

BY-LAWS
OF THE
NATIONAL COLLEGIATE
WATER SKI ASSOCIATION

Amended January 29, 2010

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ARTICLE I NAME

The name of this organization shall be "NATIONAL COLLEGIATE WATER SKI ASSOCIATION," the abbreviation of which shall be "NCWSA", A Sports Discipline OF USA Water Ski, Inc., the abbreviation of which is USA-WS.

ARTICLE II PURPOSE

The purpose of the NCWSA shall be to organize, promote, and direct collegiate water skiing in the United States as a Sports Discipline of USA-WS.

ARTICLE III MEMBERSHIP

Section 1. Subject to the requirements which will be set by the Board of Directors, the following memberships are authorized:

- A.** Club membership in the NCWSA is open to any College or University water ski club. Each club shall have voting privileges within their respective conference, subject to their conference by-laws.
- B.** Individual competitive membership in the NCWSA is open to all members of an affiliated club. Individual members shall have voting privileges in their respective affiliated club.
- C.** Special classes of membership without voting privileges, i.e., Patron Membership, Associate Membership, and other classes of membership, may be authorized and established by the Board on such terms and conditions for such dues and with such reasonable rights and privileges as it may establish from time to time.

Section 2. To be eligible to compete in NCWSA Tournaments, member clubs must have a minimum of one competitive member and have submitted their club rosters including the names of all **competing members** to the NCWSA secretary. All club members must be registered students on his/her respective campus, and subject to NCWSA Official Tournament Rules.

Section 3. Team and Individual Dues are governed in the Polices and Procedures manual

Section 4: A member may be suspended or expelled for unsportsmanlike conduct; any willful violation of NCWSA, and/or any other Sport Discipline, and/or USA-WS rules or procedures; criminal or fraudulent acts; failure to pay indebtedness; or any other act which is contrary to the objectives and purposes of NCWSA, USA-WS, IWSF and/or USOC.

Section 5: Suspension or expulsion may be appealed and/or a grievance filed to the NCWSA per Article IV or Article V and when the NCWSA Board of Directors has made a final decision, then the resolution shall be referred directly to USA-WS and resolved in accordance with USA-WS Bylaws Article IX. The resolution must be passed by a two-thirds majority of the Board of Directors.

ARTICLE IV DUE PROCESS AND APPEALS

A Members shall have the right to due process including the appeal of actions or decisions by NCWSA Board of Directors or its representatives, where NCWSA has ultimate jurisdiction and responsibility for the action or decision. The process in this Article must be used for membership suspensions or expulsions before being forwarded to USA-WS which has ultimate jurisdiction and responsibility. The member must check the definition of an Appeal in the USA-WS Bylaws Article IX.

B Appeals shall use the following process:

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 Chairman of NCWSA. 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 NCWSA 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 NCWSA 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 his parent or legal guardian if he is under eighteen (18) years of age).

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

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

4. If the appeal is not urgent, the Chairman shall schedule a hearing either in person or via teleconference 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.

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.

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 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 party's own expense.

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 NCWSA unless expressly provided for elsewhere in these Bylaws.

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

ARTICLE V GRIEVANCE PROCEDURE

A. Any member of NCWSA may file a written grievance with the Chairman of NCWSA alleging a violation of the NCWSA Bylaws or NCWSA rules, policies and procedures. The member must check the definition of a Grievance in the USA-WS Bylaws Article IX.

B. The Chairman of NCWSA shall present the Grievance complaint to the Executive Committee for action per the following:

- 1.** In such instances, the Executive Committee shall appoint an investigating committee of at least three regular members of NCWSA, subject to the approval of the Chairman. None shall be members of the Region where the grievance occurred.
- 2.** The committee shall conduct a confidential investigation to determine whether any action is warranted. The committee will report, within 30 days, in writing to the Chairman recommending a resolution. The Chairman shall present the results of the investigation and the results of the committee determination to the NCWSA Board of Directors for final resolution.
- 3.** The Chairman shall enact the recommendation unless it is revised or overturned by a majority vote of the Board through a Grievance procedure.

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

ARTICLE VI

REGIONAL ORGANIZATION

The United States shall be divided into four Collegiate Water Ski Regions as follows:

A. Eastern - CT, DC, DE, MA, ME, MD, NH, NJ, NY, PA, RI, VA, VT, WV. AL, GA, KY, NC, SC, TN, FL

B. Midwestern - IA, IL, IN, KS, MI, MN, MO, NE, ND, OH, SD, WI

C. South Central - AR, LA, MS, NM, OK, TX

D. Western - AK, AZ, CA, CO, HI, ID, MT, NV, OR, UT, WA, WY

Any state, territory, or possession of the United States may be included in any of said Regions or transferred from one Region to another Region by a two-thirds vote of the Board.

Each Region or conference herein provided for shall adopt, and may amend its own By-laws; provided that no provisions thereof, nor action taken there under at the Region or Conference level, shall conflict with the By-laws of NCWSA or any authorized rules made or action taken there under. Wherever such conflict exists, the conflicting Bylaws, or action taken there under, shall automatically be suspended in application and supplanted by the applicable By-laws of NCWSA, or by the rules made or action taken there under by the Board. In order to avoid such conflicts, a draft of all Region and Conference Bylaws or Amendments thereto shall be promptly submitted to the National Board for examination and recommendations. The Board determination as to the existence of a conflict shall be conclusive.

Region or Conference Officers, meetings, etc., herein referred to, are those provided for in the Region or Conference By-laws. Each Region will elect two representatives to the National Board as described in Article VII of these By-Laws.

ARTICLE VII BOARD OF DIRECTORS

Section 1. Number and Qualification of Members of the National Board. The Board of Directors (herein sometimes referred to as the "Board") shall consist of eight (8) National Directors and two (2) Elite Athletes selected by the NCWSA AAC. The term "Director" as used in these By-laws refers to either a National Director or Elite Athlete. Each Director shall have one vote and the Chairman empowered to break a tie.

No person shall be eligible for election to the Board or to the office of Chairman of the Board, whose official title is National Chairman (herein sometimes referred to as either the "Chairman" or the "National Chairman", unless such person is a member of the NCWSA or AWSA and meets the following qualifications:

A. Mandatory Qualifications

Candidates for Board membership must possess:

1. U. S. Citizenship
2. Current valid USA-WS membership.

In addition, they must meet at least two (2) of the following qualifications:

3. Previous membership on the NCWSA Board of Directors.
4. Membership on a NCWSA Region Board.
5. Current rated AWSA judge, scorer or boat driver; or past or present collegiate skier.
6. Approval of their Region Board or NCWSA AAC.

B. Desirable Qualifications

In addition to the mandatory qualifications, the following background factors are to be considered as desirable for Board membership, and are to serve as guidelines for regional elections:

1. Ability to travel and attend NCWSA Board meetings is a must.
2. Good knowledge of the functions of NCWSA.
3. Good organizational background.
4. Good character and personality traits.
5. Ability to communicate well.
6. Active in the sport of water skiing in some capacity on the collegiate level.

Section 2. Chairman. Election Term. The Board of Directors shall elect the Chairman from among its elected members or Honorary Directors. The NCWSA Board may accept absentee ballots for the election of officers. These absentee ballots must be received in verifiable form by the Chairman of the Board via registered mail, return receipt requested, five days before the Annual Board of Directors Meeting. Term of office shall be two (2) years or until his successor is duly elected and qualified.

Section 3. Board of Directors. Election Term. Each Director shall be elected by his respective Region. Term of office shall be determined by each region according to the regional bylaws. The two AAC members on the board shall be elected by the AAC annually. A director may succeed themselves.

A. Elite Athlete representatives on the national board shall be elected each year by the NCWSA Athletes Advisory Council under the NCWSA AAC Policies & Procedures.

B. Honorary National Directors may be elected by the Board at its Annual Meeting. The term of an Honorary Director shall be for life. An Honorary Director shall be allowed a voice, but not a vote, unless he is a current Director. Election as an Honorary Director for life requires a 2/3 majority of the board. Candidates for Honorary Director must meet one (1) of the following requirements:

1. Served as an NCWSA Director for six (6) years
2. Served as an NCWSA officer for four (4) years

Section 4. Vacancies. In case of any vacancy in the Board of Directors through death, resignation, incapacity to act or other cause, the remaining directors may call a special meeting of the members of that Region to fill such vacancy or may themselves at any regular meeting of the Board of Directors called for that purpose, elect by an affirmative vote of a majority of the remaining directors a successor from that same Region to hold office for the unexpired term of the director whose place shall be vacant and until the election and qualification of his successor.

Section 5. Powers and Duties. The entire direction and management of the affairs of the NCWSA shall be vested in its Board of Directors except as limited in these By-laws.

Section 6. Place of Meeting. The Board of Directors may hold their meetings at such place or places as the Board may from time to time determine. Conference calls by telephone to be confirmed by mail or e-mail ballots, mail or e-mail ballots may be used when impractical to meet otherwise.

Section 7. Regular Annual Meeting. The Board of Directors shall hold a regular annual meeting for the transaction of such business as may properly come before this meeting at the time and place of the USA- WS Annual Board Meeting. This meeting will be attended by all Directors who served the preceding year. The non-current Directors will attend for

the purpose of insuring that their votes were recorded correctly on previous mail and e-mail ballots and will be welcome to remain and have a voice, but not a vote, for the balance of the meeting. The first order of business on the agenda, will be call to order, roll call, announcement of a quorum (as described in Article VII, Section 10), and approval of minutes. The balance of the agenda shall be as determined by the Chairman.

Section 8. Other Regular Meetings and Special Meetings. In addition to the regular annual meeting, regular meetings of the Board of Directors shall be held on such dates as may be fixed from time to time by the Board of Directors. Special meetings of the Board of Directors shall be called by the Chairman, or whenever directed by the Board of Directors, or any seven members thereof.

Section 9. Notice of Meeting. Notice of the place, day and hour of any regular meeting of the Board of Directors, and notice of the place, day and hour and purposes of every special meeting of the Board of Directors, shall be given to each director at least twenty (20) days previous to such meeting, by delivering the same to him personally or by mailing or e-mailing such notice addressed to his last known address according to the records of NCWSA. It shall not be requisite to the validity of any meeting of the Board of Directors that notice thereof shall have been given to any director who is present thereat or who, if absent, waives notice thereof in writing, either before or after the holding thereof.

Section 10. Quorum. Two-thirds (2/3) of the directors at any time in office shall constitute a quorum for the transaction of business; but less than a quorum may adjourn any meeting from time to time until a quorum is present. No notice of any adjourned meeting of the Board of Directors need be given.

ARTICLE VIII OFFICERS

The Officers of the NCWSA shall be:

Chairman
Vice Chairman
Secretary
Treasurer

The above Officers shall be elected by the Board of Directors at its Annual Meeting (Chairman and Vice Chairman are elected every two (2) years) and shall take office immediately following election at the Annual Meeting. The offices of Secretary and Treasurer may be combined and come from within or outside the Board.

Officers are expected to attend all Board meetings. An Officer will be allowed a voice, but not a vote, unless he is also a current Director.

ARTICLE IX DUTIES OF OFFICERS

The duties and power of the Officers of NCWSA shall be as follows:

CHAIRMAN OF THE BOARD: The Chairman of the Board shall preside at all meetings of the Board of Directors. He shall cause to be called all regular meetings of the Board of Directors in accordance with these By-laws. He may call special meetings of the Board of Directors at any time at his discretion. He may call for a vote of the Board by

mail/e-mail ballot at his discretion. He may appoint special Board committees at his discretion. He shall follow up on actions taken by the Board to determine that they have been implemented, and notify the Board of any failure to implement. He shall do those things required to assist in the smooth and efficient operation of the Board of Directors of NCWSA. He is authorized to sign all contracts and agreements approved by the Board in the name of NCWSA. He shall be the Chief Executive Officer of the association and official representative from NCWSA to serve on the USA-WS Board of Directors.

VICE CHAIRMAN: During the absence and/or inability of the Chairman to render and perform his duties or exercise his powers, the same shall be performed and exercised by the Vice Chairman, and when so acting, he shall have all the powers and be subject to all the responsibilities hereby given to or imposed upon the Chairman. Should a second member position from NCWSA on the USA-WS Board of Directors become available, the Vice Chairman of NCWSA is this designated second member position from NCWSA on the USA-WS Board of Directors.

SECRETARY: The Secretary is the recording Officer of NCWSA and the nominal custodian of its records.

TREASURER: The Treasurer may be the same person as the one who occupies the office of Secretary. The Treasurer is the chief financial officer of NCWSA and shall be responsible for the control of NCWSA additional affiliation fee funds as described in Article III, Section 3, and the policies and procedures, or any other fees as described in Article III, Section 1 (C), or any donations approved by the Board; and the maintenance of appropriate records. **The Treasurer shall present and maintain a budget each year for the finances of NCWSA and its operations. Such records shall be available to the board upon reasonable request and at the board meetings.**

ARTICLE X COMMITTEES

Section 1. Standing Committees. The board shall form from its USA Waterski members the following permanent standing committees whose duties and responsibilities shall be defined herein or in NCWSA policies and procedures. AAC athletes shall represent 20% of the membership and voting powers of all standing committees

- a) **Rules and Technical**
- b) **Awards**
- c) **International Activities**
- d) **Bylaws and P & P**
- e) **Membership**
- f) **Marketing**
- g) **Athletes Advisory Council**

Section 2. Special Committees. The Chairman at any time may form from its NCWSA, or as necessary USA-WS membership, special committees for special duties and tasks

ARTICLE XI NATIONAL CHAMPIONSHIP TOURNAMENT AND NATIONAL ALL-STAR TOURNAMENT

Section 1. Date. A National Championship tournament and a National All-star tournament shall be held annually, with the date and place being set by the Board of Directors.

Section 2. Hosts. Petitions for hosting these tournaments should be made to the Board of Directors not later than one month prior to the Annual Meeting, with selection being made at the Annual Meeting.

Section 3. Eligibility. Each Region shall be responsible for selecting its top team(s) for competition in the National Championship Tournament and its All-star competitors consistent with any National Collegiate Championships Standards or National Collegiate All-Star Tournament Standards (whichever is applicable).

Section 4. Rules. The National Collegiate Championship Tournament and the National Collegiate All-star Tournament shall follow the NCWSA Official Tournament Rules except as otherwise provided in the National Championship Tournament Standards and the National All-Star Tournament Standards, whichever is applicable. The National Official Tournament Rules, The National Championship Tournament Standards, and the National All-Star Tournament Standards may be altered, amended, or repealed by a vote of two-thirds of the Board of Directors.

ARTICLE XII FISCAL YEAR

The fiscal year of the NCWSA shall commence on the first day of August of each year.

ARTICLE XIII AMENDMENTS

Section 1. These by-laws or any portion of them may be altered, amended or repealed by a vote of two-thirds (2/3) of the members of the Board of Directors.

Section 2. Any provision of these by-laws which is or shall become contrary to or in conflict with the Rules and Bylaws of USA-WS, shall automatically be suspended in application and supplanted by the Rules and Bylaws of USA-WS where such conflict exists, to the end that this organization may be completely integrated with and conformable to the National organization as an integral part thereof.

ARTICLE XIV PROCEDURE

Section 1. The rules contained in the current edition of the Roberts Rules of Order newly revised shall govern the NCWSA in all cases to which they are applicable and in which they are not inconsistent with these By-laws and any special rules of order the NCWSA and USA-WS may adopt.

Section 2. These Bylaws supersede all previous Bylaws of NCWSA Division of the USA-WS.

ARTICLE XV NOT FOR PROFIT STATUS

Section 1. The NCWSA is organized exclusively for charitable and educational purposes, including for such purposes, the making of distributions to organizations under section 501(c) (3) of the Internal Revenue Code (or the corresponding section of any future Federal Tax Code).

Section 2. No part of the net earnings of the NCWSA shall inure to the net benefit of, or be distributed to its members, trustees, directors, officers of other private persons, except that the NCWSA shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501(c) (3) purposes. No substantial part of the activities of the NCWSA shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the NCWSA shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Section 3. Notwithstanding any other provision of these Articles, the NCWSA shall not carry on any other activities not permitted to be carried on (a) by a corporation/organization exempt from Federal income tax under section 501(c) (3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by a corporation/organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

Section 4. Upon dissolution of the NCWSA assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government or to a state or local government for a public purpose.

Adopted the 23rd day of November 1987. amended the 29th day of February, 1988, the 13th day of May, 1989, the 15th day of October, 1989, and this 11th day of October, 1990, and updated to reflect these changes made since October 15, 1989 through today as mandated by the Board this date October 13, 1991, and amended October 10, 1993, October 15, 1995, August 16, 1998, October 18, 1998, February 19, 2000, February 18, 2002 and December 11, 2003, February 1st, 2007, September 5th, 2007