

BY LAWS
FOR THE
MIDWEST REGION
OF THE
AMERICAN WATER SKI ASSOCIATION

Approved by Regional Membership

August 11, 1962

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Rev 0 January 1990;

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Rev 3 January 2012

Rev 4 ~~XXXX~~ 2018

BYLAWS - MIDWEST REGION

AMERICAN WATER SKI ASSOCIATION

ARTICLE I NAME

The name of this organization shall be the Midwest Region of the American Water Ski Association (Region). The American Water Ski Association (AWSA) is a Sport Discipline of USA Water Ski & Wake Sports. USA Water Ski & Wake Sports (USA-WSWS) is the national governing body of water skiing in the United States.

ARTICLE II PURPOSE

The purpose of this organization shall be:

1. To carry out within the Region the purposes, policies, and directives of AWSA and USA-WSWS.
2. To promote better coordination and understanding between skiers, clubs, and associations.
3. To promote membership in the Region, AWSA and USA-WSWS of individuals, clubs and associations.
4. To effectively promote and coordinate AWSA tournaments and other organized Midwest skiing activities in the Region.
5. To act as official voice for the Region in matters pertaining to AWSA and USA-WSWS.
6. To maintain standards of safety for the protection of skiers, spectators and water skiing in the Region.
7. To deal with all matters affecting the Region, (not provided for or governed by AWSA and/or USA-WSWS) through the development of rules and practices for the Region and to do whatever may be necessary to promote the best interest of AWSA in the Region.

ARTICLE III MEMBERSHIP

1. Membership in the Region shall be open to any individual member of the AWSA, without discrimination on the basis of race, color, religion, age, or sex; and whose legal domicile is within the boundaries of the Region as defined in the AWSA Bylaws Article IV.
2. Midwest AWSA members, eighteen years of age and older shall have voting privileges.
3. Members may be disciplined, including suspension or expulsion, for unsportsmanlike conduct; any willful violation of Midwest Region and/or AWSA and/or USA-WSWS rules or procedures; criminal or fraudulent acts; failure to pay indebtedness; or any other act which is contrary to the objectives and purposes of the Region, AWSA, USA-WSWS, IWSF and/or the USOC. Suspension and expulsion shall be referred directly to the AWSA President and shall be resolved in accordance with AWSA Bylaws Article XII.
4. Members may be disciplined only by a two-thirds vote of the Midwest Regional Council on charges made in writing over the signatures of at least three regular members of AWSA and submitted to the Council.
5. Members may file a written grievance with the Midwest Executive Vice President (EVP) alleging a violation of these Bylaws or Regional rules, policies or procedures. If a member is not in agreement with the decision of the Council, the member shall have the right to appeal the decision to the AWSA Board per Article XII of AWSA Bylaws.
6. Members shall have the right to due process including the appeal of actions or decisions by the Council or its representatives where the Region has ultimate jurisdiction and responsibility for the action or decision.

ARTICLE IV MIDWEST REGIONAL COUNCIL

1. Management of the Region shall be vested in the Midwest Council (Council).
2. The Council shall consist of the following voting members: Executive Vice President; Midwest AWSA National Directors; Midwest USA-WSWS National Directors; and one (1) State Council Representative from each state within the Regions jurisdiction, as defined by AWSA.
3. The Council shall make the decisions on matters affecting the Region as a whole.
4. The Executive Vice President (EVP) and the State Council Representative will make the decisions on matters affecting the Council Representatives state, subject to approval by the Council as a whole.

5. The Council shall approve by majority vote all contracts entered into by the organization, any expenditure in excess of one thousand dollars (\$1,000), other than expenditures occurring in the normal course of business, and such other matters as may be referred to them by the EVP.
6. In any state where there is no Council Representative, the EVP shall make the decisions for that state.
7. The term of the State Council Representative shall begin when the Council board meeting, held prior to the annual membership meeting, is called to order and shall end immediately preceding the same meeting nearest the end of the period provided for such term, or until a successor has been duly elected.
8. Nothing contained herein shall preclude reelection of the same person for successive terms of office.
9. The Council shall have no authority, expressed or implied, to impose upon, or subject the membership of this organization to any personal liability for, or in connection with, the activities of said officers or other members.
10. Wherever guarantees or financial commitments are required to be made in the execution of the duties and functions of officers, they shall be confined to the personal liability of the officers and such members as may desire to bind themselves thereto individually.
11. Honorary National Directors (HND) and past EVPs shall be ex-officio members of the Council with voice and without vote.

ARTICLE V EXECUTIVE VICE PRESIDENT

1. In compliance with the rules and bylaws of AWSA, the Executive Vice President (EVP) shall be elected annually by the membership of the Midwest Region and shall serve for one (1) year or until his successor has been properly installed.
2. The term of the EVP shall be as defined in the AWSA Bylaws.
3. The duty of the EVP shall be to act as Chairman of the Council, to preside at all of its meetings and to present a report of activities and plans for the Region at each annual membership meeting.
4. Subject to these bylaws, the EVP shall be the executive head of this organization in the making of all contracts, arrangements, plans, and appointments; the giving of notices, the certifying of records, reports, and statements; or other executive action herein provided.
5. It shall be the duty of the EVP to carry out the purposes of the Region as set forth in Article II of these bylaws, and to generally assist each Council Representative in his state.
6. It shall be the duty of the EVP to carry out directives, mandates, and duties as set forth by AWSA and USA-WSWS.
7. If a vacancy occurs in the office of the EVP, Council shall appoint one of the AWSA National Directors to fill the office within 30 days and he shall hold the office for the unexpired portion of the term.

ARTICLE VI AWSA NATIONAL DIRECTORS

1. In compliance with the rules and bylaws of AWSA, four (4) AWSA National Directors shall be elected from the membership of the Region by the regular members thereof, under such rules and regulations and upon such terms and conditions (with respect to the qualifications, election procedure and related matters) as the Board of Directors of AWSA may prescribe from time to time.
2. The EVP shall be one of these Directors. The remaining three (3) Directors shall serve terms of three (3) years, respectively, so arranged that the term of one said Director shall expire each year.
3. The term of each elected Director shall be as defined in the AWSA Bylaws.
4. The Region shall elect an alternate AWSA Director annually. The alternate Director shall fill the Director role should a vacancy occur and shall hold the office for the unexpired portion of the term. The alternate Director shall represent the Region at AWSA board meetings in the absence of an elected AWSA Director. Qualifications for the alternate shall be the same as for an elected AWSA Director.

ARTICLE VII USA-WSWS DIRECTOR(S)

1. The Region shall generally be allocated one (1) USA-WSWS Director seat per AWSA bylaws. This Director shall be elected from the membership of the Region by the membership, under such rules and regulations and upon such terms and conditions (with respect to the qualifications, election procedure and related matters) as the Board of Directors of AWSA and USA-WSWS may prescribe from time to time.
2. Should the Region be allocated more than one USA-WSWS Director seat, additional Directors shall be elected using the procedures detailed in Article VII Section1, and so arranged that the term of one said Director shall expire each year.
3. USA-WSWS Directors shall serve terms of two (2) years. The term shall be as defined in the USA-WSWS Bylaws.
4. If a vacancy occurs in this Directorship, it shall be filled by the EVP and he shall hold office until the next annual membership meeting at which time the vacancy shall be filled by election. The EVP shall represent the Region at USA-WSWS board meetings in the absence of the elected USA-WSWS Director. Qualifications for the replacement shall be the same as for the elected USA-WSWS Director. If the EVP is not qualified, he shall appoint a qualified AWSA National Director or a HND to replace or fill in for the elected USA-WSWS Director.

ARTICLE VIII COUNCIL REPRESENTATIVES

1. Annually, each state shall elect one (1) Representative to represent their state on the Council.
2. It shall be the duty of each Council Representative to carry out the purposes of the Region as set forth in Article II of these bylaws, and to generally assist the EVP in carrying out his duties.
3. If a State has no elected Council Representative, the EVP may appoint a Council Representative for that state, subject to approval by the Council.
4. Should a Council Representative become unable to serve, the EVP shall select a successor to fill the vacancy, subject to approval by the Council, until such time the state selects a replacement.
5. States may select an alternate who shall represent that State at Council meetings in the absence of the elected Council Representative. Qualifications for the alternate shall be the same as for the Council Representative.

ARTICLE IX OFFICERS AND COMMITTEES

1. The Council may elect such officers and appoint committees as they deem necessary to conduct the business of this organization.
2. Officers shall hold office for a term of one year, or until their successors have been duly elected.

ARTICLE X ELECTION PROCEDURES

1. A Nominating committee shall be appointed by the EVP no later than sixty (60) days after the annual Council meeting. As far as practical, the members of this committee should geographically represent the Region.
2. The Nominating Committee shall attempt to secure two qualified and willing candidates for the positions of EVP, AWSA National Director, alternate AWSA National Director, and USA-WSWS Director.
3. The election shall be conducted by official ballot. Such ballot shall be made available to all members eligible to vote by means prescribed by the Council. The official ballot will indicate the names of the nominees submitted by the Nominating Committee and will provide space for write-in candidates.
4. Procedures for conducting the election will be established by the Council and shall accompany the official ballot.
5. A Tellers Committee with Chair shall be appointed by the EVP no later than sixty (60) days prior to the annual Council meeting. The Teller's Committee shall ascertain that ballots are valid and make a count of the ballots.
6. A Report will be made by the Teller's Committee and the winners of the elections announced at the annual membership meeting.

ARTICLE XI MEETINGS

1. The annual membership meeting of this organization shall be held within the bounds of the Region during the Midwest Regional Tournament and shall be near the tournament site. In the event there is no Midwest Regional Tournament, the annual meeting shall be at a time and place designated by the Council.
2. Council shall meet within ten (10) days prior to the Midwest annual membership meeting.
3. Voting members of the Region shall be notified of the time and place of the annual membership meeting at least ten (10) days in advance of such meeting.
4. Each voting member of the Midwest Region shall be allowed one (1) vote in person at the annual membership meeting
5. There shall be at least twenty (20) voting Midwest Region members present in person at the annual membership meeting to constitute a quorum for the purpose of transacting business.
6. The agenda and the order of business at the annual membership meeting shall be at the discretion of the EVP and Council.
7. The Council may authorize membership meetings or meetings of the Council at any time; provided that for general membership the notifications procedures in Section 3 must be followed. Unless waived in writing, ten days notice of the time, place, and purpose of all Council meetings must be given.
8. At all meetings of the Council, two-thirds (2/3) of Council shall constitute a quorum.
9. In lieu of special meetings, the Council may take any action by mail; email; or other electronic means. Any resolution approved by a majority of the Council (unless greater majorities are required by these By-laws) shall have the same force and effect as if adopted at a called meeting of the Council. The Council shall be notified of the results of all ballots. All such ballots shall be ratified at the next scheduled meeting of the Council.

ARTICLE XII DUES AND ASSESSMENTS

1. No dues or assessments of any kind or character may be levied, assessed or charged against any members of this organization by act of the Council and same shall be imposed only by majority vote of the members at a Membership meeting, at which time any member may terminate his membership prior to application of such dues and assessments.
2. The Council may authorize and approve the collection of reasonable and appropriate entry fees for sanctioned competition water skiing events or may authorize and approve reasonable entrance fees or charges to be levied at authorized water skiing exhibition events, under such terms and provisions as it may deem appropriate from time to time.

ARTICLE XIII BYLAWS AMENDMENTS

1. These bylaws may be amended and approved by the Council. Amendments shall be voted upon by the Council only at scheduled Council meetings.
2. Amendments to these bylaws may be adopted after approval by the Council with a two-thirds (2/3) affirmative vote and after approval by the AWSA Board of Directors.
3. Amendments shall be communicated to the membership sixty (60) days prior to their effective date and shall become effective on that date unless a referendum is called on the amendment, in which case the amendment shall take effect only upon approval by the general membership of the Region. Member referendums shall follow the procedures detailed in Article IX USA-WSWS Bylaws.
4. Any provision of these bylaws which is or shall become contrary to or in conflict with the rules and bylaws of AWSA and or USA-WSWS, shall automatically be suspended in application and supplanted by the rules and bylaws of AWSA and or USA-WSWS, where such conflict exists.

ARTICLE XIV INDEMNIFICATION

The members of the Council, as a council and individually, and the members of each committee, as a committee and individually, are specifically held harmless by the Region, AWSA and USA-WSWS and its membership for all actions taken in good faith on behalf of the Region, AWSA and USA-WSWS, including omissions, unless found culpable in a court of law of willful malfeasance, illegal activity or gross negligence, in which case the Region and AWSA and USA-WSWS 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 XV CODE OF CONDUCT

The Region shall subscribe to the USA-WSWS written Code of Conduct and Ethical Practices which includes the requirement that each Officer and Council member annually agree in writing to abide by such code.

ARTICLE XVI FISCAL YEAR

The fiscal year of the Region shall coincide with that of the AWSA.

ARTICLE XVII PROCEDURES

1. The rules contained in the current edition of the Roberts Rules of order, newly revised, shall govern the Region 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 Region, AWSA and USA-WSWS may adopt.
2. Policies and Procedures may be established and amended by the Council, and when applicable, shall direct Region and Council actions. These Policies and Procedures shall not be in conflict with these Bylaws or the AWSA and USA-WSWS Bylaws and Policies and Procedures.

These bylaws supersede all previous bylaws of the AWSA Midwest Region of the American Water Ski Association.

Rev 4.0 Approved by the Midwest Council XXX 2018
Rev 4.0 Approved by the AWSA Board XXX 2018