

USA WEIGHTLIFTING, INCORPORATED
 PACIFIC WEIGHTLIFTING ASSOCIATION
 CONSTITUTION OF THE PACIFIC WEIGHTLIFTING ASSOCIATION OF
 USA WEIGHTLIFTING, INCORPORATED

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USA WEIGHTLIFTING, INCORPORATED

PACIFIC WEIGHTLIFTING ASSOCIATION
807 Page Street
San Francisco, California 94117

CONSTITUTION OF THE PACIFIC WEIGHTLIFTING ASSOCIATION
OF USA WEIGHTLIFTING, INCORPORATED

ARTICLE I - NAME

- Section 1 Name. The name of this organization shall be the PACIFIC WEIGHTLIFTING ASSOCIATION of USA WEIGHTLIFTING, INC., hereinafter referred to as the "Association" or "PWA" USA Weightlifting, Inc., is hereinafter referred to as "USAW, Inc."
- Section 2 Address. The principal office of this said Association shall be located in the City of San Francisco, in the County of San Francisco, in the State of California.
- Section 3 Duration. The duration of the Association is perpetual, except in the event of its dissolution as described in Article IX of the PWA By-Laws, below.
- Section 4 Tax Status. The Corporation is not for profit.

ARTICLE II - TERRITORY

- Section 1 Jurisdiction. The said territory shall include: Counties of Alameda, Alpine, Amador, Butte, Calaveras, Colusa, Contra Costa, Del Norte, El Dorado, Fresno, Glenn, Humboldt, Inyo, Kern¹, Kings, Lake, Lassen, Madera, Marin, Mariposa, Mendocino, Merced, Modoc, Mono, Monterey, Napa, Nevada, Placer, Plumas, Sacramento, San Benito, San Francisco, San Joaquin, San Mateo, Santa Clara, Santa Cruz, Shasta, Sierra, Siskiyou, Solano, Sonoma, Stanislaus, Sutter, Tehama, Trinity, Tulare, Tuolumne, Yolo and Yuba in the State of California. The Counties of Humboldt, Washoe, Lyon, Storey, Mineral, Douglas, Churchill, Pershing, Carson City, and Lander in the State of Nevada (the northwestern section of Nevada). And/or any other territories allotted by our National Governing Body, USAW, Inc.

Please see Attachment II.1-A for a map of the PWA Territory.

- Section 2 Changes. Any alterations or amendments are to be made only with the express approval of the National Governing Body (USAW, Inc.).

ARTICLE III - AFFILIATION

- Section 1 General. This Association is hereby affiliated with USA Weightlifting, Inc. and the United States Olympic Committee (USOC), and is subject to the Constitution and By-Laws of these bodies insofar as they affect and proscribe the functions of USAW, Inc. and the Pacific Weightlifting Association. This Association may become affiliated with any other organization, as it deems fit and appropriate. This Association may terminate its affiliation with any organization, as it deems fit and proper and appropriate.

ARTICLE IV - PURPOSE

- Section 1 Function. The purpose shall be to educate, promote, conserve, sponsor, coordinate and stimulate the interest of Weightlifting, as an amateur sport, throughout our Association, Region, and Nation in accordance with the standards and regulations set forth in the By-Laws of this Association.

¹ Negotiations are under way at the time of this By-Laws update between the PWA and the Southern Pacific Weightlifting Association for the PWA to cede the Territory of Kern County to the Southern Pacific in order to simplify the north-south border between these two LWCs.

Section 2 Corporate Status. It is intended that the Corporation shall have and continue to have the status of an organization which is exempt from Federal income taxation under section 501(c)(3) of the Internal Revenue Code and to which contributions, bequests, and gifts are deductible for federal income, estate and gift tax purposes under sections 170(c)(2), 2055(a)(2) and 2522(a)(2) thereof, respectively. The Articles of Incorporation shall be construed, and all powers and activities of the Corporation shall be limited accordingly. Notwithstanding any provision of the Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by a corporation having such status.

Section 3 Funding. The purpose shall be to receive funds and other assets by the way of donations from various and sundry sources; to receive funds from revenue collected through sponsorship of Weightlifting competition; to receive funds from registrations, sanctions, club memberships and service fees. To utilize all funds received from whatever source exclusively in the promotion of and in furtherance of Weightlifting.

ARTICLE V - MEMBERSHIP

Section 1 Clubs. Each Club shall be eligible for membership and shall be represented as proscribed in the By-Laws.

Section 2 Individuals. Each individual member of the PWA shall acquire such membership as outlined in the membership criteria set forth by USAW for LWCs and will thusly become a Member of USAW.

Section 3 Honorary. Honorary memberships may be bestowed upon individuals at the discretion of the membership.

ARTICLE VI - GOVERNMENT

Section 1 Structure. The government of this organization shall be vested in the Executive Board, consisting of a President, Vice-President, Secretary/Treasurer, Registration Chairperson, two (2) Directors and two (2) Athlete Representatives.

Section 2 Election. The Executive Board shall be elected in the manner prescribed in the said By-Laws.

ARTICLE VI - METHOD OF AMENDING CONSTITUTION

Section 1 Process. This Constitution may be amended by two-thirds (2/3) vote of the members present, provided it constitutes a quorum, at any regular or special meeting, provided that written notice of the proposed amendments has been mailed or emailed to the last known street or email address of each member at least ten (10) days prior to the date of such meeting.

ATTACHMENT II.1-A

Pacific Weightlifting Association Territory
(as of January 1, 2001)



BY-LAWS
OF THE
PACIFIC WEIGHTLIFTING ASSOCIATION
OF
USA WEIGHTLIFTING, INCORPORATED

ARTICLE I - MEMBERSHIP

Section 1 Clubs. Each Club shall be eligible for membership in this organization.

- a) Approval. Prospective Club memberships shall hereafter be approved by the President and Secretary/Treasurer or Registration Chairperson. In the event of rejection, it must be presented to the membership at the next scheduled meeting of the membership for final approval or rejection. Once approved, members shall have full rights as members.

Section 2 Individuals. Each individual member of the PWA shall acquire such membership as outlined in the membership criteria set forth by USAW for LWCs and will thusly become a Member of USAW.

Section 3 Honorary. Honorary memberships may be bestowed upon individuals at the discretion of the membership. Honorary members shall pay no dues and have no vote.

ARTICLE II - DUES

Section 1 Criteria. The annual dues for Club memberships shall be proscribed by USAW, Inc.

ARTICLE III - GOVERNMENT

Section 1 Governing of LWC. The Executive Board shall have the exclusive control and management of the said Association and its various properties, subject to the direction of the membership.

Section 2 Handling of LWC Funds. Funds of this Association may be deposited and withdrawn from any bank from which it has funds on deposit by the President and the Secretary/Treasurer.

- a) Co-Signature Requirements. Both the President and Secretary/Treasurer must sign all checks of five hundred dollars (\$500.00) and above.

Section 3 Bonding of Treasurer. The Secretary/Treasurer may be bonded, at the expense of the Association, for the amount on deposit at the annual meeting held each year.

Section 4 Governing of Competitions. All amateur weightlifting competitions are to be conducted and governed by the *USA Weightlifting Official Rulebook*, published by our parent organization, USA WEIGHTLIFTING, Inc.

ARTICLE IV - ELECTIONS

Section 1 Officers. At the annual election meeting there shall be elected a President, Vice-President, Secretary/Treasurer, Registration Chairperson, two (2) Directors, and two (2) Athlete Representatives. These elected officials shall constitute the Executive Board.

- a) USAW Board of Governors Delegates and Athletes Representatives. Also at the annual election meeting there shall be elected an appropriate number, as determined by criteria set forth by USAW, Inc., of Board of Governors (BOG) Delegates and Athletes Representatives to represent the Association at the respective annual BOG and Athletes' meetings held by USAW, Inc.
- i) USAW Board of Governors Delegates may be any Association members.
- ii) Athletes Representatives may only be USAW Athlete Members of the Association.

Section 2 Voting Rights at PWA Meetings.

- a) Club Voting Rights. After having paid the required Club membership fee, all Clubs in good standing are entitled to the number of votes accordingly:
 - i) Clubs with one (1) to five (5) members shall be entitled to one (1) vote;
 - ii) Clubs with six (6) to ten (10) members shall be entitled to two (2) votes;
 - iii) Clubs with eleven (11) to fifteen (15) members shall be entitled to three (3) votes;
 - iv) Clubs with sixteen (16) to twenty (20) members shall be entitled to four (4) votes;
 - v) Clubs with twenty-one (21) to twenty-nine (29) members shall be entitled to five (5) votes; and
 - v) Clubs with thirty (30) or more members shall be entitled to six (6) votes.

The above provided that the member is in good standing. Such vote must be cast by the team representative listed on the membership application or such representative so named, in writing, by the Chief Officer of the club, inasmuch as proxy and absentee voting is prohibited. The Chief Officer of the club is that person named in the membership application to receive Association mail.

- b) Unattached Members Voting Rights. Members that did not designate a USAW registered club but did designate PWA on the USAW Membership Application are called "Registered Unattached PWA Members". All Registered Unattached PWA Members are entitled to the number of votes accordingly:
 - i) If there is only one (1) Registered Unattached PWA Member, he/she is entitled to one (1) vote;
 - ii) If there are between two (2) and twenty-five (25) Registered Unattached PWA Members they are entitled to two (2) votes;
 - iii) If there are between twenty-six (26) and fifty (50) Registered Unattached PWA Members they are entitled to four (4) votes;
 - iv) If there are between fifty-one (51) and seventy-five (75) Registered Unattached PWA Members they are entitled to four (5) votes;
 - v) If there are seventy-six (76) or more Registered Unattached PWA Members they are entitled to six (6) votes.

Should more Registered Unattached PWA Members attend the meeting than are allowed to vote, Registered Unattached PWA Members attending must decide among themselves whom to designate as the Voting Members. All Registered Unattached PWA Members shall have a voice at the meeting though excess Registered Unattached PWA Members are not allowed to vote.

Section 3 Term of Office. The newly elected members of the Executive Board shall take office immediately following the election'

Section 4 Criteria. A candidate for office, in order to be elected, must receive a majority of the votes cast. In the event that more than two names are placed in nomination for one office, and no single nominee receives a majority of the votes cast, the name of the candidate with the least number of votes shall be removed from the ballot. This procedure shall continue on successive balloting until a nominee is elected.

Section 5 Method. Elections shall be by written ballot.

ARTICLE V - MEETINGS

- Section 1 Annual Elections. The annual election shall be held on a day agreed upon by the Executive Board. Such election may be part of the Annual Pacific Weightlifting Association Meeting, whether it be in conjunction with a PWA-sponsored competition event or a scheduled and separate Annual Meeting. Notice of this meeting shall be mailed or emailed to each member at their last street or email known address at least ten (10) days prior to the election meeting.
- Section 2 Executive Board Meetings. Meetings of the Executive Board shall be held on prearranged dates or at the call of the President.
- Section 3 PWA Special Meetings. Special meetings of the membership or of the Executive Board must be called by the President, Vice-President, Secretary/Treasurer, or at the request of at least thirty- three and one-third (33-1/3) percent of the members of this organization.

ARTICLE VI - DUTIES OF ELECTED OFFICIALS

- Section 1 President. The President shall preside at the Membership and Executive Board meetings as chief officer of the organization; shall supervise the organization's affairs and activities; shall make an annual report to the members; and be responsible for seeing that all of the organization's activities are in accordance with the Constitution, By-Laws, and Rules of Order.
- Section 2 Vice President. The Vice President shall preside at membership and Executive Board meetings in the absence of the President; shall also act on behalf of the President when required, and shall work with the President on all affairs of the organization. The Vice President will assume the Presidency in the event that the President is unable to fulfill his responsibilities.
- Section 3 Secretary/Treasurer. The Secretary/Treasurer shall give notice of all regular and special meetings; keep permanent record of such meetings, be custodian of all official records of the organization, and furnish minutes of such meetings for publication; submit a credentials report at each meeting; supervise the ways and means affairs and projects of the organization; shall issue notice of dues payable and be responsible for the collection thereof; keep the financial records of the organization; disburse a report in detail at the annual meeting, and at other times when directed, as to the financial condition of the Association; cooperate with the party selected by the Executive Board to make an annual audit of the financial records.
- Section 4 Registration Chairperson. The Registration Chairperson shall be responsible for the registration of all athletes and non-athletes; issuing event sanctions after approval by the President; conduct hearings for athlete or non-athlete members with regard to possible suspension and/or expulsion in cases of misconduct by any member; conduct hearings for reinstatement. The above will be conducted within the proscribed rules of the National Registration Committee. In addition, the Registration Chairperson shall make such reports as required by organizations with whom the Association has a service agreement for various services rendered, and fulfill such duties as assigned by the President or Executive Board.
- Section 5 Directors. The Directors shall be invited to attend all meetings of the Executive Board; shall fully participate therein and perform such other duties as designated by the President of the Executive Board. The Directors shall serve on the Executive Board as representatives of the members assigned to them; supervise committees under their portfolio; make written and oral reports to the President and Executive Board, whichever office his portfolio shall be assigned to, whenever the respective officers shall deem it necessary; mot as liaison personnel between the Executive Board and the members they represent by contacting and notifying members of meetings, forthcoming projects and other activities.
- Section 6 Athlete Representatives. The Athlete Representatives shall be invited to attend all meetings of the Executive Board; shall fully participate therein and perform such other duties as designated by the Executive Board. Specifically, the Athlete Representative(s) shall be a sounding board between the Athlete and the Executive Board, bringing to the Executive Board the problems and desires of our athletes.

Section 7 **Failure to Attend Executive Board Meetings.** Should any member of the Executive Board fail to attend two (2) consecutive board meetings without a valid reason or, reasons acceptable to a majority of the remaining members, that officer shall be deemed to have resigned.

ARTICLE VII - COMMITTEES

Section 1 **Determination of Committees.** The Executive Board shall determine the committees deemed necessary and proper to fulfill the objectives and purposes of the organization.

Section 2 **Appointment of Committee Members.** All committee chairpersons, co-chairpersons and members shall be appointed by the President and Vice-President (Registration Chairperson excepted).

Section 3 **Ex-Officio Membership.** The President and Vice-President shall be ex-officio members of all committees.

ARTICLE VIII - RULES OF ORDER

Section 1 ***Roberts Rules of Order*** shall govern the proceedings of all meetings of the organization and its constituent parts, except as specifically provided in the Constitution and By-Laws.

ARTICLE IX - DELEGATIONS

Section 1 **Appointment and Powers.** Delegations or special committees shall be appointed by the President, subject to approval of the Executive Board, -to represent the organization at any convention, meeting, or assembly, as may be necessary. Such delegations or committees shall exercise only those powers specifically vested in them by the Executive Board.

ARTICLE X - METHOD OF AMENDING BY-LAWS

Section 1 **Voting and Noticing Procedure.** The By-Laws may be amended by a two-thirds (2/3) vote of the members present at any regular scheduled or special meeting, provided written notice of the proposed action or actions has been given to each member at their last known street or email address at least ten (10) days prior to the date of such meeting, whereas such notice set forth the date, time and place of such meeting, and must include a copy of the proposed amendment or amendments.

Section 2 **Submission of Proposed Amendments.** Proposed amendments to these By-Laws may be submitted by any member in good standing, at any regular scheduled meeting, without prior written notice if a copy of the proposed amendments has been given to the Secretary in advance of the meeting. Proposed amendments submitted in this manner require a unanimous vote of the members present, in order to become adopted as part of the By-Laws.

Section 3 **Suspension of PWA By-Laws.** These By-Laws may be suspended at any regularly scheduled meeting of the membership or Executive Board, by a unanimous vote of the members present.

ARTICLE XI - DISSOLUTION

Section 1 **Process.** Upon dissolution, the net assets of the PACIFIC WEIGHTLIFTING ASSOCIATION shall not inure to the benefit, of any private individual or corporation, but shall be distributed to USA WEIGHTLIFTING, INC., to be used exclusively for educational/charitable purposes, or, if USAW, Inc., is not then at the time of such dissolution in existence or is not then a corporation which is exempt under section 501(c)(3) of the Internal Revenue Code and to which contributions, bequests and gifts are deductible under sections 170(c)(2), 2055(a)(2) and 2522(a)(2) thereof, such assets shall be distributed to such an entity meeting similar criteria for the aforementioned non-profit status in this Article XI, Section 1, to be used exclusively for educational or charitable purposes.

ARTICLE XII - RIGHTS AND RIGHTS OF APPEAL

- Section 1 Athletes Bill of Rights. [As per USAW, Inc. Constitution and By-Laws.]
- Section 2 Board of Review. [As per USAW, Inc. Constitution and By-Laws.]
- Section 3 Disciplinary Procedures. [As per USAW, Inc. Constitution and By-Laws.]
- Section 4 Evidence on Hearing. [As per USAW, Inc. Constitution and By-Laws.]
- Section 5 Appeals Procedures. [As per USAW, Inc. Constitution and By-Laws.]