

**UNITED STATES CURLING ASSOCIATION, INC.  
BY-LAWS**

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**BY-LAWS EFFECTIVE AS OF  
April 19, 2008**

**ARTICLE 1. NAME, STATUS, PURPOSE**

**Section 1.1 NAME.** The name of this corporation shall be “United States Curling Association, Inc.” hereinafter sometimes referred to as “USCA” or “Corporation.”

**Section 1.2 STATUS.** The USCA is a not-for-profit corporation, duly incorporated under the laws of the State of Wisconsin and has qualified for tax exempt status under Section 501(c)(3) of the Internal Revenue Code. The USCA is the national governing body for the sport of curling within the territorial limits of the United States of America and it is autonomous in the governance of its sport in that it independently determines and controls: all matters central to such governance; does not delegate such determination and control; is free from outside restraint; and is a member of only one international sports federation (the World Curling Federation, hereinafter called “WCF”) which governs a sport included on the program of the Olympic Games or the Pan-American Games. The USCA is prepared to meet the obligations imposed on the national governing body under Article VII, Sections 1 and 2 of the Constitution of the United States Olympic Committee (hereinafter referred to as USOC).

**Section 1.3 PURPOSE.** The USCA has been formed:

- (a) To promote the game of curling and to unite the curling organizations located within the territorial limits of the United States of America.
- (b) To maintain friendly relations and affiliations with international curling organizations.
- (c) To represent curlers of the United States in any national or international discussions.
- (d) To conduct, manage and operate all national men’s, women’s, juniors’ and mixed curling competition.
- (e) To foster national and international amateur sport competition within the meaning of 501(c)(3) of the Internal Revenue Code, as amended. Notwithstanding any other provision of these By-Laws, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under 501(c)(3) of the Internal Revenue Code.
- (f) To operate for educational and charitable purposes, coordinating programs and activities for Curlers in the United States.
- (g) To disseminate information and maintain records pertaining to curling.
- (h) To provide an effective means of communication for the distribution of instructional materials, literature, rules and other information; and to enhance the transmission of ideas among athletes, coaches, officials, and all curlers.

## ARTICLE 2. DEFINITION

Definitions as used in these Bylaws are:

**Section 2.1 “Affiliated Body”** shall mean a national body that:

- (i) Represents curling across the country; and
- (ii) Has been in operation for at least ten years; and
- (iii) Is a 501(c)(3) tax exempt nonprofit organization.

**Section 2.2 “Athlete Representative”** shall have the meaning as set forth in the USOC’s By-Laws, as amended from time to time. A copy of the current definition is attached hereto as Exhibit A.

**Section 2.3 “Curler”** shall mean any individual who is an athlete involved in the sport of curling, or any coach, trainer, manager, administrator, or official active in the sport of curling.

**Section 2.4 “Curling Club”** shall mean a group of Curlers sharing a common curling facility.

**Section 2.5 “Individual Member”** shall mean any Curler who belongs to a Curling Club that belongs to a Member association or organization or Club at Large, as defined.

**Section 2.6 “Member”** shall mean any association of Curling Clubs or any organization of Curlers conducting curling programs that are national in scope or a Club at Large.

**Section 2.7 “Club at Large”** shall mean a Curling Club that does not belong to any state or regional curling association.

## ARTICLE 3. DIRECTORS

**Section 3.1 GENERAL POWERS.** The Board of Directors shall have the control and management of the affairs and events of the Corporation.

**Section 3.2 NUMBER.** The Board of Directors shall consist of Member-elected directors as set forth in Section 3.3, and board-elected directors as set forth in Section 3.6, and non-voting directors as provided for in Sections 7.2 and 7.3. In addition, the Affiliated Body shall be entitled to elect one director, the Athletes Advisory Council shall be entitled to elect one director. A minimum of twenty percent (20%) rounded up of all directors shall be Athlete Representatives. Directors shall be elected without regard to race, color, religion, age, sex or national origin. Each director shall, at the time of his or her election and at all times during the director’s term of office, be an Individual Member who is a member in good standing with a club or organization which is either a Member of this Corporation or a Member of its state or regional associations which is a Member in good standing of this Corporation.

**Section 3.3 MEMBER ELECTED DIRECTOR ALLOCATIONS.** Initial allocation of directors shall be based on the number of dues paying Individual Members of the Member as of January 31, 2004 and thereafter on each January 31<sup>st</sup> of the year of allocation. The Member elected directors shall be allocated as follows:

(a) Member associations and organizations with an adequate number of clubs, influence in the sport, and membership in the aggregate of 2000 or more, will have three (3) directors;

(b) Member associations and organizations with an adequate number of clubs, influence in the sport, and membership in the aggregate of 600 to 1,999 will have two (2) directors;

(c) Member associations and organizations with an adequate number of clubs, influence in the sport, and membership in the aggregate of 300 to 599 will have one (1) director;

(d) Except for those member associations and organizations under Section 3.3(a), (b) and (c), all other member associations and organizations together with Clubs at Large will have one (1) director combined.

(e) The allocation of directors shall be reviewed and adjusted accordingly every three (3) years by the Secretary beginning in 2007; such review to take place and Members informed of new allocations for the ensuing three-year period by the Secretary in writing no later than February 15<sup>th</sup>.

(f) During the interim period between allocation adjustments as provided for in subsection (e), above, a Member association or organization may petition the Secretary to adjust the number of directors allocated to said Member. Factors to be considered will be that the Member has shown an increase in membership warranting an adjustment, the said increase has been reported for the immediate preceding year and it has an adequate number of curlers and influence in the sport. After the Secretary has verified the membership of said Member as set forth in said petition, the Secretary shall forward said petition to the Board of Directors for consideration. Said petition shall be considered by the Board of Directors at their next regularly scheduled meeting, provided said petition is received by the Secretary at least 45 days prior to the next regularly scheduled meeting.

**Section 3.4 TENURE OF MEMBER ELECTED DIRECTORS.** The Member-elected directors and any Affiliated Body elected director shall serve a three year term expiring April 30<sup>th</sup> of the third year. In the event of a vacancy in the office of a Member-elected director or an Affiliated Body-elected director, the Member or Affiliated Body shall select a replacement director and inform the Secretary.

**Section 3.5 ELECTION PROCEDURE OF MEMBER-ELECTED DIRECTORS.** The Secretary, on or before January 15<sup>th</sup> of each year, shall request from each Member its selection for a

Member-elected director or directors. The Secretary shall present at the annual meeting of the Members the names of the Member-elected directors for recordation on the rolls of the Corporation. It shall be the responsibility of each Member to keep their allocated Director position or positions filled.

**Section 3.6 SELECTION PROCEDURE OF BOARD-ELECTED DIRECTORS.** The board-elected directors shall consist of:

- (a) Up to three persons deemed necessary for the effective administration of the Corporation; and
- (b) Such additional persons so as to ensure that a minimum of twenty percent (20%) of the Board of Directors shall be Athlete Representatives.

**Section 3.7 ELECTION AND TENURE OF BOARD-ELECTED DIRECTORS.** The Board-elected directors shall be elected annually at the annual meeting of the Board of Directors, for a term of one year, or a fraction of one year, expiring April 30<sup>th</sup> of each year. The Athlete Representative director(s) shall be certified and/or nominated by the same athletes eligible to elect the members of the Athletes Advisory Council.

In the event of a vacancy in the office of the Board-elected director, the Board of Directors shall elect a replacement at the next meeting of the Board of Directors, except that if the vacancy occurs in one of the Athlete Representative positions, then, the vacancy must be filled by an individual certified and/or nominated by the Athletes Advisory Council.

**Section 3.8 MEETINGS.** The annual meeting of the Board of Directors shall be held immediately following the annual meeting of Members. Other meetings may be provided for by resolution of the Board of Directors.

**Section 3.9 NOTICE.** Written notice of any Board of Directors meeting shall state the purpose or purposes and shall be mailed by regular mail, facsimile or electronic mail to each director at the address of such director as it appears on the records of the Corporation at least 15 days prior thereto; provided, that no notice of the first meeting of directors is required to be given to directors newly elected at the annual meeting of Members. Any director may waive notice of any meeting.

**Section 3.10 SPECIAL MEETING.** Special meetings of the Board of Directors shall be held whenever called by the president or by any four (4) directors. Special Meetings of the Executive Committee or any committee designated by the Board of Directors, shall be held whenever called by the president or by any director who is a member of the committee.

**Section 3.11 NOTICE OF SPECIAL MEETING.** Notice of special meeting shall be sent to each director or committee person at the address of such director or committee person as it appears on the records of the Corporation by (a) regular mail, at least three (3) days before the date of which the special meeting is to be held, or (b) by telegraph, overnight delivery service, personal delivery, facsimile or electronic mail not later than one (1) day before the day on which the special meeting is to be held. The notice shall indicate briefly the business to be transacted at or the purpose of the special meeting.

**Section 3.12 MEETINGS BY CONFERENCE TELEPHONE OR SIMILAR COMMUNICATIONS EQUIPMENT.** Members of the Board of Directors or any committee may participate in any special meeting of the Board of Directors or committee by means of conference telephone or similar communications equipment by which persons participating in the special meeting can hear each other at the same time. Such participation shall constitute present in person at meeting.

**Section 3.13 QUORUM.** A majority of voting directors shall constitute a quorum for the transaction of business.

**Section 3.14 ACTION BY UNANIMOUS WRITTEN CONSENT WITHOUT MEETING.** Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board. Such action by written consent shall have the same force and effect as the unanimous vote of the directors. Any certificate or other document filed under any provision of law, which relates to action so taken, shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Bylaws of this Corporation authorize the directors to so act. Such statements shall be prima facie evidence of such authority.

**Section 3.15 EXECUTIVE COMMITTEE.** The president, the vice presidents, secretary, treasurer and immediate past president, and the Affiliated Body Director, shall be members of the Executive Committee. More than half the voting members shall be member-elected directors. The president shall have the authority to appoint as many members of the Board of Directors to the Executive Committee as the president deems necessary to meet this requirement and to enable that body to carry out its functions as efficiently as possible. At least twenty percent (20% rounded up) of the committee members shall be Athlete Representatives.

The attendance of at least 50% (rounded up) voting members shall be required at all meetings of the Executive Committee. The Executive Committee shall have and exercise during the interim between the meetings of the Board of Directors all of the authority of the Board of Directors, except action in respect to election of principal officers or filling vacancies in the Board of Directors.

A meeting of the Executive Committee may be called and held in conformity with the provisions of the By-Laws relating to a meeting of the Board of Directors, and action recorded by any member of the committee in Executive Committee minutes. The votes of a majority of the voting members of the Executive Committee present shall govern with respect to any proposal. The minutes of the meetings of the Executive Committee shall be reported to the Board of Directors. A member of the Executive Committee may not be represented by proxy.

All the acts of the Executive Committee, excepting those acts which were authorized by a prior Board of Directors, must be reviewed and voted upon by the Board of Directors at its next meeting.

## ARTICLE 4. OFFICERS

**Section 4.1 OFFICERS.** The principal officers of this Corporation consist of a president, two or more vice presidents, a secretary and a treasurer. *Each officer shall be a member of the Board of Directors at or prior to the commencement of their term of office on May 1<sup>st</sup> and remain as a member of the Board of Directors throughout their term. Each officer shall be elected by the Board of Directors for a one-year term expiring April 30<sup>th</sup> of the following year.* Commencing May 1, 2004, the president may be elected for a second one-year term. Assistant officers as may be deemed necessary may be elected by the Board of Directors or appointed by the Executive Committee and need not be directors. Vacancies may be filled or new offices created and filled at a meeting of the Board of Directors. One person may hold any two of said offices (except the same person shall not be both president and vice president, or president and secretary), but no such officer shall execute, acknowledge or verify any instruments in more than one capacity of such instrument is required by law or by the Bylaws or by resolution of the Board of Directors to be executed, acknowledged or verified by any two or more officers.

No officer of the Corporation may serve as an officer of any other amateur sports organization that is recognized as a national governing body for that particular sport.

**Section 4.2 ELECTION OF OFFICERS.** The principal officers of the Corporation shall be elected annually by the Board of Directors at the regular annual meeting of the Board. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as it is conveniently possible. Each officer shall hold office until the officer's successor shall have been duly elected.

**Section 4.3 REMOVAL.** Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the Corporation would be served thereby.

**Section 4.4 VACANCIES.** A vacancy in any office for any reason may be filled by the Board of Directors for the unexpired portion of the term.

**Section 4.5 DUTIES OF THE PRESIDENT.** The president shall be the principal executive officer of the Corporation and shall, in general, supervise and control all of the business and affairs of the Corporation. The president shall preside at all meetings of the Members, the Board of Directors, and the Executive Committee. The president may execute any contract, agreement, or instrument necessary for the conduct of the business of the Corporation and in general shall perform all duties incident to the office of the president and such other duties as may be prescribed by the Board of Directors from time to time.

**Section 4.6 DUTIES OF THE VICE PRESIDENT.** There shall be two or more vice presidents who will perform the duties assigned to them from time to time by the president or the Board of Directors.

**Section 4.7 DUTIES OF THE TREASURER.** If required by the Board of Directors, the

treasurer shall have a bond for the faithful discharge of the treasurer's duties in such sum and with such surety or sureties as the Board of Directors shall determine. The treasurer shall have charge and custody of and be responsible for all funds and securities of the Corporation; receive and give receipts for monies due and payable to the Corporation in such banks, trust companies or other depositories as shall be selected by the Executive Committee; and in general perform all duties incident to the office of the treasurer and such other duties as from time to time may be assigned to the treasurer by the president or by the Board of Directors.

**Section 4.8 DUTIES OF THE SECRETARY.** The secretary shall keep the minutes of the meetings of the Members, of the Board of Directors and the Executive Committee in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; be custodian of the Corporation records and of the seal of the Corporation and see that the seal of the Corporation is affixed to all documents, the execution of which on behalf of the Corporation under its seal is duly authorized in accordance with the provisions of these By-Laws; keep a register of the post office address of each Member which shall be furnished to the secretary by such Member; and in general perform all duties incident to the office of the secretary and such other duties as from time to time may be assigned to the secretary by the president or by the Board of Directors.

**Section 4.9 DUTIES OF THE ASSISTANT TREASURER AND ASSISTANT SECRETARIES.** The assistant treasurers and assistant secretaries, in general, shall perform such duties as shall be assigned to them by the treasurer or the secretary or by the president or the Board of Directors. If required by the Board of Directors, the assistant treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the Board shall determine.

## **ARTICLE 5. NOMINATIONS**

**Section 5.1 NOMINATING COMMITTEE.** A Nominating Committee will be established as of the beginning of the annual term of offices. It is the responsibility of the Nominating Committee to propose a slate of Officers as provided in Section 4.1, and a slate of WCF and/or USOC representatives as provided in Section 7.2 and Section 7.3, respectively. Such slates will be provided at least 30 days in advance of the Annual Meeting of the Board of Directors.

(a) The Nominating Committee will consist of five (5) members including the two (2) most recent past presidents of the Corporation, the director meeting the definition of Athlete Representative with the longest period of service on the Board and two (2) other directors and/or USCA committee members elected by the Board to staggered two year terms. Any of these individuals shall be excused from the Nominating Committee if the Nominating Committee believes they might be candidates for any position being considered by the Nominating Committee or are unwilling or unable to serve. In such a case, the individual, if a past president, would be replaced by the next most recent past president, or if an Athlete Representative, would be replaced by the director meeting the definition of Athlete Representative, with the next longest period of service on the Board.

(b) The committee will be chaired by the most senior past president. In the event there

are insufficient past presidents to complete the Nominating Committee, then the necessary members would be selected from the current WCF representatives, beginning with the individual with the longest tenure on the Board.

**Section 5.2 FLOOR NOMINATIONS.** Candidates, in addition to those proposed by the Nominating Committee, may be nominated by any voting director, in advance of the meeting or from the floor. Such nominations shall be made at least 18 hours in advance of the election conducted by the Board of Directors. In the event of a contested election, a written ballot will be provided to all directors in attendance.

## **ARTICLE 6. MEMBERS**

**Section 6.1 MEMBER CLASSIFICATIONS.** Membership in the Corporation shall include the following classifications (subject to the qualification requirements of Section 6.2, below)

- (a) Any organization of Curling Clubs.
- (b) Any organization of Curlers conducting curling programs that are national in scope.

**Section 6.2 MEMBERSHIP REQUIREMENTS.** Each Member shall comply with all of the following requirements:

- (a) If the curling club is domiciled in the state or region which is already represented in the Corporation by an association, then applicant's membership shall be through that association in their state or region. However, if the applicant has been denied membership by the appropriate association, then said applicant may apply to the Corporation for direct membership; and,
- (b) Shall promote and generate a significant amount of curling activity; and,
- (c) Shall use the rules of play adopted by this Corporation, or a variation thereof approved by this Corporation; and,
- (d) Shall support in word and action the policies, goals and programs of this Corporation; and,
- (e) Shall not endanger the tax exempt status of this Corporation under Internal Revenue Code 501(c)(3); and,
- (f) Shall select its Individual Members without regard to race, color, religion, age, sex or national origin; and,
- (g) To be considered a Member in Good Standing, the Member must abide by the By-

Laws and the rules of the Corporation, including the requirements of this section, and must not be in arrears with respect to the payment of dues or any other obligations to the Corporation, as set forth in Section 6.5; and

(h) Shall be located within the territorial limits of the United States of America.

**Section 6.3 APPLICATION PROCEDURE.** The procedure for applying for membership for a state or regional association, or for an organization domiciled in an area that is not represented in the Corporation by a state or regional association, or for an organization refused membership status by the appropriate state or regional association, shall be:

(a) Written application for membership shall be made to the secretary of the Corporation at least 60 days prior to commencement of the Annual Meeting.

(b) The application shall be in writing, in such form as the Corporation may require. Said form shall, at the minimum, contain the following:

(i) Shall be executed by the secretary of the applying organization and shall contain the name of the organization; and,

(ii) Contain the names and addresses of all the Curlers represented by the applicant; and,

(iii) Shall contain a copy of its Articles of Incorporation/Charter and By-Laws; and,

(iv) Shall contain a request for membership and a statement that the applicant will actively participate in the conduct of the affairs of the Corporation and will abide by its rules and regulations; and,

(v) Such other information as the Corporation may require.

**Section 6.4 ELECTION TO MEMBERSHIP.** The election to membership shall be by affirmative vote of a majority of the Members of the Corporation, or their proxies, voting at the annual Members' meeting; or by majority vote of the Executive Committee at a scheduled meeting, subject to confirmation at the Members' annual meeting and subject to the payment of the first year's dues. All Members shall be selected without regard to race, color, religion, age, sex or national origin.

**Section 6.5 DUES.** Each Member of the Corporation shall pay annual dues for each Curler of each Curling Club in an amount to be fixed by the Board of Directors. Annual dues shall be paid to the treasurer on or before January 31<sup>st</sup> of each year. Membership list by Curling Club stating the name and address are to be attached to the dues payment.

Any Member in arrears in its annual dues at the end of the fiscal year in which the obligation was due shall be placed on probation status. Therefore it shall not be entitled to vote at any Members' Meeting, and Directors elected by such member shall not be entitled to vote at any Directors' Meeting until the delinquency has been cured. Any Member still in arrears one year after the end of the fiscal year in which the obligation was due shall have its membership revoked.

**Section 6.6 RESIGNATION.** Any Member may resign by filing a written resignation with the secretary, but such resignation shall not relieve the Member so resigning of the obligation to pay any dues, assessment or other charges theretofore accrued or unpaid.

**Section 6.7 REINSTATEMENT.** Upon written request signed by a former Member, filed with the secretary, provided all dues, assessments, or other charges have been fully paid, the Executive Committee or the Board of Directors may, by the affirmative vote of 3/4 of those voting, reinstate such former Member upon such terms as the reinstating body may deem appropriate.

**Section 6.8 MEETINGS.** The annual meeting of the Corporation shall be held at a time and place to be designated by the Executive Committee for the purpose of the recording of directors elected by the members and transacting such other business as may properly come before the meeting. A special meeting of the membership may be called by the president or by the secretary or by any officer directed to do so by the Board of Directors.

**Section 6.9 MEETING NOTICE.** Notice of the annual or special meetings shall be mailed at least 30 days prior to the meeting to each Member at such address as appears in the secretary's record, stating the time and place of the meeting. The notice of a special meeting of Members shall state the purpose for which the meeting is called. Any annual meeting of the Members may act on any proposal included in the Notice of the meeting, and in addition thereto, any other proposal except a proposal for which special notice is required by statute.

**Section 6.10 MEETINGS-VOTING.** At any meeting of the membership each Member shall be entitled to one vote for each Curler represented by such Member for whom annual dues have been paid to the Corporation as of January 31<sup>st</sup>. The votes per Member shall be certified by the Corporation's treasurer. Except as otherwise provided by statute or by these By-Laws, a majority of the votes represented at the meeting shall be sufficient to adopt or reject any proposal and confirm each director.

**Section 6.11 QUORUM.** A majority of the Members must be present or represented by written proxies to constitute a quorum for the transaction of business.

**Section 6.12 PROXIES.** At all annual or special meetings of the general membership, a Member may vote by its designated representative or by proxy properly executed. The designated representative of a Member shall be the president of the Member or such other representative designated, in writing, by the Member as certified by the secretary of the Member.

## **ARTICLE 7. COMMITTEES AND REPRESENTATIVES**

**Section 7.1 CHAMPIONSHIPS COMMITTEE.** The president shall appoint a director to chair a committee for the national championship playdowns. At least twenty percent (20%) of the committee members shall be Athlete Representatives. The chairperson will be responsible to the Board of Directors for eligibility procedures, rules, publicity and all other items of whatever nature directly related to the successful staging of the curling championships except that the selection of the teams, eligibility rules, the substitution rule and the allocation of team expenses, if changed from the immediate preceding year, must be concurred in by a majority of the Executive Committee acting by mail vote or in meeting.

**Section 7.2 WCF REPRESENTATION.** The Board of Directors shall appoint the number of representatives to which they are entitled under the present Section 5 of the Constitution and Rules of the World Curling Federation. This term shall be for a period of three years or less, depending upon said appointees remaining members in good standing of the USCA. The WCF representatives shall be nonvoting directors with voice but no vote at Board of Directors meeting and, if appointed, have the same status on the Executive Committee and as such shall not count toward the determination of a quorum or majority vote at such meetings.

**Section 7.3 USOC REPRESENTATION.** The Board of Directors shall appoint the number and type of representatives they are entitled to have under the USOC By-Laws. In addition, the Athletes Advisory Council shall elect one or more representatives to the USOC Athletes Advisory Council, in accordance with the provisions of the USOC By-Laws. This term shall be for a period of four (4) years, provided said appointees remain Individual Members in good standing of a Member with a club or organization which is either a Member of this Corporation or a Member of its state or regional association, which is a Member in good standing of this Corporation. It shall be the function of these representatives to attend all meetings and functions required of them by the USOC and to notify the membership of this Corporation as to the activities of the USOC, especially as they pertain to the sport of curling.

**Section 7.4 OTHER COMMITTEES.** Other committees deemed necessary to carry on the work of the Corporation may be constituted by resolution of the Board of Directors or the President may appoint such other ad hoc or special committees.

## **ARTICLE 8. ATHLETE'S RIGHTS**

**Section 8.1 RECOGNITION AS THE GOVERNING BODY.** The Corporation hereby agrees to submit to binding arbitration in any controversy involving its recognition as a national governing body for the sport of curling, as provided for in Article VIII of the Constitution and Bylaws of the USOC, upon demand of the USOC.

**Section 8.2 BILL OF RIGHTS.** Membership in the Corporation provides equal opportunity to athletes, coaches, trainers, managers, administrators, and officials to participate in athletic competition without discrimination on the basis of race, color, religion, age, sex, or national origin. Notice, and an

opportunity for a hearing, shall be given to any athlete, coach, trainer, manager, administrator, or official before declaring such individual ineligible to participate as set forth in Article 13.

**Section 8.3 ANTI-DOPING.** As a member National Governing Body of the United States Olympic Committee (“USOC”) and as a member of the World Curling Federation (“WCF”), the USCA is obligated to adhere to the anti-doping rules of the USOC and WCF. In addition, USOC Bylaw Chapter XXIII, Section 2(G) provides that, as a condition of membership in the USOC, each National Governing Body (“NGB”) shall comply with the procedures pertaining to drug testing and adjudication of related doping offenses of the independent anti-doping organization designed by the USOC to conduct drug testing. The USOC has designated the United States Anti-Doping Agency (“USADA”) as that organization.

It is the responsibility of each athlete member of the USCA to comply with the anti-doping rules of the WCF, USOC and USADA. It is also the responsibility of each athlete member of the USCA to submit, without reservation or condition, to in-competition and out-of-competition doping controls conducted by either the WCF or USADA. (Out-of-competition testing of athletes may take place at USCA elite-level camps, training sessions at USOC facilities, or at other designated events. No advance notice testing of athletes may take place at any time for those athletes designated by USCA and USADA for inclusion in USCA’s no advance testing pool.)

Pursuant to USOC Bylaws Chapter XXIII, Section 2(G), the management of positive and elevated test results (post October 2, 2000) for NGB athletes has become the responsibility of USADA. Any inconsistent provisions elsewhere in USCA rules are hereby superceded. USCA will, without further process, enforce and publish any sanction communicated to USCA by USADA resulting from adjudication of doping control under the USADA Protocol.

## **ARTICLE 9. CORPORATE RECORDS AND EMPLOYEES**

**Section 9.1 BOOKS AND RECORDS.** The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors.

**Section 9.2 DIVIDENDS.** No dividend shall be paid and no part of the income of the Corporation shall be distributed to its Members, directors or officers. The Corporation may, however, pay compensation in a reasonable amount to Members, directors and officers for services rendered and may confer benefits upon Members in conformity with its purposes.

**Section 9.3 DISTRIBUTION OF ASSETS ON DISSOLUTION.** On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of the corporation, shall be distributed to any and all Members exempt under Section 501(c)(3) of the Internal Revenue Code. The assets remaining will be distributed proportionately to that Member’s total number of registered dues paying Curlers as compared to the total of registered dues paying Curlers of all other Member’s organized under Section 501(c)(3) of the

Internal Revenue Code.

**Section 9.4 CHIEF OPERATING OFFICER.** When the Board of Directors shall determine that the affairs of the Corporation require the services of a Chief Operating Officer, they shall appoint a person to fill such position, or contract for such services. The Chief Operating Officer cannot be a director of the Corporation and shall have no vote. The annual compensation shall be fixed annually by the Board of Directors. If required by the Board of Directors, the treasurer shall secure a fidelity bond for this position in an amount sufficient to protect the Corporation.

A job description will be prepared for approval of the Board of Directors and the Chief Operating Officer shall perform such other duties as may be assigned by the president or treasurer as authorized by the Board of Directors.

## **ARTICLE 10. FISCAL YEAR**

**Section 10.1 FISCAL YEAR.** The fiscal year of the Corporation shall begin on July 1 and end on June 30 of each year.

## **ARTICLE 11. INDEMNIFICATION**

**Section 11.1 INDEMNIFICATION.** This Corporation shall defend, indemnify and hold harmless each of its directors and officers from and against all claims, charges and expenses which he or she incurs as a result of any action or lawsuit filed in state or federal Court or Administrative agency brought against such director or officer arising out of the latter's performance of his or her duties of the Corporation, unless such claims and expenses were caused by fraud or willful misconduct on the part of said officer and director.

## **ARTICLE 12. ADMINISTRATIVE GRIEVANCES**

**Section 12.1 ADMINISTRATIVE REVIEW PANEL.** The Administrative Review Panel shall consist of Three (3) Directors selected by the president (with such substitutions by the president as necessary in the event of conflict of interest), one (1) of which shall be an Athlete Representative nominated to the president by the Athletes' Advisory Council.

**Section 12.2 GRIEVANCE REVIEW PANEL.** The Grievance Review Panel shall consist of three (3) Directors currently serving on the Executive Committee selected by the president (with such substitutions by the president as necessary in the event of a conflict of interest), one of whom shall be an Athlete Representative nominated to the president by the Athletes' Advisory Council.

### **Section 12.3 ADMINISTRATIVE GRIEVANCE.**

(a) Any individual Member or Member of the USCA who feels that he or she has been wronged in the administration or interpretation of the USCA Rules, Regulations or By-Laws or by an action of the USCA Board of Directors, the Executive Committee, a Committee, an Officer, or a professional staff member, except with respect to matters set forth in Section 13.2 (Right To Compete Complaint), or in the Bylaws of the USOC, shall have the right to challenge such administration or interpretation (“Administrative Grievance”), but only in accordance with the following procedures:

(i) The party bringing the Administrative Grievance shall submit a written complaint to the Chief Operating Officer, as soon as reasonably practicable, but not later than six (6) months after the date of the act or incident giving rise to the Administrative Grievance, stating clearly (a) the name and address of the complainant, (b) the names and relevant contact information for the persons involved in the controversy, (c) all of the facts relating to the claim, and (d) the relief sought, and shall provide copies of all documents supporting the claim. Such claim shall be filed with the Chief Operating Officer by overnight courier, or by certified mail.

(ii) The Chief Operating Officer shall submit the complaint to the Administrative Review Panel within five (5) business days after receipt of the complaint. The decision of the Administrative Review Panel shall be rendered in writing to the complainant within thirty (30) days of receipt of the complaint.

(b) The aggrieved party under this Section 12.3 shall have the right to appeal the decision of the Administrative Review Panel and request a hearing before the Grievance Review Panel within fifteen (15) days after the decision of the Administrative Review Panel by submitting to the Chief Operating Officer a written request for an appeal and hearing before the Grievance Review Panel. The hearing shall be conducted in accordance with Section 12.4.

(c) The decision of the Grievance Review Panel shall be rendered in writing to the complainant no more than thirty (30) days from the date of the hearing. The decision of the Grievance Review Panel is final as to any Administrative Grievance.

### **Section 12.4 HEARING; DUE PROCESS.**

(a) Date of Hearing. Any hearing held in connection with an Administrative Grievance shall be held within sixty (60) days after the date of submission to the Chief Operating Officer of the request for appeal and hearing. The party filing the request for appeal, shall be notified by the Grievance Review Panel of the time and place of the hearing. In the event of an emergency situation, the time period for the hearing may be shortened by the Grievance Review Panel in order to expedite a hearing as much as practical to resolve a matter relating to a deadline involved in the dispute or a scheduled competition.

(b) Hearing Procedures. At any hearing conducted pursuant to an Administrative Grievance, all parties shall be given a reasonable opportunity to present oral or written evidence,

personally and/or through an attorney, to cross-examine witnesses and to present such factual or legal claims as desired. The party requesting the hearing shall have the right to have a record made of the hearing, if desired, at such party's cost. Hearings shall be open to the public. The rules of evidence shall not be strictly enforced; instead, rules of evidence generally accepted in administrative proceedings shall be applicable. In the event of an emergency situation, the time period for the hearing may be shortened by the Grievance Review Panel in order to expedite a hearing as practical to resolve a matter relating to a deadline involved in the dispute or a scheduled competition.

### **ARTICLE 13. RIGHT TO COMPETE COMPLAINT**

**Section 13.1 BOARD OF REVIEW.** The Board of Review shall consist of the chairperson of the Elite Programs; three (3) persons appointed by the president (with such substitutions by the president as necessary in the event of a conflict of interest), at least two (2) of whom shall be Directors currently serving on the Executive Committee; and one (1) person appointed by the AAC, provided that this person shall be an Athlete Representative.

#### **Section 13.2 RIGHT TO COMPETE COMPLAINT.**

(a) Any individual who is an athlete involved in the sport of curling, or any coach, trainer, manager, administrator, or official active in the sport of curling, who believes that he or she has been denied the right to participate in the Olympic Games, the Pan American Games or a World Championship competition, or other such protected competition as defined in Article I, Section 2(H) of the Bylaws of the USOC as a result of the administration or interpretation of specific USCA Rules, Regulations or By-Laws, (except an Administrative Grievance set forth in Section 12.3), has the right to challenge such denial ("Right to Compete Complaint"), in accordance with the following provisions:

(i) The party bringing the Right to Compete Complaint shall submit a written complaint to the Chief Operating Officer as soon as reasonably practicable, but not later than six (6) months after the date of the act or incident giving rise to the Right to Compete Complaint stating clearly (a) the name and address of the complainant, (b) the names and relevant contact information for persons involved in the controversy or who would be adversely affected by the challenge, (c) all of the facts relating to the claim, and (d) the relief sought and shall provide copies of all documents supporting the claim. Such claim shall be filed with the Chief Operating Officer by overnight courier or by certified mail.

(ii) The Chief Operating Officer shall submit the complaint to the Board of Review within five (5) business days after receipt of the complaint. The hearing shall be conducted in accordance with Section 13.4. The decision of the Board of Review shall be rendered, in writing, to the complainant no more than thirty (30) days from the date of the hearing.

(b) The party bringing the Right to Compete Complaint under this Section 13.2 shall have the right to appeal the decision of the Board of Review through the procedures set forth in Section 1.3P of the Bylaws of the USOC.

**Section 13.3 FIELD OF PLAY DECISIONS.** Notwithstanding any other provision of this Article, the final decision of a referee during a competition regarding a field of play decision (a matter set forth in the rules of competition to be within the discretion of the referee) shall not be reviewable through the procedures for or the subject of, Administrative Grievances or Right to Compete Complaints unless the decision is (i) outside the authority of the referee to make or (ii) the product of fraud, corruption, partiality or other misconduct of the referee. For purposes of this Section, the term “referee” shall include any individual with discretion to make field of play decisions.

**Section 13.4 HEARING; DUE PROCESS.**

(a) Date of Hearing. Any hearing held in connection with a Right to Compete Complaint shall be held within sixty (60) days after the date of filing of the complaint with the Chief Operating Officer. The party filing the complaint, shall be notified by the Board of Review of the time and place of the hearing. In the event of an emergency situation, the time period for the hearing may be shortened by the Board of Review in order to expedite a hearing as much as practical to resolve a matter relating to a deadline involved in the dispute or a scheduled competition.

(b) Hearing Procedures. At any hearing conducted pursuant to a Right to Compete Complaint, all parties shall be given a reasonable opportunity to present oral or written evidence, personally and/or through an attorney, to cross-examine witnesses and to present such factual or legal claims as desired. The party requesting the hearing shall have the right to have a record made of the hearing, if desired, at such party’s cost. Hearings shall be open to the public. The rules of evidence shall not be strictly enforced; instead, rules of evidence generally accepted in administrative proceedings shall be applicable. In the event of an emergency situation, the time period for the hearing may be shortened by the Board of Review in order to expedite a hearing as practical to resolve a matter relating to a deadline involved in the dispute or a scheduled competition.

**Section 13.5 DETERMINATION OF INELIGIBILITY.** In the event that the USCA determines that an individual who is an athlete involved in the sport of curling, or any coach, trainer, manager, administrator, or official active in the sport of curling, or any Individual Member of a Member of the USCA is ineligible to participate in amateur athletic competition sanctioned by the USCA as a consequence of such individual’s noncompliance with eligibility requirements, violation of the code of conduct applicable to such individual or as a disciplinary sanction, such individual shall be notified, in writing, of the decision of the appropriate Committee of the USCA and shall be entitled, at the individual’s written request to the Chief Operating Officer, to a hearing with respect to the determination of ineligibility, as set forth in this Section 13.5.

(a) The hearing shall be conducted by the Board of Review.

(b) The hearing shall be conducted in accordance with the following provisions:

(i) the individual shall be given written notice of specific charges or alleged violations in writing and possible consequences if the charges are found to be true;

(ii) the individual shall have the right to have the hearing conducted at a time and

place so as to make it practicable for the person to attend;

(iii) the individual shall be given notice of the identity of adverse witnesses provided in advance of hearing;

(iv) the individual shall have the right to be assisted in the presentation of his/her case at the hearing, including the assistance of legal counsel, if desired;

(v) the individual and the USCA shall have the right to call witnesses and present oral and written evidence and argument;

(vi) the individual and the USCA shall have the right to confront and cross-examine adverse witnesses;

(vii) the individual or the USCA shall have the right to have a record made of the hearing if desired;

(viii) the burden of proof shall be on the proponent of the charge, which burden shall be at least a “preponderance of the evidence”; and

(ix) the individual shall be entitled to a written decision, with reasons for the decision, based solely on the evidence of record, issued in a timely fashion.

(c) The decision of the Board of Review shall be rendered, in writing, to the individual no more than thirty (30) days from the date of the hearing. The decision of the Board of Review shall be final; provided, however, that any such individual who is denied the right to participate in the Olympic Games, the Pan American Games or a World Championship competition or other such protected competitions as defined in Section 1.3P of the Bylaws of the USOC as a consequence of the Board of Review’s determination of ineligibility shall be entitled to appeal the decision of the Board of Review through the procedures set forth in Section 1.3P, of the By-Laws of the USOC.

#### **ARTICLE 14. AMENDMENTS**

**Section 14.1 AMENDMENTS TO BY-LAWS.** These by-laws may be repealed or amended in whole or in part by a 2/3 vote of the Board of Directors or by a majority vote of the Members, provided that in the event of a conflict, the vote of the Members shall control. However, no such changes in the By-Laws shall be adopted unless the directors or Members shall have been notified in writing of the subject of the proposed change by regular mail, facsimile or electronic mail sent at least 30 days prior to the date of the meeting; or unless each of such director or Member, as the case may be, not so notified shall execute a waiver of such notice.

**Section 14.2 AMENDMENTS TO ARTICLES OF INCORPORATION.** The Articles of Incorporation may be amended in whole or in part by a 2/3 vote of the Members. However, no such changes in the Articles shall be adopted unless the Members shall have been notified in writing of the subject of the proposed change by regular mail, facsimile or electronic mail sent at least 30 days prior to

the date of the meeting; or unless each such Member not so notified shall execute a waiver of such notice.

**EXHIBIT A**  
**“Athlete Representative”**

Article XVII, Section 17.7 (A)-(F) of the USOC Bylaws, as of June 23, 2006

Section 17.7

- A. Athlete representatives shall equal at least 20% of all NGB boards of directors, executive boards, and other governing boards, as well as those committees that are “Designated Committees” within the meaning of these Bylaws. For purposes of these Bylaws, the phrase “Designated Committees” means nominating and budget committees, panels empowered to resolve grievances and committees which prepare, approve or implement programs in the following areas:
1. expenditures of funds allocated to NGBs by the corporation; and
  2. selection of international, Olympic and Pan American Games Team members including athletes, coaches, administrators and sports staff.

If approved by the corporation, NGBs may use proportional or weighted voting to achieve the necessary level of athlete representation in extraordinarily large legislative bodies such as “Houses of Delegates” or “Boards of Governors.”

- B. Athlete representatives on those NGB boards or committees described in Section 17.7 of these Bylaws above shall meet the following standards:
1. At least one-half of the individuals serving as athlete representatives shall have competed in the NGB’s events or disciplines that are on the sport’s program in the Olympic or Pan American Games.
  2. Up to one-half of the individuals serving as athlete representatives may have competed in (i) an event or discipline not on the program of the Olympic or Pan American Games, provided that such event or discipline is recognized by the IF of the NGB or is regularly included in the international competition program of the IF, or (ii) the Paralympic Games, or an IPC-recognized World Championship in events on the Paralympic Games program.
  3. At the time of election, all NGB athlete representatives shall have demonstrated their qualifications as athletes by having:
    - a. Within the ten (10) years preceding election, represented the United States in the Olympic or Pan American Games, or an Operation Gold event, or a World Championship recognized by the NGB’s IF for which a competitive selection process was administered by the NGB, or, in a team sport, an international championship recognized by the IF of the NGB; or

- b. Within the twenty-four (24) months before election, demonstrated that they are actively engaged in amateur athletic competition by finishing in the top half of the NGB's national championships or team selection competition for the events outlined in subparagraphs (1) or (2) or in a team sport, have been a member of the NGB's national team; or
  - c. For the purposes of the standards outlined in Section 17.7.B.2.ii only, within the ten (10) years preceding election, represented the United States in the Paralympic Games, or an IPC-recognized World Championship in events on the Paralympic Games program.
  - d. Athlete representatives may not be drawn from events that categorize entrants in age-restricted classifications commonly known as "Juniors," "Masters," "Seniors," "Veterans" or other similarly designated age-restricted competition. This provision is not meant to exclude from eligibility athletes who compete in an event for which the IOC or an IF has established an age restriction but whom otherwise meet the standard set forth in Section 17.7.B.
- C. Athlete representatives shall also equal at least 20% of those NGB committees which are not Designated Committees, except that qualification as an "athlete representative" shall be determined as follows:
- 1. At least one-half of the individuals serving as athlete representatives shall have competed in the NGB's events or disciplines that are on the sport's program in the Olympic or Pan American Games.
  - 2. Up to one-half of the individuals serving as athlete representatives may have competed in (i) an event or discipline not on the program of the Olympic or Pan American Games, provided that such event or discipline is recognized by the IF of the NGB or is regularly included in the international competition program of the IF, or (ii) the Paralympic Games, or an IPC-recognized World Championship in events on the Paralympic Games program.
  - 3. At the time of selection, all NGB athlete representatives under Section 17.7.C shall have demonstrated their qualifications as athletes by having:
    - a. Within the ten (10) years preceding selection, represented the United States in the Olympic or Pan American Games, or an Operation Gold event, or a World Championship recognized by the NGB's IF for which a competitive selection process was administered by the NGB, or, in a team sport, an international championship recognized by the IF of the NGB; or the Paralympic Games, or an IPC-recognized World Championship in events on the Paralympic Games program; or
    - b. Within the twenty-four (24) months before selection, demonstrated that they are actively engaged in amateur athletic competition; or

- c. For the purposes of the standards outlined in Section 17.7.C.2.ii only, within the ten (10) years preceding selection, represented the United States in the Paralympic Games, or an IPC-recognized World Championship in events on the Paralympic Games program.
- 4. Athlete representatives may not be drawn from events that categorize entrants in age-restricted classifications commonly known as “Masters,” “Seniors,” “Veterans” or other similarly designated age-restricted competition. This provision is not meant to exclude from eligibility athletes who compete in an event for which the IOC or IF has established an age restriction but whom otherwise meet the standard set forth in Sections 17.7.B. or 17.7.C of these Bylaws.
- D. An NGB may set standards for its athlete representatives that are higher than those in Sections 17.7.B and 17.7.C provided that such standards are not in conflict with the Act or these Bylaws.
- E. Athlete representatives to an NGB’s board of directors, executive committee, and other such governing boards as defined in Section 17.7.A shall be directly elected by athletes who meet the standards set forth in Section 17.7.B. Athlete Representatives to all other NGB committees and task forces shall be selected by the NGB with the approval of the athletes, or a representative group of athletes, who meet the standards set forth in Section 17.7.C.
- F. Any NGB may submit an Application for Review (“Application”) to the CEO. The Application shall set forth: (1) the reasons why the NGB believes it cannot meet the requirements of Section 17.7; and (2) the NGB’s proposed alternative plan for compliance with Section 17.7, which should expand on the standards set forth in Sections 17.7.B and 17.7.C only to the extent necessary to achieve the required 20% athlete representation. If the Application is not approved by the CEO, the provisions of this Section 17.7 shall apply. An NGB may appeal the decision of the CEO on the Application to a five-person panel composed of two individuals appointed by the AAC Chair, two appointed by the NGB Council Chair, and one person appointed by the USOC Chair