2 Proposed amendments that have no substantive changes such as organization (external) and event (internal and external) name changes; spelling (including general typing errors such as missing letters or numbers); grammar; pronoun usage; and punctuation may be proposed by the Bylaws/P&P Committee at any regular or special meeting of the Board, as described in Article V, without any prior notice, and need only be approved by majority vote of the Board at the same meeting.

ARTICLE XVI – INDEMNIFICATION

The members of the WWSF, as a Federation and individually, and the members of each permanent standing committee, as a committee and individually, are specifically held harmless by the WWSF and its membership for all actions taken in good faith on behalf of WWSF, including errors and omissions, unless found culpable in a court of law of willful malfeasance, illegal activity or gross negligence, in which case WWSF shall be entitled to recover any payments, costs or expenses incurred in the defense, compromise or settlement of any claims or suits against such member prior to such finding.

ARTICLE XVII – SAVINGS CLAUSE

Failure of literal or complete compliance with any provision of these Bylaws or-Policies & Procedures in respect of dates and times of notice, or the sending or receipt of the same, or errors in phraseology of notice of proposals, which in the judgment of the Board at meetings held do not cause substantial injury to the rights of members, shall not invalidate the actions or proceedings of the members at any meeting.

ARTICLE XVIII – DISSOLUTION

Section 1 The WWSF may dissolve only by an affirmative vote of the WWSF Board in the manner and proportions described below. Each member of the Board shall be given notice of a special meeting called for the purpose of dissolution in the manner prescribed herein for special meetings. At a special meeting of the Board, three-quarters (3/4) of all current Officers and Directors must approve the proposed dissolution. Within 90 days following Board approval of the dissolution, either voting by mail (USPS or electronically) or in person at the called meeting, must approve the proposed dissolution. In the event of dissolution, the disposal of the assets of WWSF shall devolve upon the Board. No part of the assets, income, or net earnings of WWSF shall inure to the benefit of any WWSF members, Officers, Directors, or any other individual(s).

Section 2 Upon dissolution of the Corporation, the Board of Directors shall dispose of all assets in such manner as qualifies as exempt at the time under section 501(c)(3) of the Internal Revenue Code, or the corresponding code of any future federal tax code.

ARTICLE XIX – FISCAL YEAR

The fiscal year of this Federation shall commence on the first day of January and end on the thirty-first day of December.

ARTICLE XX – POLICIES AND PROCEDURES

Policies & Procedures shall be established and amended by a two-thirds (2/3) vote of the Board of Directors, and when applicable, shall direct the actions of the Board. Proposed amendments to the WWSF Policies & Procedures shall be introduced by the Bylaws/P&P Committee, and published and distributed fourteen (14) days prior to the next regular or special meeting of the Board. No amendments can be acted upon with less than fourteen (14) days of publication. WWSF Policies & Procedures shall not be in conflict with these Bylaws or the Bylaws, policies, or procedures of USA-WSWS.

ARTICLE XXI – PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the WWSF in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the WWSF may adopt.

ARTICLE XXII – CONFLICT OF INTEREST

Section 1 The WWSF Board shall subscribe to a Conflict of Interest policy which includes the requirement that each Officer, all other members of the Board, the two (2) Executive Board Directors At Large, and all committee chairs to annually agree in writing or electronically, to abide by such policy. The Conflict of Interest policy is outlined in the WWSF Policies & Procedures Manual.

Section 2 The WWSF Board may adopt additional standards and practices relevant to the WWSF. The Board may amend these standards and practices from time to time, as it may deem advisable.

These Bylaws supersede all previous Bylaws of the Wisconsin Water Ski Federation.

Approved April 3, 2021, by the Board of Directors of the Wisconsin Water Ski Federation.