

BY-LAWS OF THE HUDSON-BERKSHIRE DIVISION OF THE UNITED STATES FENCING ASSOCIATION INC.

ARTICLE I NAME AND AFFILIATION

Revised August 7, 2014

The name of the division shall be the Hudson-Berkshire Division of the United States Fencing Association Incorporated, hereinafter referred to as "DIVISION" and "USA Fencing," respectively. The DIVISION is a duly chartered subordinate, constituent body of the USFA, exercising powers given by, performing duties directed under, and subject to the Articles of Incorporation, By-Laws, and policies of the USFA, with jurisdiction over the following geographic area: the counties of Albany, Chenango, Clinton, Columbia, Delaware, Dutchess, Essex, Franklin, Fulton, Greene, Hamilton, Herkimer, Jefferson, Lewis, Madison, Montgomery, Oneida, Orange, Otsego, Putnam, Rensselaer, St. Lawrence, Saratoga, Schenectady, Schoharie, Sullivan, Ulster, Warren and Washington in the State of New York; the county of Berkshire in the Commonwealth of Massachusetts; and the county of Bennington in the State of Vermont.

ARTICLE II OBJECTIVES

The purposes and objectives of the Hudson-Berkshire Division are:

- To promote, develop and encourage the sport of fencing,
- To provide local competitions and tournaments,
- To promote participation in State, Sectional and National competitions sponsored by the USA Fencing, and
- To aid and assist the USA Fencing in all its objectives and purposes.

ARTICLE III MEMBERSHIP

Section 1 - Eligibility: Any person residing within the boundaries of the DIVISION, or belonging to a fencing club or representing a school located within the DIVISION, and who is not a member of another division of the USA Fencing and who meets the requirements for membership in the USA Fencing, shall be eligible for membership in the DIVISION.

Section 2 - Classes of membership: Classes of membership and requirements for membership in each class shall be the same as that designated from time to time by the USA Fencing.

Section 3 - Admission to membership: Applicants for membership who qualify under section 1 of this Article shall be admitted to membership upon payment of the required dues.

Section 4 - Transfers: Membership may be transferred into the DIVISION provided that the transferee has a current valid membership in, and receives the approval of, the USA Fencing.

Section 5 - Voting: Any member in good standing who is entitled to vote in elections of the USA Fencing is entitled to vote in elections conducted by the DIVISION.

Section 6 - Discipline, suspension & expulsion of members: Competitive penalties of expulsion or exclusion shall be handled by the Executive Committee of the DIVISION. All other matters of discipline will be referred to the Board of Directors of the USA Fencing for appropriate action.

ARTICLE IV FEES, DUES AND ARREARS

Section 1 - Annual dues shall be determined by the USA Fencing. The DIVISION may, upon approval of the membership, charge an additional fee for participation in Divisional activities.

Section 2 - Dues shall be payable on August 1st of each year, and no member who has failed to pay his or her dues shall be eligible to compete in any competition sponsored by the DIVISION, and shall have no vote in DIVISION affairs until his or her dues have been paid.

ARTICLE V ELECTED OFFICERS AND DUTIES

The elected officers of the DIVISION shall consist of a Chair, a Vice-Chair, a Secretary and a Treasurer. All officers shall take office the first day of August next following their election, and hold office until the following July 31st, or until their successors are elected and have qualified. Any voting member of the DIVISION shall be eligible to hold elective office in the DIVISION provided that the person is a current member in good standing. The duties of the officers shall be as follows:

Section 1 - Chair: The Chair shall preside at all meetings of the DIVISION and its Executive Committee, and perform such other duties as usually pertain to that office and are not inconsistent with these By-Laws. The Chair has the responsibility for ensuring that all reports required by the USA Fencing are filed in a timely manner. The preparation of these reports may be delegated to the Secretary and Treasurer of the DIVISION. The Chair may, from time to time, assign officers and other members of the Executive Committee to chair standing or ad hoc committees. The Chair shall be an ex-officio member of all committees.

Section 2 - Vice-Chair: The Vice-Chair shall, should the Chair be unable to perform his or her duties, perform the duties of the Chair. Otherwise, the Vice-Chair shall perform such duties as the Chair may assign.

Section 3 - Secretary: The Secretary shall conduct all official correspondence; keep the minutes of all meetings of the DIVISION and its Executive Committee; issue timely notices to members of all meetings of the DIVISION; prepare and submit, when due, all reports concerning membership as required by the USA Fencing; and perform such other duties as may be assigned by the Chair of the DIVISION, the Executive Committee, or other proper authority.

Section 4 - Treasurer:

A. Duties: The Treasurer shall keep the accounts of the DIVISION; receive all monies, fees, and dues; pay all bills approved by the Executive Committee; and preserve all vouchers for such disbursements.

B. Budget: The Treasurer shall at the annual meeting of the DIVISION, submit a report of the financial transaction of the preceding year. The Treasurer, in consultation with the Executive Committee, shall present a budget for the following fiscal year (August 1st to July 31st) at the annual meeting of the DIVISION. Changes made to the budget shall be presented at the next general meeting of the DIVISION.

C. Disbursements: The Treasurer shall keep all funds of the DIVISION in such account or accounts as the Executive Committee may prescribe. All disbursements shall be made from the Divisional accounts. Such disbursements shall be supported by receipts stating the nature of the transaction and the payee. Nominal disbursements

may be made from a petty cash fund under such regulation and control as may be established by the Executive Committee. No amounts over \$50.00 will be disbursed without Executive Committee approval. No amount over \$1,000 not part of the current fiscal year's budget approved at the annual meeting will be disbursed without approval of the DIVISION's membership, the majority of those voting deciding. Such vote may be taken by either regular or electronic mail, or at a special membership meeting.

D. The Treasurer will provide, upon written request of at least ten (10) voting members of the DIVISION, current financial records within one month of such request.

E. The Treasurer shall perform such other duties as may be assigned by the Chair of the DIVISION or other proper authority.

Section 5 - Combining of Offices: The offices of Secretary and Treasurer may be combined for any year upon majority vote of the members of the DIVISION voting, in person or by proxy, at the annual meeting. In the event of such a vote, the candidates for the office of Secretary and the office of Treasurer, nominated pursuant to Article VIII of these By-Laws, shall all be deemed candidates for the combined office.

Section 6 - Removal for Cause: There are two (2) methods of removing officers for cause: Impeachment and Recall.

A. Impeachment: The accused officer must be given at least fifteen (15) days notice of the charges being brought against the officer before a vote can be held. Additionally, all clubs that are not already represented on the Executive Committee must be notified at least fifteen (15) days before the meeting so that they can appoint a representative. At the meeting, the accused officer will be allowed to make a statement to answer the charges. A vote, excluding the accused, will then be taken and the officer will be considered impeached only if the vote is unanimous. Executive Committee members unable to attend the meeting may submit their vote by mail following the procedure outlined in Article VIII, §2. Proxy voting is not allowed for this vote.

B. Recall: To initiate a recall, a petition containing the names, USA Fencing membership numbers, and signatures of 25% of the voting members of the DIVISION, must be submitted to the Executive Committee. Upon receipt of the petition, the Executive Committee must inform the accused of the charges against the officer and allow the accused at least seven (7) days to submit a written response. The Executive Committee must then set a date for the recall vote and provide the voting membership with at least fifteen (15) days notice of the date. The announcement of the vote must include the accused's response to the allegations and a ballot to be used for absentee voting as outlined in Article VIII, §2. Proxy voting is not allowed for this vote. The officer will be recalled if the vote passes by a 2/3 majority of those voting.

Section 7 - Vacancies: Any vacancy, whether arising from resignation, death, removal, or otherwise, shall be filled, for all offices except Chair, by interim appointment by the Executive Committee for the balance of the term. If the vacancy is for the office of Chair, the Vice-Chair will assume the office and shall be considered the sitting rather than

interim Chair. In this situation, the Executive Committee shall appoint an interim Vice-Chair. In filling vacancies, the Board may appoint any member eligible to hold office.

Section 8 - Multiple Officers from the Same Club: No club may have more than two (2) Sitting officers. If a third officer from the same club is either elected or appointed then one of the officers from that club must resign. If none will do so, the last officer elected or appointed will be removed from office. A member is considered to belong to any club listed in USA Fencing records for that member. Unattached members are considered to belong to no USA Fencing club.

ARTICLE VI MANAGEMENT BY THE EXECUTIVE COMMITTEE

Section 1 - Composition: The management of the DIVISION shall be vested in an Executive Committee. The Executive Committee shall be responsible for the establishment of Divisional goals, training and competition schedules, and the orderly conduct of the business of the DIVISION. The Executive Committee shall consist of the elected officers of the DIVISION, the outgoing Chair of the DIVISION (for a period of one year after the Chair leaves office), any member or members of the DIVISION appointed or elected to the Committee as member(s)-at-large, and one member each from any or all USA Fencing clubs of the DIVISION not already represented on the Executive Committee.

The USA Fencing clubs may appoint their club representatives at anytime by notifying the officers of the DIVISION. This notification must take place at least seven (7) days before the first Executive Committee meeting at which the representative will sit. Once a USA Fencing club receives a seat on the Executive Committee through an officer or elected member-at-large, their appointed representative will lose his or her seat.

Section 2 - Quorum: A quorum shall consist of one-third (1/3) of the members of the Executive Committee, or three (3) members, whichever number is larger.

Section 3 - Meetings: Meetings of the Executive Committee shall be held at such time and place as shall be designated by the Chair, and shall be called upon the written request of three (3) or more members of the Committee. All members must receive at least forty-eight (48) hours prior notice of all meetings. If all members of the Committee have access to the internet, certain specific questions or proposals may be voted on electronically. All balloting must be copied to every member of the Committee, and the Secretary must keep a printed copy of the vote for the DIVISION records.

ARTICLE VII COMMITTEES

There shall be eight (8) standing committees of the DIVISION whose Chair shall be appointed by the Chair of the DIVISION and approved by the Executive Committee. The appointed and approved committee chairs will serve in their positions until either they resign or until the end of the current term of the Chair of the DIVISION, whichever comes first. Unless the committee chair is otherwise an elected or appointed member of the Executive Committee, the committee chair serves only as an advisor to the Executive Committee and will not have voting privileges on the Executive Committee.

Section 1 - Bout Committee: The Chair of the Bout Committee shall have charge of and conduct all competitions in the DIVISION. The person shall appoint two (2) or more other members of the DIVISION for each competition who with that person shall constitute the Bout Committee for such competition. The person shall decide all disputes arising during the course of a competition. An appeal may be taken from any decision of the Chair to the Bout Committee as a whole in which event the decision of a majority of the members of the Bout Committee shall control.

In the event the Chair of the Bout Committee is unable to be present at a competition, the senior member of the Executive Committee present will serve as Chair. In the event that no members of the Executive Committee are present at a competition, a senior member of the DIVISION from the host for the competition will serve as Chair for the duration of the event. "Senior" shall in this instance mean senior in fencing experience, knowledge, and respect.

In the event the dispute should involve any member of the Bout Committee, that member will temporarily relinquish his seat on the Committee to a replacement named by the Chair, such replacement to serve until the dispute is settled.

Section 2 - Publicity and Membership Committee: The Chair of the Publicity and Membership Committee shall have charge of all publicity and public relations relating to the DIVISION and shall also be charged with the conducting of continuing efforts to promote membership in the DIVISION.

Section 3 - Arrangements Committee: The Chair of the Arrangements Committee shall have charge of all administrative duties involved in the conduct of any competition, other than the duties of the Chair of the Bout Committee. The Arrangements Committee shall be in addition to and shall supplement the activities of the Executive Committee in its capacity as organizing committee for all competitions.

Section 4 - Historical Committee: The Chair of the Historical Committee shall compile a record of the results of all individual competitions conducted by the DIVISION, and team competitions participated in by the DIVISION and results of outstanding individual performances by members of the DIVISION in all other competitions. The Chair shall also maintain a record of the fencing and officiating classification of all members of the

DIVISION.

Section 5 - Academy of Arms: The Chair of the Academy of Arms shall be responsible for the coordination of training activities aimed at developing additional competent coaches, instructors, and directors. The Committee will enlist coaches and rated directors to this end to provide competent instruction.

Section 6 - Equipment Committee: The Chair of the Equipment Committee shall be responsible for all division owned equipment.

The Division NO LONGER OWNES EQUIPMENT, Their for there is no longer an equipment committee.

Section 7 - Website Committee: The Chair of the Website Committee shall be responsible for the upkeep of the DIVISION's website. The Committee shall ensure that the website contains up to date and correct information about tournaments and other happenings in the DIVISION that are of interest to the DIVISION's members.

Section 8 - Grants Committee: The Chair of the Grants Committee will be responsible for overseeing money grants in three (3) areas: equipment for loan to new groups or clubs, grass roots development, and elite fencer support. Final allocation approval will be by the Executive Committee with the budget being determined at annual meeting of the DIVISION. The Committee will include the Treasurer of the DIVISION.

Section 9 - Special Committees: The Division Chair shall appoint special committees during the term that the Chair or the Executive Committee deem needful. The Executive Committee, at the next meeting after the special committee's formation, must approve the existence of these committees or they shall be disbanded. Committees shall be dissolved upon the completion of assigned tasks.

Section10 - Super Amalgamation of Committees: The Division Chair or the Executive Committee may elect to combine committees and their function when this may be necessitated by circumstances so as to better utilize personnel.

ARTICLE VIII MEETINGS OF THE MEMBERS

Section 1 - Annual Meeting: An annual meeting of the members of the DIVISION shall be held each year prior to the month of August, at a date, time and place designated by the Chair, and approved by the Executive Committee.

Section 2 - Scheduling Meeting: A meeting of the members of the DIVISION for the purpose of laying out the season's competition schedule shall be held each year prior to the end of the first week of September if possible at a date, time and place designated by the Chair, and approved by the Executive Committee. Though called by the Chair, the Secretary shall run the meeting. Additional scheduling meetings may be held at the

discretion of the Executive Committee.

Section 3 - Special Meetings: Special meetings may be called at any time and place by the Chair, and shall be called by the Chair upon the written request of not less than seven (7) voting members of the DIVISION.

Section 4 - Notice: Written notice of the date, time and place of the annual meeting shall be given to all members not less than fifteen (15) days in advance of such meeting. The notice shall contain a statement of the offices to be filled at such meeting, a statement as to any proposed amendments to the By-Laws to be voted upon at such Meeting, and a statement of any other matters requiring a vote of the membership at such meeting. All members shall be given at least seven (7) days prior written notice of all special meetings, which notice shall set forth the business to be transacted at the meeting. The Executive Committee and all clubs within the DIVISION shall be given at least seven (7) days prior written notice of all scheduling meetings.

Section 5 - Quorum: A quorum shall consist of not less than seven (7) members of the DIVISION present in person, and a majority vote of those present shall control, except as herein otherwise provided.

Section 6 - Proxies: Except where otherwise proscribed in these by-laws, voting by proxy shall be allowed at all meetings of the DIVISION. All proxies are valid for no more than thirty (30) days after they are given. All proxies shall be in writing and shall be filed with the Secretary of the DIVISION not less than seventy-two (72) hours prior to the meeting. The Executive Committee may prescribe a form for proxies.

ARTICLE IX ELECTIONS

Section 1 - Nominations: Candidates for all voting positions on the Executive Committee (including officers) shall be nominated from the floor at the annual meeting.

Section 2 - Voting procedure: If not more than one nomination is made for a position, the Secretary of the DIVISION shall cast a unanimous ballot for that candidate. If two or more candidates are nominated for a position, a vote will be taken by written ballot, in person or by proxy, and the candidate receiving a majority of the votes will be elected. If no candidate receives a majority, then a run-off election (again by written ballot) between the two candidates with the highest vote totals will be immediately conducted. If neither candidate can still achieve a majority, or the results of the run-off election should end in a tie, a lot shall be cast and the winner elected.

Section 3 - Proxy Voting: Members eligible to vote and in good standing may give their proxy to any other member of the DIVISION who is eligible to vote and

in good standing. All proxies shall be in writing and must be submitted for verification to the Secretary at least seventy-two (72) hours in advance of the meeting. The person designated in the proxy must be in attendance at the meeting to exercise the pro

ARTICLE X ADMINISTRATION OF DIVISION COMPETITIONS

Section 1 - Competition Schedule: The DIVISION Executive Committee shall prepare the fencing schedule and shall determine, in accordance with the rules and policies of the USA Fencing, the conditions and restrictions governing the qualifications for, entry into, and conduct of all competitions under its jurisdiction. For competitions conducted by the DIVISION, all monies received go to the DIVISION and all expenses are paid by the DIVISION. Any venue fees charged to THE DIVISION must be identified and itemized prior to the event and can only include real and verifiable costs needed for the venue to be open.

The schedule of events shall be determined at the scheduling meeting (ARTICLE VII, §2). The distribution of events by location and by date and time shall be such that no area in the DIVISION (ARTICLE I) is consistently advantaged or disadvantaged.

The DIVISION may schedule special events, which may or may not, have unique entry requirements, as may be appropriate.

Section 2 - Registration for Competitions: To better manage competitions, the DIVISION may require fencers to preregister for competitions. The procedure and deadline shall be prescribed by the Executive Committee, and shall be published with the schedule for the season. Competitors who fail to preregister (when required) shall be required to pay an additional fee prescribed by the Executive Committee for each event they enter.

An event with preregistration may be canceled, at the discretion of the DIVISION, if fewer than six (6) fencers enter that event. Fencers preregistered in that event shall be notified in a timely manner.

Section 3 - Requirements for Entry in Competitions: Competitors must have current membership in the USA Fencing to enter DIVISION competitions, unless specifically stated otherwise in the schedule. Where used for eligibility purposes, age will be determined in accordance current USA Fencing policy.

The Division shall conduct generally four (4) types of events:

Open Events - Any member of the USA Fencing, regardless of age and division affiliation with the following specific age restrictions:

Fencers under 8 not allowed

Fencers from age 8 to 14 will be allowed only with a note of permission signed by both the fencer's coach and one of the fencer's parents / legal guardians.

Age Category Events- Any member of the USFA, according to age, regardless of division affiliation

Qualifying Events - Limited to members of the DIVISION, may be categorized by age

Championship Events - Limited to members of the DIVISION, may be categorized by age.

Section 4 - Entry Fees: For Hudson Berkshire Sponsored fencing events will follow these parameters listed in section 4 thru 7

Entry fees for events in the DIVISION shall be determined by majority vote at the scheduling meeting, and published with the schedule to the membership of the DIVISION. If a need arises the Executive Committee may alter these fees by calling another scheduling meeting to vote on the matter and notifying all members of the change.

For qualifiers, separate entry fees will be charged for subgroups within a weapon if there are at least six (6) fencers in that subgroup.

Current officers of the DIVISION are exempt from paying entry fees at tournaments hosted by the DIVISION.

Section 5 - Late Arrivals: Fencers more than thirty (30) minutes late for the scheduled beginning of fencing will NOT be allowed to fence. The meet manager has the discretion to suspend this rule.

Section 6 - Awards and Trophies: The DIVISION shall distribute awards for all events, at the completion of the event, for all competitions. Generally, the awards shall be:

Section 7: The Executive Committee may allow Registered Clubs within the DIVISION to host DIVISION tournaments, but it shall approve the conditions, qualifications, and restrictions of all privately or club sponsored tournaments before sanctioning such events. At least one official DIVISION representative shall be present at every sanctioned tournament, with full authority to assure that the conditions set by the Executive Committee are being carried out. In case the stipulated conditions are not being adhered to, the Executive Committee may withdraw its sanction from the event, either before or after, and announce that withdrawal to the DIVISION and the USA Fencing.

ARTICLE XI MATTERS OF PROCEDURE

For all matters of procedure not specified in these by-laws nor in the by-laws, rules, regulations, and policies of the USA Fencing, the DIVISION shall rely on the current version of Robert's Rules of Order. A copy of this book shall be owned and kept by a member of the Executive Committee.

ARTICLE XII DIVISION WEBSITE AND EMAIL

Section 1 - Website: The DIVISION shall maintain a website for the purpose of conveying information to its members. The website must at a minimum contain names of the DIVISION officers, the current by-laws, the current divisional competition schedule and a listing of USA Fencing clubs within the DIVISION. The website shall be considered a primary though not sole means of conveying information to members of the DIVISION.

Section 2 - Email: Email will be considered the preferred means of conveying information to members of the DIVISION. Wherever these by-laws direct the DIVISION or any its members to provide notification in some form, email will be considered to be acceptable. The exceptions to this policy are written ballots and proxies. These must still be done in writing and delivered in person or by regular mail, if appropriate.

Section 3 - Gathering of Email Addresses: The email addresses used by the DIVISION will be those that the members provided to the USA Fencing or to the DIVISION or its officers directly.

Section 4 - Lack of Valid Email Addresses: If an email address has not been provided for a member or if an email has been returned as undeliverable, that member will thereafter receive notification by a method deemed most appropriate and effective by the Secretary.

Section 5 - Opting Out: If a member so desires, the member may opt out of receiving email notifications. If a member does so, notification to that member shall be governed by the procedures in §4. A member may later provide the DIVISION or its officers with an email address to resume receiving email notification.

ARTICLE XIII VEXILLOLOGY

The colors of the DIVISION shall be red and black upon a field of white.

ARTICLE XIV RULES, REGULATIONS AND POLICIES OF THE USFA

All rules, regulations, and policies set forth in the Bylaws of the USFA, the fencing rules and manuals of the USFA, or the actions of the USFA Board of Directors are hereby incorporated into these By-Laws without action by the Executive Committee or the membership of the DIVISION. In the event of conflict between these By-laws and the by-laws, rules, regulations, and policies of the USA Fencing, the latter shall take precedence and the former shall be considered amended accordingly.

ARTICLE XV AMENDMENTS

Section 1 - Manner of Making Amendments: These By-Laws may be amended at any annual meeting of the members, or at any special meeting of the members called for that purpose. The proposed amendments must be included with the notification of the time and place of the meeting, provided that the proposed amendment are made available to the members of the DIVISION no less than seven (7) days before the meeting at which they will be voted on. An amendment receiving a majority of all votes cast by the members voting either in person or by proxy shall be deemed adopted. A proposed amendment may also be treated as rule as described in the next paragraph.

Proposed amendments from the floor and those that were not available for public review at least seven (7) days before the meeting cannot become part of the by-laws immediately. These amendments may be voted on and if passed they will be treated as rules instead of by-laws until the next meeting of the DIVISION. At that meeting the proposed amendment must be voted on and either adopted as by-law amendments or rejected or remain as rules until the next meeting. By the end of the next annual meeting, the proposed amendment must be either adopted or rejected.

Section 2 - Effective Date of Amendments: Unless otherwise specified, amendments to these Bylaws shall take effect on August 1 next after their adoption. Copies of the amendments so adopted shall be provided to every member of the DIVISION within thirty (30) days after their adoption.