Wisconsin Bass Federation

Revised January 2016

KNOW ALL MEN AND WOMEN BY THESE PRESENT, that the undersigned adult residents of the State of Wisconsin do hereby make, sign and agree to the following;

ARTICLES OF INCORPORATION

Article 1. The undersigned associate themselves together for the purpose of forming a corporation under Chapter 181 of the Wisconsin Statutes and the acts amendatory thereof mid supplementary thereto, the business and purpose of which corporation shall be;

A. To educate our youth and the general public on the joys of fishing. to teach boating and fishing safety ethics and good sportsmanship; to protect the environment from harmful change; to document and report to the proper authorities violations of local, state and federal anti-pollution laws, statutes, regulations, ordinances and other regulatory devices; to take action where necessary to improve the environment and to take a leadership role in repairing the harm that has already been done to the waters and the habitat in that water in the State of Wisconsin; to educate and aid the development of youth for the respect of our national environment and appreciation of basic rules of honesty, integrity, and fair play.

B. To do all other business incident to or necessary for the carrying on and conducting of the business and purpose above mentioned, and in general to carry on any other lawful business whatsoever in connection with the foregoing, or which is calculated directly or indirectly to promote the interests of the corporation, and to -have and exercise all the rights, powers and privileges which are now, or hereafter may be conferred by the laws of Wisconsin upon which apply to corporations formed and organized under Chapter 181 of the Wisconsin Statutes and the Acts amendatory thereof and supplemental thereto.

Article II. The name of the corporation shall be the Wisconsin Bass State Federation Inc. (R- 10-06) and the principal office of the said corporation shall be in the city of residence of the existing treasurer, and the initial registered agent shall be Larry Allegar, Route 2, New Richmond, WI 54017.

Article III. There shall be no capital stock of said corporation.

Article IV. No dividend or pecuniary profits shall be declared or paid to the members of said corporation.

Article V. There shall be one class of memberships with such qualifications and rights as set out in the by-laws.

Article VI. The officers of the said corporation shall be a president, vice president, secretary, and treasurer. The board of directors shall number 6 and shall consist of the 4 officers of said corporation, youth and conservation directors, who shall be elected in the manner as provided in the by-laws of the corporation. The term of the president, vice president, secretary, and treasurer shall be for a period of two years and until their successors are elected and qualified. (1-16)

Article VII. The principal duties of the president shall be, as executive of the corporation; and subject to the control of the board of directors, shall have general supervision, direction and control of the affairs of the corporation. The president shall preside at all meetings of members; he/she shall make a report of the general business of the corporation during the previous year. The president shall nominate all standing committees in accordance with the by-laws of the corporation, subject to the approval of the board of directors. She/he shall sign all contracts, deeds, and other instruments approved by the board of directors and the members in the manner as provided in the by-laws of the corporation.

The principal duties of the vice president shall be to discharge the duties of the president, and when so acting shall have all the powers of, and the restrictions of the president.

The principal duties of the secretary shall be to countersign all deeds, leases, contracts and conveyances executed by the corporation, when approved by the board of directors; and to safely keep all books, papers records and documents pertaining to the corporation or business thereof; and conduct the official correspondence of the corporation; and perform such duties as may be designated by the board of directors.

The principal duties of the treasurer shall be to keep an account of all moneys, credits and property of any kind and nature of the corporation which shall come into his/her hands; to render such accounts, and maintain statements as shall be prescribed by the board of directors. Further he/she shall render to the president or board of directors on request, statements of financial condition of the corporation, provided that statements shall be rendered at least quarterly. He/She shall also maintain a membership book for the corporation showing the name and address of each club and its individual members.

Article VIII. These articles may be amended by resolution setting forth such amendment or amendments adopted at any meeting duly called for that purpose or at any annual meeting, provided that a statement of the nature of the proposed amendment is included in the notice of the meeting. An amendment shall be adopted upon receiving at least two thirds of the votes entitled to be cast my members present or represented by proxy at such meeting. The corporation hereby created shall continue forever.

Article IX. The names and addresses of the persons constituting the initial board of directors are: John Falter, Eau Claire, WI 54701; Bud Uchytil, Rice Lake, WI 54868; Larry Allegar, New Richmond, WI 54017; Cornell Stroik, Milwaukee, WI 53218; Ian Kay, Menominee, WI 54751

STATE FEDERATION BY-LAWS AND RULES

The Wisconsin Bass Federation (hereinafter referred to as the Federation) composed of affiliated, does hereby adopt the following By-laws and Standing Rules: (R- 10-06)

ARTICLE 1. OFFICERS, ELECTIONS, TERMS OF OFFICE, PROCEDURES AND REMOVAL

Section 1: Board of Directors

The Federation shall be governed by a Board of Directors (hereinafter referred to as the Board), one of whom will be elected as president of the Federation and chairman of the Board in secret balloting by the general membership and the Board members of the Federation. The Board shall consist of the president, vice president, secretary, treasurer, conservation director, youth director,. All members of the Board must be current members of the Federation in good standing. Each member of the Board shall be entitled to one vote on all matters before the Board. The Board shall be responsible for the orderly conduct of all business of the Federation, including but not limited to the appointment of standing committees, established procedures for the affiliation with the Federation; procedures for severance of chapters from the Federation; and adherence to such goals as may be established by the Federation. (R- 10-06, 1-16)

Qualification for Board Office – any candidate for office to the Board must be an active member of the Board, or the Representative for a local chapter, and must have served at least one year in that capacity. (R- 10-06)

Section 2: Elections and Terms of Office

(A) The President, secretary, and conservation director shall be elected in the even numbered years. Their term of office shall be for two (2) years. (B) The vice president, treasurer, and youth director shall be elected in the odd numbered years. Their term of office shall be for two (2) years. (R 1-16)

Section 3: Procedures

1. The Wisconsin Bass Federation will conduct elections in the following manner for the offices of president, vice president, secretary, treasurer, conservation director and youth director: All nominations for these offices will be made at the October representatives meeting. Ballots will be printed and sent by the Secretary through the mail two weeks from the October meeting. All ballots will be kept SECRET and put into a furnished self-addressed stamped envelope, to be returned by January 1st of each year. Ballots will be opened by the Board on the Friday night at the State Convention. The Board shall determine in advance a commonly accepted method of breaking ties, and shall have the sole responsibility for doing so. Results of the election will be made public via the minutes of the (State Convention) Representatives meeting. New officers will be introduced to the public at the State Convention Banquet. Term of office shall begin at 12:01 A.M. Sunday following the Federation Banquet, and ending at 12:01 A.M. Sunday following the banquet of the second year. (R-4/96, 1/16) (B)
2. The Board shall determine, in advance, a commonly accepted method of breaking ties, and shall have the sole responsibility for doing so. Results of the elections will be made public via the minutes of the (State Convention) Representatives meeting. Term of office shall begin at 12:01 A.M. Sunday following the Federation banquet and ending at 12:01 A.M. Sunday following the banquet of the second year. (R-4/96)

Section 4: Removal

The Board has explicit authority to remove and relieve of duty any officer or director of the Board where, in the opinion of the Board, such action is deemed necessary for the good of the Federation. A minimum of 2/3 of the entire Board must vote for such removal. Should a vacancy occur within the Board, due to removal or resignation, the remaining Board members shall appoint a replacement to fill the unexpired term of office.

ARTICLE 2. DUTIES OF THE OFFICERS AND DIRECTORS

Section 1: Duties of the President

The president shall be executive of the corporation and subject to the control of the Board, he/she shall have general supervision, direction and control of the affairs of the corporation; be the official representative of the Federation; delegate such duties as may be appropriate to better serve the Federation; and maintain liaison with the National Federation. The president shall preside over all meetings of the Board and all quarterly meetings of the Federation. He/ She shall make a report of the general business of the corporation during the year. The president shall nominate all standing committees in accordance with the by-laws of the corporation, subject to the approval of the Board. She/he shall sign all contracts, deeds, leases and other instruments approved by the Board; and may call special meetings of the Board and the members in the manner as provided in the by-laws of the corporation when considered necessary.

Section 2: Duties of the Vice President

The vice president shall assist the president upon request, preside in the absence of the president, and should it become vacated, assume the responsibilities of the office of president, serving until the Board appoints a replacement to fill the unexpired term. The vice president shall also act as Federation Tournament Director. The tournament director, who shall serve as chairman of the Tournament Committee, shall keep the Board informed of all tournament activities of the Federation. The tournament director shall be responsible for planning, organizing and operating state-level tournaments. It will be his/her responsibility to rule, with final authority, on the proper conduct, procedures and other matters relating to the orderly conduct of ALL Federation tournaments. While given this authority, the tournament director is, nonetheless, accountable to the Board for his/her decisions. The Vice President will be provided an automatic spot of his/ her choice to the Divisionals, for completing duties as tournament director and being unable to compete in events.

Section 3: Duties of the Secretary

The secretary shall record all minutes of all meetings of the Federation and the Board. The secretary shall countersign all deeds, leases, contracts and conveyances executed by the corporation, when approved by the Board; and to safely keep all books, papers, records and documents pertaining to the corporation or the business thereof; and conduct the official correspondence of the corporation and perform such duties as may be designated by the Board.

Section 4: Duties of the Treasurer

The treasurer shall keep account of all moneys, credits and property of any kind and nature of the corporation; maintain accurate financial records as prescribed by the Board; and submit a report to the Board and the membership at each quarterly meeting. Further he/she shall present to the president or Board, statements of the financial condition of the corporation on request. He/She shall also maintain a membership book for the corporation showing the name and address of each club and its individual members. The treasurer shall be bonded.

Section 5: Duties of the Conservation Director

The conservation/ natural resources director shall maintain liaison with the National Conservation director; coordinate all state-level conservation activities; and keep all chapters apprised of pertinent conservation issues. (R- 10-06)

Section 6: Duties of the Youth Director

The youth director shall coordinate all state-level youth activities; be responsible for verifying that chapters satisfy youth activity requirements; and keep all chapters apprised of pertinent youth programs

ARTICLE 3. COMMITTEES

Section 1. Standing Committees

The Board, by simple plurality vote, will appoint the three following standing committees, and such other special committees as may become necessary. Terms of appointment to standing committees shall be two years or less, expiring at the adjournment of the April representatives meeting of the second year. To be eligible for appointment a committee candidate must be a member in good standing of the Federation. (R- 10-06)

(A) Conservation Committee: The number of members to serve on this committee shall be determined by the Board. The conservation director shall act as chairman of this committee. The purpose of this committee shall be to protect our natural environment from harmful change; to document and report to proper authorities violations of local, state and federal anti-pollution laws, statutes, regulations, ordinances and other regulatory devices; to take political action to improve our environment; to take legal action where appropriate; to undertake informational and educational programs; to bring to the public a greater awareness of threats to our environment; and above all, to take a leadership role in repairing the harm that has already been done to the life-giving waters of America.

(B) Tournament Committee: The number of members to serve on this committee shall be determined by the Board. The vice president shall at all times act as the tournament director and chairman of this committee. The purpose of this committee shall be to plan, organize and operate all state-level tournaments, provided that all such state tournaments will be conducted in the spirit and the letter of the current national rules and the tournament rules of the Federation. It will be the primary duty of the tournament committee to conduct its affairs so that only honor, integrity, sportsmanship and the highest ideals of fair play will accrue to it, and thus to each and every member of the Federation.

(C) Youth Committee: The number of members to serve on this committee shall be determined by the Board. The youth director shall act as chairman of this committee. The purpose of this committee shall be to plan, organize and implement any youth activities of the Federation; and to introduce young people of the goals of the Federation, to give the youth a basis for the respect of our national heritage, and appreciation of the basic rules of honesty, integrity, fair play and good sportsmanship; to teach boating and fishing safety ethics, and to give them an introduction to the sheer joy of fishing.

(D) Financial Review Committee: The number of members to serve on this committee shall be determined by the Board. The purpose of this committee shall be to review financial records and reports for accuracy, and to report any financial concerns to the Reps body. This committee shall meet immediately prior to each regularly scheduled Reps meeting. The treasurer shall make all records and receipts available to this committee upon request. (R-4/95, 1/16)

(E) Special Committees: Special committees may be formed by the Board, but only for closely defined purposes, with the number of members to be determined by the Board. Special committees may not supersede or otherwise infringe on the duties and responsibilities of a standing committee.

ARTICLE 4. TOURNAMENTS

Section 1: Club Tournaments and Events

Clubs will be allowed to hold official club tournaments on waters designated Divisional Qualifier tournaments for that year, up to 5 days prior to that tournament. (R-10/08) Clubs will not be allowed to have any club tournaments or club sponsored open tournaments on the dates designated for Divisonal Qualifiers The club may hold events on the dates of Regional or National tournaments, provided no member of the club has the opportunity to compete in that tournament. Each club is responsible for submitting a schedule of club tournaments to the Federation secretary annually. The Board is responsible for regulating club tournaments to insure that each body of water is able to accommodate all those planning to compete on it on the same date. If more than one club has conflicting schedules, the “home club” will get preference. The Board’s decisions will be final. All active clubs in good standing will be allowed to send 1 boater and 1 co-angler directly to the TBF Divisional Tournament, if the following criteria are met: submits annual report of youth or conservation project, and attends required reps meetings. (R-4/97, 1/16)

Section 2: Divisonal Qualifier Tournaments

The State will run a series of three Divisional Qualifier tournaments each year, distributed in different areas of the state. All active members in good standing at the time of the tournament will be eligible to participate. Members may participate in as many of these tournaments as they choose. The sole purpose of this tournament is to determine the qualifiers from our state to compete in appropriate regional or national tournaments each year. The top 7% of boaters and co-anglers from each Divisional Qualifier will be eligible to compete in the TBF Divisonal tournament, rounding down to the nearest whole number in equal boater- co-angler pairs. Divisonal Qualifiers will be a Boater- Co-Angler format. A non-refundable/non-transferable fee of $ $200 for boaters, and $100 for co-anglers will be charged for each member that enters. Members must register in boater- co-angler pairs, however they compete separately. 75% of entry fees will be paid out. The Divisional Qualifier tournaments are to be conducted each year as determined by the Board. (R-10/97, 10-06, 1/16)

Section 3: Cumulative Series:

The State will also track cumulative points from the three Divisional Qualifiers, dropping the tournament with the lowest points. The top boaters and co-anglers from the Cumulative Series will be eligible to compete in the TBF Divisional tournament, rounding down to the nearest whole number in equal boater- co-angler pairs. This exact number will be determined by 3% of the total participation in Divisional Qualifiers for the year. The State Angler of the Year and Co-Angler of the year status will be determined from the cumulative series. If an angler qualifies through both the Individual Divisional Qualifier and the Cumulative Series, alternate positions to the TBF Divisional will be offered based on the next in line in the cumulative series. (R- 1/16)

Section 4: Mr. Bass Tournament

Each club is allowed to send one boater and one co-angler member to the State Mr. Bass tournament, designed for the top-placing members from each club. A non-refundable fee of $200 for boaters, and $100 for co-anglers will be charged for each member that enters. Members must register in boater- co-angler pairs, however they compete separately. 75% of entry fees will be paid out. The Mr. Bass Tournament will serve as a fouth Divisional Qualifier. The top 10% of boater and top 10% of co-anglers will be eligible to compete in the TBF Divisonal tournament, rounding down to the nearest whole number in equal boater- co-angler pairs (R- 1/16)

Section 5: 4-Man Team Classic Tournament

Each club is allowed to send as many 4-man teams to the State Classic tournament. Each team must be equipped with two boats, and prizes will be awarded based on the team’s total weight. A non-refundable/non-transferrable fee of $200.00 will be charged for each 4-Man team; cash prizes will depend on the number of participants and tournament expenses. (R-03/12)

Section 5: Youth Championship

The State will conduct a youth championship tournament each year, as determined by the youth director with assistance of the tournament committee. All active youth members in good standing at the time of the tournament will be eligible to participate. There is no entry fee or payout for this tournament. The sole purpose of this tournament is to determine the qualifier from our state to compete in appropriate youth regional or national tournaments each year. The top youth angler will be eligible to compete in the TBF Junior World Championship tournament, eligible age as determined by TBF. (R- 1/16)

Section 6: Tournament Schedule

Each year, the tournament Schedule must be announced at the October Reps Meeting. Every effort should be made when possible to avoid conflicting schedule dates for Wisconsin Bass Federation tournaments with other FLW tournaments in the Wisconsin area or with Wisconsin B.A.S.S. Federation Nation tournaments. Date and location for the Divisional Qualifiers, Mr. Bass and 4-Man Classic tournaments are to be selected by the tournament committee by the October Reps meeting. All Federation tournament dates and locations, including Zones, must have final approval of the majority of the Board. Any changes made after the October Reps meeting must be approved by a two-thirds majority of the Board. (R 1/16)

ARTICLE 5. AFFILIATION

Section 1: To affiliate with this Federation, an adult club must:

(A) Have a minimum of six (6) members paid, age 16 minimum..

(B) All clubs must maintain current membership in good standing with The Bass Federation Inc. (TBF), and FLW Outdoors.

(C) Submit to the Federation secretary updated copies of the club’s roster with officers, club schedule, and by-laws and tournament rules

(D) Submit to the Federation treasurer updated copies of the club’s roster with officers and a $ $100 per member annual Non-refundable State Federation dues, which includes $50 State dues and $50 TBF/FLW dues. (R-10/07)

(E) Submit to the Secretary an annual report of club participation in a qualifying youth or conservation project, as determined by the Board

(F) Maintain accurate club roster with TBF online roster management.

(G) Participate in majority of Reps meetings held annually.

\* For clubs having individuals not belonging to the Federation, that club will be excluded from any and all Federation sponsored activities, offices, and/or tournaments for that year and the following year. (R 1/16)

Section 2: To affiliate with this Federation, a youth club must:

(A) Have a minimum of six (6) members paid, ages 10-15, this is a non limiting recommendation.

(B) All clubs must maintain current membership in good standing with The Bass Federation Inc. (TBF).

(C) Submit to the Federation secretary updated copies of the club’s roster with officers if applicable, club schedule, and by-laws and tournament rules.

(D) Submit to the Federation treasurer updated copies of the club’s roster with officers and $25 per youth member annual Non-refundable TBF dues. There are currently no State youth dues. (R-10/07)

(E) Maintain accurate club roster with TBF online roster management.

Section 3: Non-competitve Individual Affiliate or Affiliate Club Memberships

To affiliate with this Federation as a non-competitive affiliate member

(A) Maintain current membership in good standing with The Bass Federation Inc. (TBF).

(B) Submit to the Federation treasurer $75 per member annual Non-refundable State Federation dues, which includes $25 State dues and $50 TBF/FLW dues. Federation Treasurer will maintain TBF online roster management for affiliate members.

(C) Affiliate members will have all benefits of membership without eligibility to participate in tournaments. All affiliate members will be considered in a single non-fishing club. (R 1/16)

ARTICLE 6. MEETINGS

The Federation will hold scheduled Board meetings quarterly, with Reps meetings in Winter, Spring and Fall. Special meetings may be called by the president when considered necessary. Each local chapter affiliated with the Federation is responsible for reporting to their membership to the Federation through one club representative at all reps meetings. (R-10/97)

ARTICLE 7. STANDING RULES

(1) The primary goal of the Federation shall be to educate our youth and the general public of the potential problems in our fisheries.

(2) Funds for the support and maintenance of the Federation will be derived dues collected from each chapter member, from fees charged for fishing tournaments, and from special projects to be sponsored by the Federation. Under no circumstances may the Federation accept monetary assistance from individuals, businesses, corporations or governmental agencies, if there is prima facie evidence that the goals of these entities are contrary to the primary goals of the Federation.

(3) The president of the Federation, or his appointee, shall be a member of the National Bass Federation Advisory Board, which shall meet upon the call of the National president for the purpose of furthering the goals of the various State Federations.

(4) Final authority for the interpretation of these by-laws and standing rules shall rest with the Board of Federation.

(5) Quorum: A quorum of the Board and/or club representatives shall be no less than 51% of the current roster, to conduct Federation business. (R- 10-06)

(6) Amendments: These bylaws may be amended by resolution setting forth such amendment or amendments adopted at any meeting duly called for that purpose or at any regularly scheduled Reps meeting. A statement of the nature of the proposed amendment should be included in the notice of the meeting when possible, but is not necessary. An amendment shall be adopted upon receiving at least two-thirds of the votes entitled to be cast by Club Reps present or represented by proxy at such meeting. (R- 10-06)