

# FIQ Statutes and By-laws

## Article I - Offices

This organization shall be known as the Federation Internationale des Quilleurs, here after referred to as the FIQ. The FIQ was founded in Hamburg, Germany, on January 27, 1952.

### Section 1.1 Business Offices

The principal office of the corporation shall be located in Colorado Springs, Colorado. The corporation may have such other offices, either within or outside Colorado, as the Presidium may designate or as the affairs of the corporation may require from time to time.

### Section 1.2 Registered Offices

The registered office of the corporation required by the Colorado Non-profit Corporation Act to be maintained in Colorado may be, but need not be, the same as the principal office if in Colorado, and the address of the registered office may be changed from time to time by the Presidium or by the officers of the corporation.

## Article II - Purposes

The corporation is organized and shall be operated exclusively for charitable and educational purposes, and to foster national and international sports competition, within the meaning of sections 501(c)(3) and 501(j) of the Internal Revenue Code. Subject to the foregoing, the specific purposes and objectives of the corporation shall include but not be limited to the following:

1. To encourage the development of tenpin and ninepin bowling throughout the world;
2. To foster international friendship by promoting national and international competition in tenpin and ninepin bowling;
3. To pursue the recognition of tenpin and ninepin bowling as a fully recognized athletic competition in the Olympic Games;
4. To support national organizations that promote tenpin and ninepin bowling within their respective countries and the world as a whole; and
5. To exercise any, all and every power which the Colorado Non-profit Corporation Act allows a corporation to exercise.

## **Article III - Members**

### **Section 3.1 Composition and Qualification**

FIQ is a membership-based organization. Separate national organizations can qualify to be FIQ members pursuant to the rules in this Article.

#### **a. Limited Number of National Organizations**

Only one organization from a country may be admitted to FIQ membership, except that additional national organizations may be admitted as members where the Congress determines that it is in the best interests of the sport and FIQ receives:

- i. Separate applications from tenpin and ninepin organizations (then each organization will be a member in a specific membership discipline - i.e., WTBA and WNBA); or
- ii. Separate applications from traditionally distinct and separate sporting territories within a country, provided that other international sports federations consider them as separate organizations, and provided also that for the Olympics and for the Games under its auspices (e.g., the Asian and Pan American Games) they shall cease to be separate and shall come under the jurisdiction of the National Olympic Committee of the said country, and provided also that the original FIQ member has no objection to such application for the separate membership.

#### **b. Supporting Documentation**

A national organization can qualify for FIQ membership only if it submits:

- i. A written application with a copy of its own minutes showing that authorization for the application was approved by an appropriate body of the organization and acknowledging acceptance of FIQ's Articles of Incorporation, Statutes and other organizational documents;
- ii. A copy of its own constitution, statutes, rules and other organizational documents;
- iii. Evidence that the organization is an established national federation, which is recognized

by its National Olympic Committee, government or by another body already recognized by its national Olympic committee or government provided that body is not already a member of FIQ, and that the majority of its members hold either citizenship of that country or permanent domicile status;

- iv. A list of officers and information as to the number of male, female and/or junior members of different systems of bowling and bowling facilities in the country; and
- v. Evidence that there is at least one bowling center in the country.

### **c. Action on Membership**

Action on each application for membership shall be taken by the Congress following recommendation by the Presidium. The Congress shall make the decision regarding acceptance in simple majority. A provisional membership can be given when the members of the FIQ Presidium have approved it.

### **d. Alternative Approval Process**

Notwithstanding the requirements above, the Congress may accept new members in special and exceptional circumstances provided there is at least a three-quarter (3/4) majority of votes given.

### **e. Ongoing Member Obligations**

Each member is required to submit membership reports and copies of any changes in its Articles of Incorporation, Bylaws, Constitution, Statutes and/or other organizational documents to FIQ each year or whenever specifically requested. Each member is also required to:

- i. Adhere to these Statutes and other rules or decisions made by the Congress, the Presidium, WTBA, a WTBA zone, WNBA and/or a WNBA section;
- ii. Formulate their own statutes and other organizational documents in such a way that they are not in contradiction with these Statutes and other rules or decisions made by the Congress, the Presidium, WTBA, a WTBA zone, WNBA and/or a WNBA section;
- iii. Adhere to FIQ's sport policies and good sportsmanship at international sports events;
- iv. Promptly pay all FIQ dues;
- v. Promptly supply any information requested by FIQ;
- vi. Promptly inform FIQ of all changes of address; and
- vii. Encourage friendly relationships between FIQ members.

### **f. Membership Disciplines**

FIQ shall maintain two separate membership disciplines known as The World Tenpin Bowling Association (WTBA) and The World Ninepin Bowling Association (WNBA). Except as provided below, they shall determine their own rules and regulations.

- i. WTBA shall have the following zones: American, Asian, and European.
- ii. WNBA shall have the following sections: Bohle, Classic and Schere.
- iii. Additions or changes to zones and sections can only be made by the Congress.
- iv. Other disciplines can be admitted to membership, but only by the Congress, and only provided the discipline is played in at least eight countries and on three continents.
- v. WTBA and WNBA are entitled to promulgate and enforce playing rules and equipment specifications for tournaments they conduct or approve, thereby providing an example of uniformity for the sport, provided that:
  - a. Their rules may not conflict with these Statutes; and
  - b. They shall be separately responsible for enforcing their own rules.

### **Section 3.2 Rights of Members**

Each member organization shall have the right to:

- a. Take part in the Congress and, as appropriate, any conference(s) of FIQ, WTBA, a WTBA zone, WNBA and/or a WNBA section, in accordance with Section 3.5 below;
- b. Take part in all FIQ activities with equal rights;
- c. Appeal to the FIQ Presidium in cases of controversies;
- d. Receive current information about important proceedings with FIQ; and
- e. Display the FIQ membership insignia in rules and correspondence.

### **Section 3.3 Termination of Membership**

#### **a. Voluntary**

A member may voluntarily surrender its membership by notifying the President, in writing, of its desire to do so at least one month before the end of the year.

#### **b. Involuntary - Permissible**

The Presidium, acting on behalf of the Congress, may terminate a member's membership for the following causes:

- i. Failure to pay any annual membership and/or other dues to the FIQ, WTBA, any zone(s) of the WTBA, WNBA and/or its sections for at least a year;
- ii. Continued violations of these Statutes or actions that the Presidium deems to bring discredit to FIQ; or
- iii. Failure to satisfy the membership admission criteria on an ongoing basis.

### **c. Involuntary - Required**

The FIQ Presidium shall terminate a member's membership once there is no bowling center in the member's home country. However, this rule does not apply when the membership has been previously granted without the requirement of at least one bowling center in the country. Further, the Presidium may approve Associate membership status for any such organization whose membership is terminated under this provision, provided that the organization requests such status.

### **d. Involuntary - Procedures**

The FIQ Presidium shall notify a member that its suspension or termination is under consideration and accord the member an opportunity to address the issues for which its membership may be suspended or terminated. A two-thirds (2/3) vote of the Presidium will be necessary for any suspension or expulsion. A suspended member also may appeal any such decision by the Presidium to the Congress. The Congress may overrule a suspension or expulsion decision of the Presidium where such action is approved by at least a two-thirds (2/3) vote of all registered for the Congress, including proxies.

## **Section 3.4 Associate Members**

### **a. Qualification**

Associate membership is only eligible to those who have had ordinary membership before but which were unable to maintain qualification necessary to maintain that membership.

### **b. Associate Member Rights**

Associate members shall have the rights of the ordinary members except that associate members shall not have the right to vote in the Congress or to vote at any Conference of the WTBA, any WTBA zone, the WNBA or any WNBA section.

### **c. Associate Member Fees**

The annual fee for each associate member shall be \$50 US Dollars unless subsequently changed by the Presidium or the Congress. All other fees shall be the same for Associate members as they are for ordinary members.

### **Section 3.5 Manner of Acting**

All member federations shall be entitled to vote at the FIQ Congress, pursuant to the rules set forth in Article IV.

Member federations of WTBA and WNBA respectively shall also be entitled to vote at their respective congresses (including Zones and Sections), pursuant to the following rules:

a. Each attending member federation shall be entitled to one (1) actual vote plus a maximum of one (1) additional proxy vote;

b. Each non-attending member federation shall be entitled to transfer its right to vote (by written proxy) to an attending member federation.

No member federation shall be entitled to vote, transfer its right to vote by written proxy, or participate in any tournament conducted or sanctioned by the FIQ disciplines (WTBA and WNBA) unless it is current in the payment of all applicable fees

## **Article IV - Congress**

### **Section 4.1 Establishment of Congress**

The Congress is the chief legislative body of FIQ. The Congress shall make decisions on questions regarding rules as well as matters relating to FIQ as a whole (e.g., financial, business and recognition program policies, membership fees, and admission of new members and termination of memberships).

### **Section 4.2 Binding Effect of Congress**

Decisions taken by the Congress are binding on all members. Unless otherwise provided in these Statutes, decisions made by the Congress can only be cancelled or altered by the Congress.

All decisions made by the Congress will become effective upon adoption, unless otherwise indicated.

### **Section 4.3 Biennial Congress**

The Congress shall meet biennially. Every fourth year the Congress will be held in conjunction with the FIQ World Tenpin Bowling Championships.

The Congress shall be held in the other years at a time and place decided by the previous Congress from applications submitted in accordance with the following rules:

- a. The Congress shall be held in conjunction with the FIQ World Tenpin Bowling Championships;
- b. The host federation for any other Congress shall be decided by the Congress from applications submitted by Members which comply with and follow the provisions adopted by the Presidium;
- c. The Presidium may change the location and/or date if necessary, and will decide the location and date if no application is received.

### **Section 4.4 Proposals and Agenda**

#### **a. The Biennial Congress Agenda**

The Biennial Congress Agenda shall contain the following points, when applicable:

- i. Opening of the Congress;
- ii. Identification of members present and examination of proxies. The examination of proxies shall be done by an appointed Credential Committee, which shall consist of one person from the WNBA and one from the WTBA. Before a proxy can be validated, the member who issued it must have paid all applicable dues;
- iii. Admission and expulsion of members;
- iv. Confirmation of the agenda;
- v. Approval of the minutes of the previous Congress;
- vi. Discussion of the President's Report, which is to be submitted to the members two months before the Congress takes place. It should contain activity reports from the FIQ Presidium and the committees, important points from the WTBA and WNBA reports as well as a financial report;
- vii. Discussion of the Auditor's Report;
- viii. Release of the Presidium from further responsibility concerning the annual and financial reports;
- ix. Discussion of Presidium activities and future plans, and budget;
- x. Establishment of membership fees;
- xi. Discussion of proposals for amendments;
- xii. Election of Officers in the following order: President, First Vice President and Second

Vice President;

xiii. Introduction of the other members of the Presidium who have been elected by the WTBA and WNBA;

xiv. Election of two auditors and one substitute;

xv. Selection of the host federation for the next Congress and announcements relating thereto; and

xvi. Other business.

#### b. Proposed Topics

Additional topics will be presented at any biennial or special meeting of the Congress provided that:

i. All proposals must be submitted to the President three months before the Congress;

ii. The agenda and the proposals are to be submitted to each member and to each member of the Presidium no later than two months before the Congress; and

iii. Only proposals submitted in due time will be addressed by the Congress, unless the proposal is duly recognized as an emergency proposal.

### **Section 4.5 Notice**

The President shall advise each member of the time and location of a biennial Congress at least six months in advance of that Congress.

### **Section 4.6 Special Congress**

Special Congresses may be called at the request of the FIQ Presidium or one-third (1/3) of the members. A special Congress must be called within three months from the request. The only subject(s) to be discussed at a special Congress will be the reason(s) identified in the request.

The President shall provide each member with a notice of any special Congress as soon as such notice is practicable. Any such special Congress shall be held at the time and place designated in the notice.

### **Section 4.7 Quorum**

One-third of the number of members present, in person or by proxy, shall constitute a quorum for the transaction of business at any meeting of the members.



## **Section 4.8 Attendance**

A maximum of four Delegates will be permitted to represent any member at any Congress. The names of the delegates must be submitted in writing stating the name of the federation they represent and signed by an authorized officer of the federation. Non-attendance by any member should be notified to the President in writing. In this case, a delegate of another member can represent the non-attending member, provided that the non-attending member has executed a written proxy to authorize that representation. Before a proxy can be validated, the member having issued it must be current in its dues.

## **Section 4.9 Manner of Acting**

The act of the majority of the votes cast by the member federations present at a Congress at which a quorum is present shall be the act of the Congress, except that a two-thirds (2/3) majority shall be required on the following:

- a. Amendments to these Statutes;
- b. The expulsion of a member;
- c. The decision to consider emergency proposals;
- d. The dissolution of FIQ;
- e. Any act for which a two-thirds (2/3) majority is required by law.

Consistent with these rules, each member shall be allowed to propose one or more motions and vote on any matter before the Congress. Each nation has two votes. Vote(s) can also be transferred to another nation. Representation of more than one other nation however, is not permissible. Members must be current in their dues in order to participate in any Congress.

## **Section 4.10 Minutes**

The Minutes of every Congress will be prepared within two months from the Congress and will be signed by the Chairman of the Congress, after which they shall be distributed to each member and to each member of the Presidium.

## **Section 4.11 Annual Dues**

The Congress shall establish the amount of annual membership dues and review that amount at each meeting. The Congress may agree to reduce or waive any fees with regard to some or all of the members and this reduction or waiver need not be uniformly applied to all members. Newly admitted member federations shall not pay membership dues in the calendar year they are admitted.

## **Article V - Presidium**

### **Section 5.1 Establishment of Presidium**

The Presidium shall direct the work of FIQ as follows:

- a. It shall specifically be responsible for preparation of proposals relative to these Statutes, the use of membership fees, fiscal plans and the general administration of FIQ programs; and
- b. It shall also have authority to hear and determine disputes between FIQ members or between FIQ members and the membership disciplines (WTBA, WNBA and their Zones/Sections). Provided, however, that the IOC Court of Arbitration for Sport shall be used as the final forum to resolve all disputes between FIQ and/or the membership disciplines and/or national federations and/or individuals and/or third parties.

### **Section 5.2 Composition**

The FIQ Presidium is made up as follows:

- a. FIQ President.
- b. First Vice President, and who shall substitute for the FIQ President when necessary.
- c. Second Vice President, who shall substitute for the FIQ First Vice President when necessary.
- d. A Vice President, who is also President of the WTBA.
- e. A Vice President, who is also President of the WNBA.
- f. Three representatives of WTBA, usually the Zone Presidents.
- g. Three representatives of WNBA, usually the Section Presidents.

Only members of the Presidium or their authorized substitutes as established by WNBA and WTBA may attend meetings of the Presidium and participate in deliberations. Observers may attend at invitation of the President, subject to the approval of the Presidium.

Any replacement of WTBA or WNBA Presidium members shall be determined by those organizations.

Members of the FIQ Presidium shall not in any official capacity nor personally in anyway become financially interested in a firm producing or selling bowling equipment. Persons employed by or working as honorary officials of a member organization shall be exempt from this rule, provided that their duties are only for or on behalf of the member and not of a personal nature.

All members of the FIQ Presidium, whether elected or by virtue of their WTBA or WNBA titles, must retire no later than at the end of the calendar year during which they reach age 70. Any Presidium member who has reached age 70 before the effective date of this amendment may complete his or her term of office. (Amended: June 9, 2001).

### **Section 5.3 Annual Meeting**

The annual meeting of the Presidium shall be held at such time and place as is designated by the President and set forth in the notice of meeting.

### **Section 5.4 Special Meeting**

Special meetings of the Presidium may be called by or at the request of the President or any three members of the Presidium. The person or persons authorized to call special meetings of the Presidium may fix any place as the place, either within or outside Colorado, for holding any special meeting of the Presidium called by them.

### **Section 5.5 Notice**

Notice of each meeting of the Presidium stating the place, day and hour of the meeting shall be given in writing to each member of the Presidium at his/her business address at least 30 days prior thereto. Notice may be mailed by first class (airmail if international), or by personal delivery via telephonic, telegraphic, telex or facsimile transmission (and the method of notice need not be the same as to each member of the Presidium). If mailed,

such notice shall be given at least 40 days prior to the meeting and shall be deemed given when deposited in the mail, with postage thereon prepaid. If telegraphed, such notice shall be deemed given when the telegram is delivered to the company. If transmitted by telex or facsimile, such notice shall be deemed given when the transmission is completed.

Any member of the Presidium may waive notice of any meeting before, at or after such meeting.

The attendance of a member of the Presidium at a meeting shall constitute a waiver of notice of such meeting, except where a member of the Presidium attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any meeting of the Presidium need be specified in the notice or waiver of notice of such meeting unless otherwise required by statute.

## **Section 5.6 Presumption of Assent**

A member of the Presidium who is present at a meeting of the Presidium at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless such member of the Presidium's dissent shall be entered in the minutes of the meeting or unless the member of the Presidium shall file a written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the secretary of the corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a member of the Presidium who voted in favor of such action.

## **Section 5.7 Quorum and Voting**

A majority of the members of the Presidium shall constitute a quorum for the transaction of business at any meeting of the Presidium, provided that the President or, in his absence, a Vice-President, must be present. The vote of a majority of the members of the Presidium present in person at a meeting at which a quorum is present shall be the act of the Presidium.

Any member of the Presidium may request a secret ballot on any issue. Where a tie exists, the President or Chairman shall call for a second vote, which may be by secret ballot. If a tie still exists, the motion shall be rejected. If less than a quorum is present at a meeting, a majority of the members of the Presidium present may adjourn the meeting from time to time without further notice other than an announcement at the meeting, until a quorum shall be present. No member of the Presidium may vote or act by proxy at any meeting of the Presidium.

## **Section 5.8 Minutes**

The minutes of every Presidium meeting will be prepared within two months from the Presidium meeting and will be signed by the secretary and the chairman of the meeting, after which they shall be distributed to each member of the Presidium.

## **Section 5.9 Compensation of Presidium Members**

The Presidium shall have power, in its discretion, to contract for and to pay to members of the Presidium for rendering unusual or exceptional services to FIQ, provided that the compensation is commensurate to the value of such service.

## **Section 5.10 Committees**

The FIQ Presidium or the President can appoint temporary or continuing committees to assist the Presidium in its work.

The Chairman and the members of the committees will be appointed by the Presidium or by the President. When the President makes the appointment, he shall first consult with the WTBA, WNBA and Zone/Section Presidents.

In general, the Chairman of the committee should be a member of the FIQ Presidium. The members of the committees shall usually be named in equal number from the WTBA and WNBA.

Committee findings and recommendations shall be presented in writing to the Presidium for discussion and decision.

The meetings of the committees shall take place when necessary and in coordination with the President. The Chairman of the committee will convene the meetings.

Unless otherwise directed by the Presidium, each such committee shall fix its own rules governing the conduct of its activities.

## **Section 5.11 Advisory Boards**

The Presidium may from time to time form one or more advisor boards or committees composed of such members, and having such chairperson, as the Presidium shall designate. The name, objectives and responsibilities of each such advisory board, and the rules and procedure for the conduct of its activities, shall be determined by the Presidium. No advisory board shall have authority to incur any expense or make any representation or commitment on behalf of the corporation without the express approval of the Presidium or the President of the corporation.

### **Section 5.12 Meetings by Telephone**

Members of the Presidium or any committee thereof may participate in a meeting of the Presidium or any committee thereof may participate in the meeting of the Presidium or committee by means of conference telephone or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Such participation shall constitute presence in person at the meeting.

### **Section 5.13 Action Without a Meeting**

Any action required or permitted to be taken at a meeting of the Presidium or any committee thereof may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the members of the Presidium or committee members entitled to vote with respect to the subject matter thereof. Such consent (which may be signed in counterparts) shall have the same force and effect as a unanimous vote of the members of the Presidium or committee members.

## **Article VI - Officers and Agents**

### **Section 6.1 Number and Qualifications**

The elected officers of the corporation shall be a President, a First Vice President and a Second Vice President. No person may simultaneously hold the offices of President and Secretary General or President and Vice President. The President may not simultaneously hold the offices of WTBA President or WNBA President. All officers must be at least eighteen years old.

## **Section 6.2 Election and Term of Office**

Except as provided below, the officers of FIQ shall be elected at the Congress held in the year of the FIQ World Tenpin Bowling Championships. Elections shall be conducted in open voting by raising delegate cards unless an absolute majority of the Congress requests a secret ballot. Each officer shall hold office until his/her successor shall have been duly elected or until his/her prior death, incapacity, resignation or removal.

Nominations for the position of President, First Vice President and Second Vice President must be received by the Secretary General at least three (3) months prior to the FIQ Congress and then circulated to all member federations with the agenda. The Presidium is authorized to make recommendations. Nominations from the floor will only be accepted when there are no nominations received in due time, or when previously received nominations are withdrawn.

## **Section 6.3 Compensation**

The compensation of the officers, if any, shall be as fixed from time to time by the Presidium, and no officer shall be prevented from receiving a salary by reason of the fact that such officer is also a member of the Presidium of the corporation. However, during any period in which the corporation is a private foundation as described in section 509(a) of the Internal Revenue Code, no payment of compensation (or payment or reimbursement of expenses) shall be made in any manner so as to result in the imposition of any liability under section 4941 of the Internal Revenue Code.

## **Section 6.4 Removal**

The prior wording of this section, which gave the Presidium the right to remove an officer was deleted by action of the FIQ Congress on June 9, 2001. The effect of this action is that an action to remove an officer can only be accomplished by the Congress.

## **Section 6.5 Vacancies**

Any officer may resign at any time, subject to any rights or obligations under any existing contracts between the officer and the corporation, by giving written notice to the President

or to the Presidium. An officer's resignation shall take effect at the time specified in such notice, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

## **Section 6.6 Authorities and Duties of Officers**

The officers of the corporation shall have the authority and shall exercise the powers and perform the duties specified below and as may be additionally specified by the President, the Presidium or these bylaws, except that in any event each officer shall exercise such powers and perform such duties as may be required by law.

### **a. President**

- i. The President shall be the chief executive officer of FIQ. He shall preside at all meetings of the Congress and Presidium unless he appoints a chairman of the day to preside for any part of such a meeting.
- ii. The term of office of the President shall be four (4) years. He shall take office immediately following the election and hold office until the next election.
- iii. A vacancy in the office of the President shall be filled by the First Vice President, who shall be the President until the next election.
- iv. The President shall normally represent FIQ in all legal matters, but should he be unable to do so, he/she may be represented by the First Vice President.
- v. The President shall appoint the Secretary General, subject to confirmation by the Presidium. He may also appoint a Deputy Secretary General, with the approval of the Presidium.
- vi. The President shall appoint any committees the FIQ Congress authorizes him to appoint, and in cases of urgency, those he deems necessary. He shall be an ex-officio member of any committee, unless he is a regular member of the committee.
- vii. The President shall have authority to sign, execute and acknowledge, on behalf of FIQ, all deeds, contracts, leases, reports and all other documents or instruments necessary or proper to be executed in the course of FIQ's regular business, or which shall be authorized by resolution of the Presidium or Congress; and, except as otherwise provided by law, the Presidium or Congress, he may authorize any Vice-President or other officer or agent of FIQ to sign, execute and acknowledge such documents or instruments in his place and stead.
- viii. He shall perform all duties incident to the office of President and such other duties as may be prescribed by the Presidium and/or the Congress from time to time.

### **b. Vice President(s)**

- i. FIQ shall have a First and Second Vice President.
- ii. Their terms of office shall be four (4) years. They shall take office immediately following the election and hold office until the next election.



- iii. In the absence of the President or in the event of his death, inability or refusal to act, the highest ranking Vice President shall perform the duties of the President and when so acting shall have all the powers and duties of the President.
- iv. The Vice Presidents shall perform such other duties as from time to time may be assigned to him by the Presidium, the Congress or the President.
- v. A vacancy in the office of the Second Vice President shall remain open until the next election.
- vi. The President and each Vice President shall all come from different Zones.

### **c. Secretary General**

- i. The Secretary General shall be the chief administrative officer. He shall handle the correspondence and other administrative matters in cooperation with the President, take minutes at meetings of the Presidium and subcommittees, and publish regular information to the members.
- ii. The Presidium shall decide upon an honorarium to the Secretary General.
- iii. The Secretary General may participate in the meetings of the Presidium with voice but no vote. He shall be an ex-officio member of all sub-committees of the Presidium with voice only, unless he is a member of the committee.
- iv. The Secretary General shall:
  - Keep the minutes of the meetings of the Presidium in one or more books provided for that purpose;
  - See that all notices are duly given in accordance with the provisions of these Statutes or as required by law;
  - Be custodian of the corporate records and see that FIQ's seal, if any, is affixed to all documents, the execution of which on behalf of FIQ under its seal is duly authorized;
  - In general, perform all duties and exercise such authority as from time to time may be delegated or assigned to him by the Congress, the Presidium or the President.

### **d. Treasurer**

- The President of FIQ shall automatically serve as its Treasurer. The Treasurer shall:
- i. Have charge and custody of and be responsible for all of FIQ's funds and securities;
  - ii. Receive and give receipts for monies due and payable to FIQ from any source whatsoever and deposit all such money in FIQ's name in such banks, trust companies or other depositories as shall be approved by the Presidium;
  - iii. Keep FIQ's accounts and its other financial records;
  - iv. Make such reports of FIQ's financial condition as may be required by law, the Congress or the Presidium; and
  - v. In general, perform all of the duties incident to the office of treasurer and have such other duties and exercise such other authority as from time to time may be delegated or assigned to him by the Congress or the Presidium.

### **e. Honorary President**

The Presidium by 3/4 affirmative votes of the Presidium members eligible to vote may nominate a past or retiring president who has given meritorious service to FIQ for the position of FIQ Honorary President; such nomination will be presented to the FIQ Congress and a majority vote is required for election. An Honorary President may attend meetings of the Presidium and the Congress with voice and no vote.

## **Section 6.7 Surety Bonds**

The Congress or Presidium may require any officer or agent of the corporation to execute to the corporation a bond in such sums and with such sureties as shall be satisfactory to the Presidium, conditioned upon the faithful performance of such person's duties and for the restoration to the corporation of all books, papers, vouchers, money and other property or whatever found in such person's possession or under such person's control belonging to the corporation.

## **Article VII - Contracts Between FIQ and Related Persons**

Any contract or other transaction between FIQ and one or more of the members of its Presidium, or between FIQ and any firm of which one or more of the members of its Presidium are members or employees, or in which he or they are interested, or between FIQ and any corporation or association of which one or more of the members of its Presidium are shareholders, members, officers or employees, or in which he or they are interested, shall be valid for all purposes, notwithstanding the presence of such members or members at the meeting of the Presidium which acts upon, or in reference to, such contract or transaction, and notwithstanding his or their participation in such action, if the fact of such interest shall be disclosed or known to the Presidium and the Presidium shall, nevertheless, authorize, approve and ratify such contract or transaction by a vote of a majority of the members present, such interested member or members to be counted in determining whether a quorum is present, but not to be counted as voting upon the matter or in calculating the majority of such quorum necessary to carry such vote. This Article shall not be construed to invalidate any contract or other transaction which would otherwise be valid under the common and statutory law applicable thereto.

## **Article VIII - Contracts, Loans, Checks, Deposits, Special Corporate Acts**

## **Section 8.1 Contracts**

The Presidium may authorize any officer or officers, agent or agents, to enter into any contract or execute or deliver any instrument in the name of and on behalf of FIQ, and such authorization may be general or confined to specific instances. In the absence of other designation, all deeds, mortgages and instruments of assignment or pledge made by FIQ shall be executed, in FIQ's name, by the President or one of the Vice Presidents and by the Secretary General, a Deputy Secretary General, the Treasurer or an Assistant Treasurer; the Secretary or an Assistant Secretary, when necessary or required, shall affix FIQ's seal thereto; and when so executed, no other party to such instrument or any third party shall be required to make any inquiry into the authority of the signing officer or officers.

## **Section 8.2 Loans**

No loans shall be contracted on FIQ's behalf and no evidences of indebtedness shall be issued in its name unless authorized by or under the authority of a resolution of the Presidium. Such authorization may be general or confined to specific instances.

## **Section 8.3 Checks, Drafts, Etc.**

All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in FIQ's name shall be signed by such officer or officers, agent or agents and in such manner as shall from time to time be determined by or under the authority of a resolution of the Presidium.

## **Section 8.4 Deposits**

All of FIQ's funds not otherwise employed shall be deposited from time to time to FIQ's credit in such banks, trust companies or other depositories as may be selected by or under the authority of a resolution of the Presidium.

## **Article IX - Indemnification**

## **Section 9.1 Scope of Indemnification**

The corporation shall indemnify each director, officer, employee and volunteer of the corporation to the fullest extent permissible under the laws of the State of Colorado and may in its discretion purchase insurance insuring its obligations hereunder or otherwise protecting the persons intended to be protected by this Section 9.1. The corporation shall have the right, but shall not be obligated, to indemnify any agent of the corporation not otherwise covered by this Section 9.1 to the fullest extent permissible under the laws of the State of Colorado.

## **Section 9.2 Savings Clause; Limitation**

If any provision of the Act or these bylaws dealing with indemnification shall be invalidated by any court on any ground, then the corporation shall nevertheless indemnify each party otherwise entitled to indemnification hereunder to the fullest extent permitted by law or any applicable provision of the Act or these bylaws, that shall not have been invalidated. Notwithstanding any other provision of these bylaws, the corporation shall neither indemnify any person nor purchase any insurance in any manner or to any extent that would jeopardize or be inconsistent with the qualification of the corporation as an organization described in section 501(c)(3) of the Internal Revenue Code, or that would result in the imposition of any liability under section 4941 of the Internal Revenue Code.

## **Article X - Miscellaneous**

### **Section 10.1 Account Books, Minutes, Etc.**

The corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its Presidium and committees. All books and records of the corporation may be inspected by any member of the Presidium or that member of the Presidium's authorized agent or attorney, for any proper purpose at any reasonable time.

### **Section 10.2 Conveyances and Encumbrances**

Property of the corporation may be assigned, conveyed or encumbered by such officers of the corporation as may be authorized to do so by the Presidium, and such authorized persons shall have power to execute and deliver any and all instruments of assignment, conveyance and encumbrance; however, the sale, exchange, lease or other disposition of all or substantially all of the property and assets of the corporation shall be authorized only in the manner prescribed by applicable statute.

### **Section 10.3 Designated Contributions**

The corporation may accept any designated contribution, grant, bequest or devise consistent with its general tax-exempt purposes, as set forth in the articles of incorporation. As so limited, donor-designated contributions will be accepted for special funds, purposes or uses, and such designations generally will be honored. However, the corporation shall reserve all right, title and interest in and to and control of such contributions, as well as full discretion as to the ultimate expenditure or distribution thereof in connection with any such special fund, purpose or use. Further, the corporation shall acquire and retain sufficient control over all donated funds (including designated contributions) to assure that such funds will be used to carry out the corporation's tax-exempt purposes.

### **Section 10.4 Conflicts of Interest**

If any person who is a member of the Presidium or officer of the corporation is aware that the corporation is about to enter into any business transaction directly or indirectly with such person, any member of that person's family, or any entity in which that person has any legal, equitable or fiduciary interest or position, including without limitation as a member of the Presidium, officer, shareholder, partner, beneficiary or trustee, such person shall (a) immediately inform those charged with approving the transaction on behalf of the corporation of such person's interest or position, (b) aid the persons charged with making the decision by disclosing any material facts within such person's knowledge that bear on the advisability of such transaction from the standpoint of the corporation, and (c) not be entitled to vote on the decision to enter into such transaction.

### **Section 10.5 Loans to Members of the Presidium and Officers Prohibited**

No loans shall be made by the corporation to any of its members of the Presidium or officers. Any member of the Presidium or officer who assents to or participates in the

making of any such loan shall be liable to the corporation for the amount of such loan until it is repaid.

## **Section 10.6 Languages**

FIQ's official languages are English, French, German and Spanish. All basic notices, statutes and rules are to be published in at least one of the official languages and in the others whenever feasible. The FIQ Congress will be held in one of the official languages, with translation into the others. In the case of any difference in interpretation, the English language will prevail.

## **Section 10.7 Discrimination**

FIQ does not allow any discrimination for reasons of politics, race, religion or any other reason.

## **Section 10.8 Doping**

FIQ recognizes the doping controls of the International Olympic Committee.

## **Section 10.9 Fiscal Year**

FIQ's fiscal year shall be the year ending December 31.

## **Section 10.10 References to Internal Revenue Code**

All references in these bylaws to provisions of the Internal Revenue Code are to the provisions of the Internal Revenue Code of 1986, as amended, and to the corresponding provisions of any subsequent federal tax laws.

## **Section 10.11 Amendments**

The power to alter, amend or repeal these bylaws and adopt new bylaws shall be vested in the Congress.

## **Section 10.12 Severability**

The invalidity of any provision of these bylaws shall not affect the other provisions hereof, and in such event these bylaws shall be construed in all respects as if such invalid provision were omitted.

## **Section 10.13 Procedure**

If the Statutes are silent as to any procedural aspect of any action or meeting hereunder, the procedures of the latest edition of Roberts Rules of Order shall control such procedure.

## **Article XI - Dissolution of FIQ**

1. Only regular meetings of the Congress or a special meeting called for that purpose can decide on a dissolution of FIQ. For dissolution a two-thirds (2/3) majority is needed.
2. After dissolution of FIQ and after payment of its financial obligations, any remaining assets are to be divided among the member associations in relation to the last year's membership fee.

## **Article XII - Acceptance of this Constitution**

This Constitution was ratified on 2nd October 1975 in London and it is valid from January

1st 1976.

This Constitution was amended 1983, 1987, 1991, 1993, 1995, 1997, 1999 and 2001