

Fictitious BIZ Name

TTX Cert# 0927640

Current: JUL 27 2018

ID MAIL

ABOVE FOR OFFICE USE ONLY

THIS STATEMENT IS A PUBLIC RECORD  
(SEE REVERSE SIDE FOR LEGAL REQUIREMENTS AND INSTRUCTIONS)

San Francisco County Clerk  
1 Dr. Carlton B. Goodlett Place, Room 168  
San Francisco, CA 94102-4678  
www.sfgov.org/countyclerk

ENDORSED

A-0382358-00

FILED

SAN FRANCISCO County Clerk

JUL 27, 2018

FILING FEE: (See website for methods of payment)

\$53.00 For 1<sup>st</sup> Business Name and 1<sup>st</sup> Registrant

\$13.00 For each additional business name or each additional registrant (owner) on SAME statement

ITEMS #1 THROUGH #6 MUST BE LEGIBLE AND FULLY COMPLETED; SUBMIT FORM IN DUPLICATE

## FICTITIOUS BUSINESS NAME STATEMENT

by: GISELLE ROMO

Deputy County Clerk

Expires: JUL 27, 2023

1. Fictitious Business Name(s)/Trade Name (SBA): GOLDEN GATE WRESTLING CLUB

WRESTLERS WITHOUT BORDERS

2. 63 WHITNEY ST, SAN FRANCISCO, CA 94131

Street Address, City, State and Zip code of Principal Place of Business (P.O. Box NOT allowed)

MUST ENTER COUNTY OF FSN ADDRESS:

SAN FRANCISCO

3. EUGENE A. DERMODY

Full name of registrant/owner #1 (If Corporation or Limited Liability Company, also indicate State of Incorporation or organization, e.g. (CA), (DE), etc)

63 WHITNEY ST.

Residence Address (P.O. Box NOT allowed)

SAN FRANCISCO, CA 94131

City, State and Zip Code

Full name of registrant/owner #2 (If Corporation or Limited Liability Company, also indicate State of Incorporation or organization, e.g. (CA), (DE), etc)

Residence Address (P.O. Box NOT allowed)

City, State and Zip Code

Full name of registrant/owner #3 (If Corporation or Limited Liability Company, also indicate State of Incorporation or organization, e.g. (CA), (DE), etc)

Residence Address (P.O. Box NOT allowed)

City, State and Zip Code

Full name of registrant/owner #4 (If Corporation or Limited Liability Company, also indicate State of Incorporation or organization, e.g. (CA), (DE), etc)

Residence Address (P.O. Box NOT allowed)

City, State and Zip Code

4. The business is conducted by: ☒ an individual ☐ a general partnership ☐ a corporation ☐ a limited partnership  
☐ an unincorporated association other than a partnership ☐ a trust ☐ co-partners ☐ a married couple  
☐ joint venture ☐ a limited liability company ☐ state or local registered domestic partners ☐ a limited liability partnership

5. The registrant commenced to transact business under the fictitious business name or names listed above on: (enter EXACT date OR if future date, enter "not applicable")

06/24/2013

6. I declare that all information in this statement is true and correct. (A registrant who declares as true any material matter pursuant to Section 17913 of the Business and Professions Code that the registrant knows to be false is guilty of a misdemeanor punishable by a fine not to exceed one thousand dollars (\$1,000).)

If registrant other than Corp. or LLC, sign below

Signature

Printed Name EUGENE A. DERMODY

If registrant is a Corporation or Limited Liability Company, sign below

Corporation or LLC Name:

Signature

Printed Name & Title



This statement was filed with the San Francisco County Clerk on date indicated by the file stamp above.

NOTICE--IN ACCORDANCE WITH SUBDIVISION (a) OF SECTION 17920, A FICTITIOUS NAME STATEMENT GENERALLY EXPIRES AT THE END OF FIVE YEARS FROM THE DATE ON WHICH IT WAS FILED IN THE OFFICE OF THE COUNTY CLERK, EXCEPT, AS PROVIDED IN SUBDIVISION (b) OF SECTION 17920, WHERE IT EXPIRES 40 DAYS AFTER ANY CHANGE IN THE FACTS SET FORTH IN THE STATEMENT PURSUANT TO SECTION 17913 OTHER THAN A CHANGE IN THE RESIDENCE ADDRESS OF A REGISTERED OWNER. A NEW FICTITIOUS BUSINESS NAME STATEMENT MUST BE FILED BEFORE THE EXPIRATION. THE FILING OF THIS STATEMENT DOES NOT OF ITSELF AUTHORIZE THE USE IN THIS STATE OF A FICTITIOUS BUSINESS NAME IN VIOLATION OF THE RIGHTS OF ANOTHER UNDER FEDERAL, STATE, OR COMMON LAW (SEE SECTION 14411 ET SEQ., BUSINESS AND PROFESSIONS CODE).

### CERTIFICATION

I hereby certify that the foregoing is a correct copy of the original on file with the San Francisco County Clerk.

GISELLE ROMO

By

Deputy County Clerk

FBNS.docx

Rev. 07/01/2018

GGWC 2011 CA 50103 2011



STATE OF CALIFORNIA  
FRANCHISE TAX BOARD  
P.O. BOX 1286  
RANCHO CORDOVA CA 95741-1286

In Reply refer to  
7551AFF:ARJ

★ April 25, 2011

CA Charity Reg#

Q77235

ORG# 9763581

GOLDEN GATE WRESTLING CLUB  
X EUGENE DERHODY  
63 WHITNEY ST  
SAN FRANCISCO  
SAN FRANCISCO CA 94131-2742

CALIFORNIA  
501(c)(3)

★ Purpose : SCHOOL  
Code Section : 23701d  
Form of Organization : Corporation  
Accounting Period Ending: December 31  
Organization Number : 9763581 ★

#### EXEMPT ACKNOWLEDGEMENT LETTER

This letter acknowledges that the Franchise Tax Board (FTB) has received your federal determination letter that shows exemption under Internal Revenue Code (IRC) Section 501(c)(3). Under California law, Revenue and Taxation Code (R&TC) Section 23701d(c)(1) provides that an organization is exempt from taxes imposed under Part II upon submission of the federal determination letter approving the organization's tax-exempt status pursuant to Section 501(c)(3) of the IRC.

The effective date of your organization's California tax-exempt status is 08/22/1988.

R&TC Section 23701d(c)(1) further provides that the effective date of an organization's California tax-exempt status is the same date as the federal tax-exempt status under IRC Section 501(c)(3).

Under R&TC Section 23701d(c), any change to your organization's operation, character, or purpose that has occurred since the federal exemption was originally granted must be reported immediately to this office.

Additionally, organizations are required to be organized and operating for nonprofit purposes to retain California tax-exempt status.

For filing requirements, get FTB Pub. 1068, Exempt Organizations - Filing Requirements and Filing Fees. Go to [ftb.ca.gov](http://ftb.ca.gov) and search for 1068.

Note: This exemption is for state franchise or income tax purposes only. For information regarding sales tax exemption, contact the State Board of Equalization at 800.400.7115, or go to their website at [see.ca.gov](http://see.ca.gov).

A JENKINS  
EXEMPT ORGANIZATIONS  
BUSINESS ENTITIES SECTION  
TELEPHONE (916) 845-4605  
FAX NUMBER (916) 845-9029

RTH

NON PROFIT  
DOCS

GGWC 2218

INTERNAL REVENUE SERVICE  
P. O. BOX 2508  
CINCINNATI, OH 45201

IRS  
581C3

DEPARTMENT OF THE TREASURY

Date: **MAR 03 2010**

GOLDEN GATE WRESTLING CLUB  
C/O EUGENE DERMODY  
63 WHITNEY ST  
SAN FRANCISCO, CA 94131

Employer Identification Number:  
94-3066984  
DIN:  
17053243325049  
Contact Person:  
PAULA HARRELL ID# 31608  
Contact Telephone Number:  
(877) 829-5500  
Accounting Period Ending:  
December 31  
Public Charity Status:  
170(b)(1)(A)(vi)  
Form 990 Required:  
Yes  
Effective Date of Exemption:  
August 22, 1988  
Contribution Deductibility:  
Yes  
Addendum Applies:  
No

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. We determined that you are a public charity under the Code section(s) listed in the heading of this letter.

Please see enclosed Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, for some helpful information about your responsibilities as an exempt organization.

Letter 947 (DO/CG)



1300 I Street  
P. O. Box 903447  
Sacramento, CA 94203-4470  
(916) 210-6400 Ext 6  
Fax: (916) 444-3651  
[Delinquency@doj.ca.gov](mailto:Delinquency@doj.ca.gov)

April 27, 2021

**GOLDEN GATE WRESTLING CLUB**  
63 WHITNEY STREET  
SAN FRANCISCO CA 94131

State Charity Registration Number:  
**077235**

**RE: CLEARED SUSPENSION LETTER**

**ORG# 9763581**

All the required documentation and late fees have been received. The above organization is now **Current** with our office and the **Notice of Intent to Suspend and Revoke Registration** is cleared.

Unless you have an approved IRS extension, Form RRF-1 is required to be submitted to our office annually 4 months and 15 days from the end of your fiscal year. If the "Gross Annual Revenue" is over \$50,000.00 then a copy of the IRS 990, 990-EZ or 990-PF is also required.

**Effective February 1, 2020**, the Registry of Charitable Trusts requires registrants with annual revenue under \$50,000 to file Form CT-TR-1 treasurer's report *together with* Form RRF-1. Both forms are available online at <http://oag.ca.gov/charities/forms>.

Significant changes to the forms include:

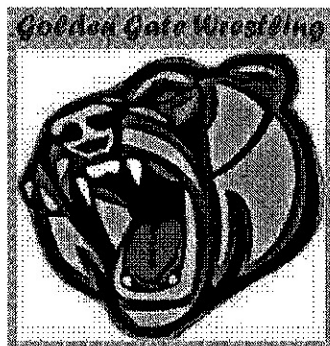
- NEW Form CT-TR-1 must be filed annually when revenue is under \$50,000; and
- Form RRF-1 now requires additional information such as noncash contributions, program expenses, and total expenses.

Sincerely,

*Registry of Charitable Trusts*

For **ROB BONTA**  
Attorney General





*Tradition Camaraderie Pride since 1982*

State of California 501c3 Non-Profit BY-LAWS of:

**Golden Gate Wrestling Club (GGWC)** (sole governing instrument)

This 08 April 2021 Ver#01 is an update to the official 05 January 2010 IRS 501c3 version attached to the IRS acceptance letter of 03 March, 2010.

These 501c3 BY-LAWS were upgraded from the from the original GGWC 501c4 from 1989 and 2009).

## **ARTICLE 1: Identity**

### **Section 1: Identification**

These BY-LAWS and any Article 6 Amendments shall be the sole governing instrument of **Golden Gate Wrestling Club** (hereafter referred to as **GGWC**).

Affiliated organizations referred to in this document by acronym:

<b>IOC</b>	<b>International Olympic Committee</b>
<b>UWW</b>	<b>United World Wrestling</b> (formerly <b>Federation Internationale des Luttres Associes (FILA)</b> ), the official governing/sanctioning body for wrestling to the <b>IOC</b>
<b>USOC</b>	<b>United States Olympic Committee</b> , representative to the <b>IOC</b> for all United States sports
<b>USAW</b>	<b>United States Amateur Wrestling</b> , representative to the <b>USOC</b> for United States wrestling by state, e.g., <b>CA-USAW</b> , <b>NJ-USAW</b>
<b>GGWC</b>	<b>Golden Gate Wrestling Club</b> , this organization, as defined in <b>Article 1</b> , Section 2
<b>WWB</b>	<b>Wrestlers WithOut Borders</b> , the international umbrella organization of which <b>GGWC</b> is a member organization, and the founder
<b>SFUSD</b>	<b>San Francisco Unified School District</b>
<b>SFDPR</b>	<b>San Francisco Department of Parks and Recreation</b>
<b>BAWA</b>	<b>Bay Area Wrestling Association</b> (San Francisco & San Mateo counties)
<b>IRS</b>	<b>Internal Revenue Service</b>

## **Section 2: Purpose/Function**

- a. The sole purpose and function of GGWC is to manage the organizational and promotional aspects of wrestling by developing and subsidizing the sport of international (UWW) men's, women's, youth wrestling and grappling within the formal structures of community recreation (SFDPR), academic (SFUSD/BAWA) high school programs, The Gay Games (FGG), and any other local/national/international sanctioned events and competitions; The Mission of GGWC is best expressed by Gay Games founder and 1968 Olympian Tom Waddell: **Inclusion, Participation, and Personal Best.**

## **Section 3: Mission Statement (Purpose Clause)**

- a. The mission and philosophy of GGWC specifically includes (but is not limited to):
  1. A commitment to the principles of Participation, Inclusion and Personal Best as expressed by the policies and example of GGWC members especially as they pertain to age, gender, acceptance, safety and non-elitist competition in international Freestyle, Grappling, Greco-Roman, and Grappling Wrestling, as defined by UWW;
  2. Adherence to the rules, regulations, policies and procedures of UWW, and its member organizations such as USAW, CA-USAW, and BAWA, where they are NOT in conflict with GGWC, especially as they apply to the planning and operation of international tournaments; and scholastic programs;
  3. The promotion and development of the noble sport, of Freestyle, Grappling, Greco-Roman, and Grappling Wrestling through the immediate investment in the youth of the San Francisco Bay Area, CA, however, not limited to just the San Francisco Bay Area.
  4. The outreach, identification, and engagement of all San Francisco Bay Area high school youth (especially isolated high-risk youths) into a carefully supervised competitive and recreational wrestling program with the goal of creating self-motivated empowered leaders. However, not limited to just the San Francisco Bay Area.
  5. Besides providing the training venue, GGWC provides the motivational, emotional, technical, and financial support so that these young athletes can achieve their potential through athletics (wrestling);

## **Section 4: Standard IRS 501c3 Code Compliance Language**

- a. Golden Gate Wrestling Club (GGWC) is and has been organized since 1988 as a CA 501c4 and then 2010 as a 501c3 non-profit, exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501c3 of the Internal Revenue Code, or corresponding section of any future federal tax code, and as stated in the 'Purpose Clause' Section 3 above;
- b. The distribution of all funds is and has been conducted under the strict requirements of the IRS 501c3 Code, as it was and as it has evolved. No part of the funds raised by GGWC shall inure to the benefit of, or be distributable to its members, officers, trustees, or other private persons, except that the GGWC shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes set forth in Section 3 (the 'Purpose Clause' hereof);

- c. No substantial part of the activities of the GGWC shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the GGWC shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision in this document, the GGWC shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501c3 of the IRS Code, or corresponding Section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170c2 of the IRS Code, or corresponding Section of any future federal tax code;
- d. Upon the dissolution of the GGWC, assets shall be distributed for one or more exempt purposes within the meaning of Section 501c3 of the IRS Code, or corresponding Section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose (e.g... the \$5k wrestling mats would be donated to a school or recreation center). Any assets not disposed of shall be disposed of by the Court of Common Pleas of the City and County of San Francisco California, exclusively for such purposes, or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes;

## **ARTICLE 2: Location**

### **Section 1: Place of Business**

The principal business office and mailing address of GGWC shall be the residence of the current **President**;

## **ARTICLE 3: Finance**

### **Section 1: Dues**

- a. Dues shall be a standardized annual fee assessed of each GGWC member as outlined in a separate and attached **Appendix A** document titled '**GGWC Membership Dues**'. These dues take effect with passage and acceptance of these BY-LAWS, and may be revised by a 2/3 (66 %) vote of the entire Board of Directors three months prior to or two months after September 1<sup>st</sup>. of each year (the start of the USAW calendar), only once each year for the following year;
- b. Dues and other monies which GGWC acquires through donations, sponsorships, fund-raisers or other means will be used to pay for GGWC operating expenses. Any monies in excess of those operating expenses may be applied to the fulfillment of the GGWC mission as outlined in **Articles 1 and 4** of these BY-LAWS and as determined by the Board of Directors;

### **Section 2: Financial Management**

- a. GGWC will maintain a non-profit Business Account as a legal California 'Unincorporated Association' with a Bank, to include ATM, Mobile, and Computer access;
- b. Assessed dues shall be paid to GGWC, via the on-line GGWC account app, or by check to the current GGWC President, and deposited into that checking account referred to above. The current GGWC **President** shall be the valid/required signatory to the bank account., and shall write GGWC checks from that GGWC account;

## ARTICLE 4: Operation

### Section 1: Definition of Business Year

- a. The annual GGWC business year shall run from September 1<sup>st</sup>. to August 31<sup>st</sup>. to correspond with the CA USAW calendar;

### Section 2: Composition: Membership and Board of Directors

#### a. Levels of GGWC Membership

GGWC offers the following levels of membership for participation as competitor, coach, organizer, or supporter:

1. **Board of Directors Member Organization** (e.g... other organized long term "teams" e.g... 'Mission HS Wrestlers')
2. **Affiliate Member Organization** (e.g... other smaller less organized short term local/event driven 'teams' e.g... 'Peninsula Grapplers')
3. **Individual Board of Directors Membership** (e.g.,, long term local qualified coaches, officials, athletic directors)
4. **Individual Affiliate Membership (competitor/coach)** (e.g... short term guest coaches, officials, etc..)
5. **Individual Athlete Membership (competitor)**

#### b. Definitions of levels of GGWC Membership

1. **Board of Directors Member Organization:** Each Board of Directors Member Organization (c.g.. Marin Wrestlers, etc..) shall pay full membership dues and shall appoint a single representative to the Board of Directors . This representative is the only designated voting member for that organization on all GGWC business. This appointment must be submitted in writing to the Board of Directors prior to September 1<sup>st</sup>. of each year. This representative then becomes a voting member of the Board of Directors;
2. **Affiliate Member Organization:** Each GGWC Affiliate Member Organization (e.g.. BAWA Women's HS Wrestling) will pay an annual fee (dues) to be determined by the Board of Directors . Affiliate Member Organizations will NOT be voting members of the Board of Directors;
3. **Individual Board of Directors Member:** Regardless of geographic location, an individual may apply for a position on the Board of Directors as an Individual Board Member. Board service will be approved for a term of two years, and is renewable by application to the Board of Directors . Approval of Individual Board Member status must be granted by a 2/3 (66 %) majority of the entire Board of Directors. Approval of renewals must be by a simple 51 % majority of the other individual and organizational members of the Board of Directors . Individual Board of Directors Members will pay annual fees (dues) to be determined by the Board of Directors , and be a voting member of the Board of Directors;
4. **Individual Affiliate Member:** An individual who does not live within 100 kilometers (62 miles) of the regularly scheduled practice facility of a GGWC Board Member organization or of a GGWC Affiliate Member organization, may apply for an Individual Affiliate Membership. Individual Affiliate Members will pay annual fees (dues) to be determined by the Board of Directors . Such members will NOT be voting members of the Board of Directors . Any waiver of the geographic restriction must be approved by a 2/3 (66 %) majority vote of the entire Board of Directors;

5. **Individual Athlete:** A dues paying individual member who will NOT be a voting member of the Board of Directors;

c. **Applications for and renewals of levels of GGWC Membership**

1. Application for Organizational membership into **GGWC** shall consist of a letter of intent, documenting the purpose and history of that organization, accompanied by a current copy of the applicant organization's BY-LAWS or facsimile of organization. Approval of membership into GGWC shall be by a simple 2/3 (66 %) decision of the entire Board of Directors . Membership will become effective at the start of the subsequent calendar quarter upon payment of membership dues paid pro-rated to the start of that calendar year;
2. Continued Organizational Board of Director membership in GGWC is renewed each year via the designation of the GGWC representative, submission of current club contact information, and submission of membership dues. Failure of the organizational member to designate a GGWC representative, or its delinquency in dues past 30 days, will automatically signal the withdrawal of that organization from GGWC. Former Board of Director organizations are eligible to re-apply for new membership;
3. Continued Organizational Affiliate membership is by renewal of the fees set by the Board of Directors and submission of current contact information;
4. Continued individual Board of Directors membership is renewed by ongoing participation in Board of Directors business, submission of current contact information, and by remaining current with any designated membership dues. Delinquency of dues past 30 days will signal withdrawal from the Board of Directors;
5. Continued individual affiliate membership is by renewal of the fees set by the Board of Directors and submission of current contact information;

d. **Benefits of membership and affiliation**

1. It is the hope and intent that as the Board of Directors grows, it will be able to provide support (through marketing, communications, coaching, network contacts and other means) for its members and affiliates and for GGWC-endorsed Freestyle, Grappling, and Greco-Roman wrestling events. All organizational and individual members and affiliates would be entitled to apply for such benefits. Such GGWC activities and benefits will be guided by these BY-LAWS, with implementations and revisions as the 51 % plain majority of the Board of Directors deems appropriate;
2. GGWC shall endeavor to produce an electronically transmitted newsletter to be delivered on a regular basis throughout the calendar year to all individuals, organizations, and any individual within the member or affiliate organizations who request the newsletter;
3. All GGWC endorsed events will make reasonable efforts to accommodate fellow GGWC organizations and individuals in their clinics and tournaments, including, when feasible, such things as hosted housing;
4. GGWC shall endeavor to maintain an internet web site that will list results of events, contact information, and calendar information for clubs;

5. GGWC shall establish and maintain a full member and affiliate listserv that it will make available to all members and affiliates. The listserv will be a single entity address, and respect the privacy of members and affiliates by permitting an Opt-Out/UnSubscribe function. The listserv will be able to send and receive messages for the purpose of finding training, coaching, and sparring opportunities. The listserv can be eMail or MMS TEXT based;
6. GGWC and its member and affiliate organizations will endeavor to establish an international scholarship fund in cooperation with WWB for the purpose of assisting wrestlers who wish to compete in tournaments but would otherwise lack the necessary resources;
7. GGWC and its member and affiliate organizations may endeavor to establish scholarship funds for the purpose of assisting wrestlers who wish to train with other specialty commercial wrestling camps but who would otherwise lack the necessary resources;
8. GGWC will endeavor as its first priority to specifically subsidize high school individuals who meet the SFUSD's criteria of needing assistance;

### **Section 3: Transaction of Official Business**

- a. A QUORUM is identified as a two-thirds (2/3 (66 %) majority of the current entire Board of Directors , and a MAJORITY of the QUORUM is required to conduct all valid GGWC business other than membership application approval. That MAJORITY of the QUORUM can be attained through telephone conference calls, email, or other recognized reasonable means, and it specifically need NOT require the physical presence of any GGWC Director to be in any one place at one time. Any individual or organizational board member that has not paid its annual dues may NOT vote, unless otherwise specified in these BY-LAWS (as in **Article 2**, Section I and **Article 4**, Section 2), a MAJORITY is a simple 51 % majority of the QUORUM;

### **Section 4: Powers**

- a. All powers listed below (subject to limitations of these **Articles** or provisions of the law) shall be exercised by the Board of Directors:
  1. to appoint and remove all officers, and prescribe their duties;
  2. to create officer positions other than **President, Treasurer, or Secretary**;
  3. to make rules for the guidance of GGWC not inconsistent with local law or these BY-LAWS;
  4. to delegate the daily operations of GGWC to its officers with ultimate direction vested in the Board of Directors;
  5. to change the principal place of operation, meetings, and checking account of GGWC;
  6. to amend the GGWC BY-LAWS;



### **Section 5: Records**

- a. The Board of Directors shall cause to be kept open a book of minutes and financial records after adequate and reasonable demand has been given to inspect such documents;
- b. All GGWC Directors are entitled to inspect said minutes and records;

### **Section 6: Meetings**

- a. The GGWC meeting shall hold a Required Annual Meeting once a year between Sept. 1 and Oct. 15 to review reports, elect officers and conduct any business matters at hand;
- b. These meetings will be held at the convenience of the Board of Directors in any fashion they see fit. Other meetings may be conducted via electronic communications or person-to-person as the Board of Directors deem appropriate for the purposes of conducting matters as described in **Article 4**, Section 2, of these BY-LAWS, with reasonable and proper advance notification made to each Board member to enable compliance with the meeting request;

### **Section 7: Term of Officers**

- a. The GGWC officers shall be selected from members of GGWC at the required annual meeting of the Board of Directors and they shall serve until the end of the next required annual meeting. The Board of Directors authorizes these elected officers to fill any vacancies that occur between meetings, subject to the ratification of the Board of Directors;

## **ARTICLE V: Job Descriptions**

### **Section 1: Job Description of Officers**

- a. The responsibilities of GGWC Officers are described in this Section. An individual may hold more than one office if not in conflict with CA 501c3 law, i.e... **Sports Officer** and **Representative(s)** can be combined or differentiated with other Officer Holders;
  - 1. **President** (required by CA Law):
    - a. to coordinate and facilitate the meetings of GGWC in an orderly fashion;
    - b. keep the Board of Directors informed of business;
    - c. serve as official representative to all outside organizations;
    - d. approve expenditures to fulfill GGWC functions;

2. **Treasurer** (required by CA Law):

- a. serve as the Corporate Chief Financial Officer of GGWC and maintain its financial records;
- b. have charge and custody of, and be responsible for, all funds and securities of GGWC and deposit all such funds in the GGWC account;
- c. receive, and give receipt for, monies due and payable to GGWC;
- d. disburse funds as directed by the Board of Directors (sign checks);
- e. maintain adequate and correct records of GGWC's properties and transactions;
- f. prepare the financial statements to be included in any required reports and the necessary government filings to maintain GGWC nonprofit organization status;
- g. manage GGWC accounts;

3. **Secretary** (required by CA Law):

- a. other duties incidental to the office of Secretary as may be assigned by the Board of Directors;
- b. writing letters, answering emails, filing applications for: tournaments, USAW membership cards, camps, etc...;
- c. summarizing meetings into minutes;
- d. with express power, enforce contract rights on behalf of GGWC;
- e. resent proposals to amend BY-LAWS to the GGWC; and to incorporate and approved amendments into the BY-LAWS;

4. **Representative(s)** to WWB and BAWA (not required by CA Law):

- a. represent and vote the views, opinions and concerns of GGWC as delegate members of the WWB and BAWA, and report back to GGWC along with the President;

5. **Sports Officer** (not required by CA Law):

- a. serve as GGWC chief liaison and consultant with outside sports organizations such as the WWB, BAWA, and CA USAW;
- b. serve as a sports networking resource for GGWC members;

**ARTICLE 6: Amendments/Policy**

**Section 1: Amendments**

- a. These BY-LAWS, or any particular **Article** or sub-Section of these BY-LAWS may be amended or repealed or new **Articles** and sub-Sections adopted by a simple MAJORITY of a QUORUM of the Board of Directors , at any meeting;

## **ARTICLE 7: Dissolution**

### **Section 1: Authority**

- a. GGWC may be dissolved by a 2/3 (66 %) vote of the entire Board of Directors;

### **Section 2: Disposition of Assets**

- a. In the event of the Dissolution of GGWC all properties and possessions of GGWC are to be sold, and all proceeds are to be used to pay any and all outstanding debts of GGWC; any remaining balance and any remaining assets are to be disbursed to qualified charitable organizations per direction of the Board of Directors;

## **ARTICLE 8: Ratification**

### **Section 1: Acceptance**

- a. Upon ratification of these BY-LAWS by the current Board of Directors , they and the appended document **Appendix A 'GGWC Membership Dues'** go into immediate effect;
- b. Any organization with current GGWC membership status at the time of ratification of these BY-LAWS may declare for other Board Organization Member or Affiliate Organization Member status, which will become automatically accepted upon receipt of the declaration, and the dues outlined in **Appendix A 'GGWC Membership Dues'** by September 30, annually;
- c. Any individual who is a member of any organization with current GGWC membership status at the time of ratification of these BY-LAWS, may declare for Individual Board Member status by September 30, annually. Such applications may be approved by the Board of Directors as outlined in **Article 4, Section 2.b.4** of these BY-LAWS, and will become effective with receipt of membership dues within 10 business days of approval;
- d. Any other organizations or individuals may file for membership status as outlined in approved GGWC Board Members, which will become automatically accepted upon receipt of the declaration and the dues outlined in **Article 4, Section 2.b** of these BY-LAWS;
- e. Upon ratification of these by-laws, the newly constituted Board of Directors will hold its election of officers by October 14, annually, for all offices to go into immediate effect.

John F. Kennedy

mm/dd/ccyy

Age Bish

mm/dd/ccyy

Engelhardt

mm/dd/ccyy

**Golden Gate Wrestling Club (GGWC) ByLaws ver#01 2021.04.08 Page# 10 of 10**

GGWC 1988 581C4 IRS (Replaced by 581C3)

Mar 12 05 04:37p

Gene Darnovsky

1.800.887.1373

p.2

U.S. FEDERAL Non Profit

Internal Revenue Service  
District Director

581C(4)

Department of the Treasury

P O BOX 36001 STOP 3F-4-46  
SAN FRANCISCO, CA 94102

Date: AUG. 22, 1988 \*

→ GOLDEN GATE WRESTLING CLUB  
53 WHITNEY STREET  
SAN FRANCISCO, CA 94131

Employer Identification Number:  
94-3066984  
Case Number:  
958166019  
Contact Person:  
ROLAND FORTIER  
Contact Telephone Number:  
(415) 556-0819

581C(4)  
SOCIAL  
WELFARE

Internal Revenue Code  
Section 501(c)(4) ←  
Accounting Period Ending:  
December 31  
Form 990 Required:  
Yes  
Exempt Applies:  
Yes

Dear Applicant:

Based on information supplied, and assuming your operations will be as stated in your application for recognition of exemption, we have determined you are exempt from Federal income tax under the provisions of the Internal Revenue Code section indicated above.

Unless specifically excepted, you are liable for taxes under the Federal Insurance Contributions Act (social security taxes) for each employee to whom you pay \$100 or more during a calendar year. And, unless excepted, you are also liable for tax under the Federal Unemployment Tax Act for each employee to whom you pay \$50 or more during a calendar quarter if, during the current or preceding calendar year, you had one or more employees at any time in each of 20 calendar weeks or you paid wages of \$1,500 or more in any calendar quarter. If you have any questions about excise, employment or other Federal taxes, please address them to this office.

If your purposes, character, or method of operation change, please let us know so we can consider the effect of the change on your exempt status. Also, you should inform us of all changes in your name and address.

The heading of this letter indicates whether you must file Form 990, Return of Organization Exempt from Income Tax. If Yes is indicated, you are only required to file Form 990 if your gross receipts each year are normally more than \$25,000. If a return is required, it must be filed by the 15th day of the fifth month after the end of your annual accounting period. The law provides for a penalty of \$10 a day, up to a maximum of \$5,000, when a return is filed late, unless there is reasonable cause for the delay. This penalty may also be charged if a return is not complete. So please make sure your return is complete before you file it.

You are not required to file Federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the

GGWC 1989 CA 581C4 (Replaced by 581C3)

Mar 12 05 04:38p

Gene Dermody

1.800.887.1378

P.3

CALIFORNIA Non Profit  
STATUS  
581C(4)



STATE OF CALIFORNIA  
FRANCHISE TAX BOARD  
P.O. BOX 924  
SACRAMENTO, CA 95832-0924

July 26, 1989

In reply refer to  
34416 PTS

GOLDEN GATE WRESTLING CLUB  
C/O EUGENE A. DERMODY, JR.  
63 WHITNEY STREET  
SAN FRANCISCO CA 94131

Purpose	: SOCIAL WELFARE
Code Section	: 237013
Form of Organization	: Association
Accounting Period Ending	: December 31
Organization Number	: 8763561

You are exempt from state franchise or income tax under the section of the Revenue and Taxation Code indicated above.

This decision is based on your stated purposes and with the understanding that your present operations will continue or will be as proposed in your application. Any changes in operation, character, or purposes must be reported to this office immediately for consideration of their effect upon your exempt status. You must also report any change in name or address.

In the event of a change in relevant statutory, administrative, judicial case law, a change in federal interpretation of federal law in cases where our opinion is based upon such an interpretation, or a change in the material facts or circumstances relating to your application upon which this opinion is based, this opinion may no longer be applicable. It is your responsibility to be aware of these changes should they occur. This paragraph constitutes written advice, other than a chief counsel ruling, within the meaning of Revenue and Taxation Code Section 21012(a)(2).

You may be required to file Form 109 (Exempt Organization Annual Information Return) on or before the 15th day of the 5th month (4 1/2 months) after the close of your accounting period. Please see current instructions with forms for requirements.



8

DISPLAY CONSPICUOUSLY AT PLACE OF BUSINESS FOR WHICH ISSUED

CALIFORNIA STATE BOARD OF EQUALIZATION

G-G-W-C

SELLER'S PERMIT



ACCOUNT NUMBER

1/1/2000 SR BH 97-738405

GOLDEN GATE WRESTLING CLUB

EUGENE A. DERMODY, JR.

63 WHITNEY STREET

SAN FRANCISCO, CA 94131

THIS PERMIT DOES NOT  
AUTHORIZE THE HOLDER  
TO ENGAGE IN ANY  
BUSINESS CONTRARY TO  
LAWS REGULATING THAT  
BUSINESS OR TO  
POSSESS OR OPERATE  
ANY ILLEGAL DEVICE.

IS HEREBY AUTHORIZED PURSUANT TO SALES AND USE TAX LAW TO ENGAGE IN THE  
BUSINESS OF SELLING TANGIBLE PERSONAL PROPERTY AT THE ABOVE LOCATION

THIS PERMIT IS VALID UNTIL REVOKED OR CANCELED BUT IS NOT TRANSFERABLE. IF YOU SELL YOUR BUSINESS,  
OR DROP OUT OF A PARTNERSHIP, NOTIFY US OR YOU COULD BE RESPONSIBLE FOR SALES AND USE TAXES  
OWED BY THE NEW OPERATOR OF THE BUSINESS.

Not valid at any other address

FOR GENERAL TAX QUESTIONS, PLEASE TELEPHONE OUR INFORMATION CENTER AT 1-800-400-7115.

BOE-442-R REV. 13 (6-00)

NOTICE TO INDIVIDUALS REGARDING  
INFORMATION FURNISHED TO THE BOARD OF EQUALIZATION

The Information Practices Act of 1977 and the Federal Privacy Act requires this agency to provide the following notice to individuals who are asked by the State Board of Equalization (Board) to supply information, including the disclosure of the individual's social security account number.

Individuals applying for permits, certificates, or licenses, or filing tax returns, statements, or other forms prescribed by this agency, are required to include their social security numbers for proper identification. [See Title 42 United States Code Section 405(c)(2)(C)(i)]. It is mandatory to furnish all the appropriate information requested by applications for registration, applications for permits or licenses, tax returns and other related data. Failure to provide all of the required information requested by an application for a permit or license could result in your not being issued a permit or license. In addition, the law provides penalties for failure to file a return, failure to furnish specific information required, failure to supply information required by law or regulations, or for furnishing fraudulent information.

Provisions contained in the following laws require persons meeting certain requirements to file applications for registration, applications for permits or licenses, and tax returns or reports in such form as prescribed by the State Board of Equalization: Alcoholic Beverage Tax, Sections 32001-32556; Childhood Lead Poisoning Prevention Fee, Sections 43001-43661; Health & Safety Code, Sections 105275-105310; Cigarette and Tobacco Products Tax, Sections 30001-30481; Diesel Fuel Tax, Sections 60001-60709; Emergency Telephone Users Surcharge, Sections 41001-41176; Energy Resources Surcharge, Sections 40001-40216; Hazardous Substances Tax, Sections 43001-43651; Integrated Waste Management Fee, Sections 45001-45984; International Fuel Tax Agreement, Sections 9401-9433; Motor Vehicle Fuel License Tax, Sections 7301-8405; Occupational Lead Poisoning Prevention Fee, Sections 43001-43651; Health & Safety Code, Sections 105175-105197; Oil Spill Response, Prevention, and Administration Fees, Sections 46001-46751; Government Code, Sections 8670.1-8670.53; Publicly Owned Property, Sections 1840-1841; Sales and Use Tax, Sections 6001-7279.8; State Assessed Property, Sections 721-888, 4876-4880, 5011-5014; Tax on Insurers, Sections 12001-13170; Timber Yield Tax, Sections 38101-38908; Tire Recycling Fee, Sections 55001-55381; Public Resources Code, Sections 42880-42895; Underground Storage Tank Maintenance Fee, Sections 50101-50181; Health & Safety Code, Sections 25280-25299.93; Use Fuel Tax, Sections 8601-9355.

The principal purpose for which the requested information will be used is to administer the laws identified in the preceding paragraph. This includes the determination and collection of the correct amount of tax. Information you furnish to the Board may be used for the purpose of collecting any outstanding tax liability.

As authorized by law, information requested by an application for a permit or license could be disclosed to other agencies, including, but not limited to, the proper officials of the following: 1) United States governmental agencies: U.S. Attorney's Office; Bureau of Alcohol, Tobacco and Firearms; Depts. of Agriculture, Defense, Justice; Federal Bureau of Investigation; General Accounting Office; Internal Revenue Service; the Interstate Commerce Commission; 2) State of California governmental agencies and officials: Air Resources Board; Dept. of Alcoholic Beverage Control; Auctioneer Commission; Employment Development Department; Energy Commission; Exposition and Fairs; Food & Agriculture; Board of Forestry; Forest Products Commission; Franchise Tax Board; Dept. of Health Services; Highway Patrol; Dept. of Housing & Community Development; California Parent Locator Service; 3) State agencies outside of California for tax enforcement purposes; and 4) city attorneys and city prosecutors; county district attorneys, sheriff departments.

As an individual, you have the right to access personal information about you in records maintained by the State Board of Equalization. Please contact your local Board office listed in the white pages of your telephone directory for assistance. If the local Board office is unable to provide the information sought, you may also contact the Disclosure Office in Sacramento by telephone at (916) 445-2918. The Board officials responsible for maintaining this information, who can be contacted by telephone at (916) 445-8484, are: Sales and Use Tax, Deputy Director, Sales and Use Tax Department, 450 N Street, M/C:43, Sacramento, CA 95814; Excise Taxes and Environmental Fees, Deputy Director, Special Taxes Department, 450 N Street, M/C:31, Sacramento, CA 95814; Property Taxes, Deputy Director, Property Taxes Department, 450 N Street, M/C:83, Sacramento, CA 95814.

\*All references are to the California Revenue and Taxation Code unless otherwise indicated.

BOE-324-A REV. 9 (8-97)

4

WWB

IRS

5812(4)

Feb 06 05 08:18p

Gene Dermody

1.800.887.1373

p.2

INTERNAL REVENUE SERVICE  
P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: MAY 21 2002

WRESTLERS WITHOUT BORDERS  
C/O ALISON AUSTIN  
799 CASTRO ST  
SAN FRANCISCO, CA 94114-0000

Employer Identification Number:  
94-3401539

DLN:

17053016040042

Contact Person:

JOANN DUNHAM

ID# 95215

Contact Telephone Number:

(877) 829-5500

Internal Revenue Code

Section 501(c)(4)

Accounting Period Ending:

August

Form 990 Required:

No

Addendum Applies:

No

Dear Applicant:

Based on information supplied, and assuming your operations will be as stated in your application for recognition of exemption, we have determined you are exempt from Federal income tax under section 501(a) of the Internal Revenue Code as an organization described in the section indicated above.

Unless specifically excepted, you are liable for taxes under the Federal Insurance Contributions Act (social security taxes) for each employee to whom you pay \$100 or more during a calendar year. And, unless excepted, you are also liable for tax under the Federal Unemployment Tax Act for each employee to whom you pay \$50 or more during a calendar quarter if, during the current or preceding calendar year, you had one or more employees at any time in each of 20 calendar weeks or you paid wages of \$1,500 or more in any calendar quarter. If you have any questions about excise, employment, or other Federal taxes, please address them to this office.

If your sources of support, or your purposes, character, or method of operation change, please let us know so we can consider the effect of the change on your exempt status. In the case of an amendment to your organizational document or bylaws, please send us a copy of the amended document or bylaws. Also, you should inform us of all changes in your name or address.

In the heading of this letter we have indicated whether you must file Form 990, Return of Organization Exempt From Income Tax. If Yes is indicated, you are required to file Form 990 only if your gross receipts each year are normally more than \$25,000. However, if you receive a Form 990 package in the mail, please file the return even if you do not exceed the gross receipts test. If you are not required to file, simply attach the label provided, check the box in the heading to indicate that your annual gross receipts are normally \$25,000 or less, and sign the return.

If a return is required, it must be filed by the 15th day of the fifth

Letter 948 (DO/CG)



*BY-LAWS of:*

**Wrestlers WithOut Borders (WWB) ver# 02**  
(sole governing instrument, a CA 501c4), 2021.05.21

**ARTICLE 1: Identity**

**Section 1: Identification**

- a. These by-laws and any Article 6 Amendments shall be the sole governing instrument of:  
*Wrestlers WithOut Borders* (hereafter referred to as **WWB**), a CA 501c4 Association.
- b. Affiliated organizations referred to in this document by acronym:
  1. CA State of California
  2. IOC International Olympic Committee
  3. UWW United World Wrestling, the official governing/sanctioning body for wrestling to the IOC
  4. USOC United States Olympic Committee, representative to the IOC for all United States sports
  5. USAW United States Amateur Wrestling, representative to the USOC for United States wrestling
  6. FGG Federation of Gay Games, organizing body for the quadrennial Gay Games
  7. WWB Wrestlers WithOut Borders, this organization, as defined in Article 1, Section 2
  8. BofA Bank of America

**Section 2: Purpose/Function**

- a. The dual purpose and function of WWB is to represent its members in the formulation or rules, bidding, organization, and promotion of wrestling events such as the Gay Games; and to encourage the development, growth and acceptance of the sport and culture of recreational international wrestling.

**Section 3: Mission Statements**

- a. The philosophy of WWB specifically includes (but is not limited to):
  1. a commitment to the principles of **Participation**, **Inclusion** and **Personal best** as expressed by the policies and example of the Gay Games and Tom Waddell, especially as they pertain to age, gender, acceptance, safety and non-elitist competition, in international Freestyle, Grappling, Greco-Roman and other forms of wrestling, as defined by UWW.
  2. adherence to the rules, regulations, policies and procedures of UWW, and its member organizations such as USAW, where they are NOT in conflict with the FGG, especially as they apply to the planning and operation of a Gay Games or any WWB event.
  3. the promotion and development of the noble sport of Wrestling in various forms.

## **ARTICLE 2: Location**

### **Section 1: Place of Business**

- a. The principal business office and mailing address of WWB shall be that of the current WWB Chair for the current year.

## **ARTICLE 3: Finance**

### **Section 1: Dues and Finances**

- a. Dues shall be a standardized annual fee assessed of each WWB member organization as outlined in a separate and attached document Appendix B titled "**WWB Membership Dues**". These dues take effect with passage and acceptance of these by-laws, and may be revised by a two-thirds (2/3 66%) majority vote of the WWB Board of Directors three months prior to or two months after September 1<sup>st</sup> of each year, once each UWW calendar year.
- b. Dues and other monies which WWB acquires through donations, sponsorships, fund-raisers or other means will be used to pay for WWB's operating expenses. Any monies in excess of those operating expenses may be applied to the fulfillment of WWB's mission as outlined in Articles 1 and 4 of these by-laws and as determined by the WWB Board of Directors.

### **Section 2: Financial Management**

- a. Assessed dues shall be paid to WWB, via the club account of the current WWB Chair, and deposited into that checking account referred to above. The current WWB Chair shall be the valid/required signature to the account and shall write FGG checks from that club account.

## **ARTICLE 4: Operation**

### **Section 1: Definition of Business Year**

- a. The annual WWB business year shall run from September 1<sup>st</sup> to August 31<sup>st</sup> to correspond with UWW's calendar year.

### **Section 2: Composition: Membership and Board of Directors**

- a. Levels of WWB Membership
  - 1 Board Member Organization
  - 2 Affiliate Member Organization
  - 3 Individual Board Membership
  - 4 Individual Affiliate Membership
- b. Definitions of levels of WWB Membership
  1. **Board Member organization:** Each WWB board member organization shall pay full membership dues and shall appoint a single representative to the WWB Board of Directors. This representative is the only designated voting member for that organization on all WWB business. This appointment must be submitted in writing to the WWB Board of Directors prior to September 1<sup>st</sup> of each year.
  2. **Affiliate Member Organization:** Affiliate member organizations will pay an annual fee to be determined by the Board of Directors. They will not be voting members of the WWB Board of Directors. An affiliate organization will identify a member of its organization to serve as WWB Board of Directors liaison. That liaison will be notified of all open meetings of the Board of Directors, and have the opportunity to attend those open meetings and to participate in Board of Directors discussions.

3. **Individual Board Member:** Regardless of geographic location, an individual may apply for a seat on the WWB Board of Directors as an **Individual Board Member**. Individual Board Members will pay annual fees to be determined by the WWB Board of Directors. Such members will be voting members of the WWB Board of Directors. Service will be approved for a term of three years and is renewable by application to the WWB Board of Directors. Approval of Individual Board Member status must be granted by a 60 percent majority of the existing Board of Directors; approval of renewals must be by a simple majority of the other individual and organizational members of the WWB Board. Individual Board Members will pay annual fees to be determined by the WWB Board of Directors.
  4. **Individual Affiliate Member:** An individual who does not live within 100 kilometers (62 miles) of the regularly scheduled practice facility of a WWB board member organization or of a WWB affiliate member organization, may apply for an **Individual Affiliate Membership**. Individual Affiliate Members will pay annual fees to be determined by the WWB Board of Directors. Such members will **NOT** be voting members of the WWB Board of Directors. Any waiver of the geographic restriction must be approved by a majority vote of the WWB Board of Directors.
- c. Applications for and renewals of levels of WWB Membership
1. Application for organizational membership into WWB shall consist of a letter of intent, documenting the purpose and history of that organization, accompanied by a current copy of the applicant organization's by-laws or facsimile of organization. Approval of membership into WWB shall be by a simple majority decision of the entire WWB board. Membership will become effective at the start of the subsequent calendar quarter upon payment of membership dues paid pro-rated to the start of that calendar year.
  2. Continued organizational board membership in WWB is renewed each year via the designation of the WWB representative, submission of current club contact information, and submission of membership dues. Failure of the organizational member to designate a WWB representative or its delinquency in dues past 30 days will automatically signal the withdrawal of that organization from WWB. Former board organizations are eligible to apply for new membership.
  3. Continued organizational affiliate membership is by renewal of the fees set by the board of directors and submission of current contact information.
  4. Continued individual board membership is renewed by ongoing participation in WWB Board of Directors business, submission of current contact information, and by remaining current with any designated membership dues. Delinquency of dues past 30 days will signal withdrawal from the WWB Board of Directors.
  5. Continued individual affiliate membership is by renewal of the fees set by the Board of Directors and submission of current contact information.
- d. Benefits of membership and affiliation
1. It is the hope and intent that as the WWB grows, it will be able to provide support (through marketing, communications, coaching, network contacts and other means) for its members and affiliates and for WWB-endorsed wrestling events. All organizational and individual members and affiliates would be entitled to apply for such benefits. Such WWB activities and benefits will be guided by these bylaws, with implementations and revisions as the plain majority of the WWB Board deems appropriate.



2. WWB shall endeavor to produce an electronically transmitted newsletter to be delivered on a regular basis throughout the calendar year to all individuals, organizations, and any individual within the member or affiliate organizations who request the newsletter.
3. All WWB endorsed events will make reasonable efforts to accommodate fellow WWB organizations and individuals in their clinics and tournaments, including, when feasible, such things as hosted housing.
4. WWB shall endeavor to maintain an internet web site that will list results of events and contact and calendar information for clubs.
5. WWB shall endeavor to establish and maintain an email contact list to which all members and affiliates and all individuals from member and affiliate organizations will be able send and receive messages for the purpose of finding training, coaching and sparring opportunities.
6. WWB and its member and affiliate organizations will endeavor to establish an international scholarship fund for the purpose of assisting wrestlers who wish to compete in the quadrennial FGG Gay Games and any other WWB event but would otherwise lack the necessary resources.

### **Section 3: Transaction of Official Business**

- a. A QUORUM is identified as a two-thirds (2/3 66%) of the current WWB Board of Directors. A MAJORITY of the QUORUM is required to conduct all valid WWB business other than membership application approval.
- b. That MAJORITY of the QUORUM can be attained through telephone conference calls, email or other recognized reasonable means, and it specifically need **NOT** require the physical presence of any WWB Director to be in any one place at one time.
- c. Any individual or organizational board member that has not paid its annual dues may NOT vote. Unless otherwise specified in these by-laws (as in Article 3, Section 1 and Article 4, Section 2.b), a MAJORITY is a simple majority.

### **Section 4: Powers**

- a. All powers listed below (subject to limitations of these Articles or provisions of the law) shall be exercised by the WWB Board of Directors:
  1. to appoint and remove all officers, and prescribe their duties.
  2. to create or eliminate officer positions other than Chair and SECRETARY-TREASURER.
  3. to make rules for the guidance of WWB not inconsistent with local law or these by-laws.
  4. to delegate the daily operations of WWB to its officers with ultimate direction vested in the WWB Board of Directors.
  5. to change the principal place of operation, meetings, and checking account of WWB.
  6. to amend the WWB By-Laws.

### **Section 5: Records**

- a. The WWB Board of Directors shall cause to be kept open a book of minutes and financial records after adequate and reasonable demand has been given to inspect such documents. All WWB Directors are entitled to inspect said minutes and records.



## **Section 6: Meetings**

- a. The WWB meeting shall hold a required annual meeting once a year between Sept. 1 and Oct. 15 to review reports, elect officers and conduct any business matters at hand. These meetings will be held at the convenience of the WWB Board of Directors in any fashion they see fit. Other meetings may be conducted via electronic communications or person-to-person as the Board of Directors deem appropriate for the purposes of conducting matters as described in Article 4, Section 2, of these bylaws, with reasonable and proper advance notification made to each Board member to enable compliance with the meeting request.

## **Section 7: Term of Board of Director**

- a. The WWB officers shall be selected from members of WWB at the required annual meeting of the WWB Board of Directors and they shall serve until the end of the next required annual meeting. The WWB Board of Directors authorizes these elected officers to fill any vacancies that occur between meetings, subject to the ratification of the WWB Board of Directors.

# **ARTICLE V: Job Descriptions**

## **Section 1: Job Descriptions of Board of Directors**

- a. The responsibilities of WWB Officers are described in this section. An individual may hold more than one office.
  1. **Chair:**
    - a. to coordinate and facilitate the meetings of WWB in an orderly fashion.
    - b. keep the WWB Board of Directors informed of business.
    - c. serve as official representative to all outside organizations.
    - d. approve expenditures to fulfill WWB functions.
  2. **SECRETARY-TREASURER:**
    - a. serve as the Corporate Chief Financial Officer of WWB and maintain its financial records.
    - b. have charge and custody of, and be responsible for, all funds and securities of WWB and deposit all such funds in the WWB account.
    - c. receive, and give receipt for, monies due and payable to WWB.
    - d. disburse funds as directed by the WWB Board of Directors.
    - e. maintain adequate and correct records of WWB's properties and transactions.
    - f. prepare the financial statements to be included in any required reports and the necessary government filings to maintain WWB's nonprofit organization status
    - g. manage WWB accounts
    - h. other duties incident to the office of SECRETARY-TREASURER as may be assigned by the WWB Board of Directors.
      1. sign checks and writing letters.
      2. summarizing meetings into minutes.
      3. with express power, enforce contract rights on behalf of WWB.
      4. present proposals to amend bylaws to the WWB; and to incorporate any approved amendments into the bylaws.
      5. file required CA annual forms UA-100 and SF-405
      6. notify the FGG of the new WWB Representative
      7. notify BofA if there is a new Secretary-Treasurer

**3 Representative(s) to the FGG:**

- a. represent and vote the views, opinions and concerns of WWB as delegate members of the FGG, and report back to WWB along with the Chair.

**4 Sports Officer:**

- a. serve as a sports networking resource for WWB members.
- b. Maintain the FGG RedBook for Wrestling and Grappling

**ARTICLE 6: Amendments/Policy**

**Section 1: Amendments**

- a. These by-laws, or any particular article or sub-section of these by-laws may be amended or repealed or new Articles and sub-Sections adopted by a simple majority of a quorum of the WWB Board of Directors, at any meeting.

**ARTICLE 7: Dissolution**

**Section 1: Authority**

- a. WWB may be dissolved by a two-thirds (2/3 66%) majority vote of the full Board of Directors.

**Section 2: Disposition of Assets**

- a. In the event of the dissolution of WWB all properties and possessions of WWB are to be sold, and all proceeds are to be used to pay any and all outstanding debts of WWB; any remaining balance and any remaining assets are to be disbursed to charitable organizations per direction of the WWB Board of Directors.

## **ARTICLE 8: Ratification**

### **Section 1: Acceptance**

- a. Upon ratification of these by-laws by the current WWB Board of Directors, they and the appended document Appendix B: "WWB Membership Dues" go into immediate effect.
- b. Any organization with current WWB membership status at the time of ratification of these by-laws may declare for either Board Organization Member or Affiliate Organization Member status, which will become automatically accepted upon receipt of the declaration and the dues outlined in Appendix B "WWB Membership Dues" by September 30<sup>th</sup>. of the current year..
- c. Any individual who is a member of any organization with current WWB membership status at the time of ratification of these by-laws may declare for Individual Board Member status by September 30<sup>th</sup>. of the current year. Such applications may be approved by the WWB Board Member as outlined in Article 4, Section 2.b.4 of these bylaws and will become effective with receipt of membership dues within 10 business days of approval.
- d. Any other organizations or individuals may file for membership status as outlined in approved WWB Board Members, which will become automatically accepted upon receipt of the declaration and the dues outlined in Article 4, Section 2.B of these by-laws
- e. Upon ratification of these by-laws, the newly constituted WWB Board of Directors will hold its election of officers by October 14<sup>th</sup>. of the current year, with all offices to go into immediate effect.
- f. The WWB Board of Directors will then ANNUALLY file the appropriate annual CA forms.

### **Section 2: Annual CA Secretary of State filings (forms UA-100 & SF-405):**


- a. **Appendix A:** Ratification Names Dates Signatures
- b. **Appendix B:** WWB Membership Dues Schedule

**Appendix A:**

**Ratified and Accepted this date by the Board of Directors of Wrestlers WithOut Borders (WWB) in**

Long Beach CA on \_\_\_\_\_  
[City] [date]

\_\_\_\_\_ on \_\_\_\_\_  
[CHAIR] Christopher Lorefice [date]

 on 04.08.2021  
[SECRETARY-TREASURER] Eugene A Dermody Jr [date]

\_\_\_\_\_ on 04.08.2021  
[FGG Representative] Christopher Lorefice [date]

\_\_\_\_\_ on \_\_\_\_\_  
[SPORTS-OFFICER] XXXXXXXXXXXXXXX [date]

**Voting Members of the WWB Board of Directors:**

- San Diego – Russ Connelly
- Columbus – Carlin Yetts
- Berlin – Michael “Mitch” Ertel
- Melbourne – Cameron Inthapangna
- Sydney – Andrew Farrell
- Amsterdam – Jeroen Tan
- Denver – Greg Lines
- Philadelphia – Gus Scheerbaum
- San Francisco – Eugene A Dermody Jr.
- Board Member At Large – Tony Galluzzo
- Non-voting Advisor – Roger Brigham, Chairman Emeritus

**Appendix B:**

**WWB Membership Dues Schedule:**

- a. Board Member Organization -- \$75USD annually**
- b. Affiliate Member Organization -- \$50USD annually**
- c. Individual Board Membership -- \$75USD annually**
- d. Individual Affiliate Membership -- \$15USD annually; 3 years for \$30USD**