

# Fellowship of Christian Martial Artists By-Laws

## ARTICLE 1 - NAME, PURPOSE

- Section 1: The name of the organization shall be the **Fellowship of Christian Martial Artists**.
- Section 2: The **Fellowship of Christian Martial Artists** was formed meet the unique cultural, emotional and spiritual needs of Martial Artists and their families, as well as the general community at large. This will be accomplished by:
1. Ministering to the unique spiritual, cultural, emotional and physical needs of the members of the martial arts community.
  2. Fulfilling the Great Commission and making Christ known through the martial arts.
  3. Promoting knowledge, understanding, and exploration of martial arts within and outside of the Christian community.
  4. Providing accreditation for individual martial artist and schools.
  5. Providing a means for fellowship among Christian martial artist of diverse backgrounds.

## ARTICLE II - MEMBERSHIP

- Section 1: **Members:** Membership shall consist of martial arts schools or individual black belts of all ages. Non-black belts affiliated with a member school are considered Associate Members.
- Section 2: **Acceptance:** Membership shall be granted upon a majority vote of the Board.
- Section 3: **Rights of Members:** Individual members 16 years of age or older shall have one equal vote to elect board members. Members shall have no rights to the income or assets of the corporation upon dissolution.
- Section 4: **Enrollment of Members:** The board of directors shall adopt a membership application form. The application form shall require the name and contact information of each applicant and signature on the Statement of Faith. All persons wishing to become members shall fill out an application form. The secretary shall examine each application and signed Statement of Faith and sign in the place indicated to acknowledge the applicant has fulfilled the membership requirements. The applicant becomes a member upon Board approval and the secretary's signature of the application form. The secretary shall keep an up to date membership list.

## ARTICLE III - MEETINGS OF MEMBERS

- Section 1: **Annual Membership Meetings:** The annual meeting of the membership shall be set by the Board of Directors who shall also set the time and place for the purpose of electing directors and transacting any other business as may properly come before the meeting.
- Section 2: **Special Membership Meetings:** Special meetings of the members may be called at any time by the president or by the board of directors, or on written request of one- fourth of the members who are entitled to vote.
- Section 3: **Notice:** Notice of each meeting shall be given to each voting member, by mail or e-mail, not less than ten days before the meeting.
- Section 4: **Quorum:** The attendance of one-fourth of the certification members constitutes a quorum for the conducting of business at either an annual or a special meeting of the membership.

## ARTICLE IV - BOARD OF DIRECTORS

- Section 1: **Definition:** The Board of Directors is that group of persons vested with the management of the business and affairs of the Fellowship subject to the law, the Articles of Incorporation, and these bylaws. The Board is responsible for overall policy and direction of the Fellowship, and for delegating responsibility for day-to-day operations to the Fellowship's Executive Director and committees. The Board shall have up to four, and no fewer than two, members. The board receives no compensation other than reasonable reimbursement of expenses.
- Section 2: **Meetings.** The Board shall meet at least twice a year, at an agreed upon time and place. Notice of each meeting shall be given to each Board member, by mail or e-mail, not less than ten days before the meeting. The rules contained in the Handbook on Parliamentary Procedure ("Robert's Rules of Order") shall govern the meetings of the board of directors.
- Section 3: **Board Elections:** Up to two Board members shall be elected by the voting representatives of member organizations.
- Section 4: **Terms and Election of Directors:** Directors shall be elected by the members at the annual meeting of the membership. The President shall serve for a one-year term. The Vice President shall serve for one-year and then as President the following one-year term. All other Directors will serve a two-year term and may be re-elected for consecutive terms. Board members shall serve until their successors are chosen.
- Section 5: **Nomination Process:** The Master's Advisory Council may, if it so chooses, to present a slate of candidates from which the members may fill vacant directorships. The members may either fill such vacancies from this slate of candidates or they may make additional nominations from the floor of the membership meeting just prior to the election.
- Section 6: **Election Process:** All membership meetings at which elections for vacant board seats are to occur shall be adequately publicized to the members. Selection in the case of a tie shall be by decided by the Master's Council.
- Section 7: **Terms:** The following procedure shall be followed at the first annual meeting of the membership following the adoption of these Bylaws (and only at that meeting): four directors shall be elected. The President will serve for one-year and all other Directors will serve for two-years. At subsequent annual meetings of the membership, all directors shall be elected to two year terms. A Vice-President will be elected annually.
- Section 8: **Quorum:** A quorum must be attended by at least three-fourths of the Board members before business can be transacted or motions made or passed.
- Section 9: **Notice:** An official Board meeting requires that each Board member have written notice two weeks in advance.
- Section 10: **Officers and Duties.** There shall be five officers of the Board consisting of a President, a Vice President, Secretary, and Treasurer. The officers shall be elected by the member at the February Board Meeting after the at-large members are seated. The Board may elect a single person to any two or more office simultaneously, except that the offices of President and Secretary must be held by separate individuals. Their duties are as follows:
- The **President** shall convene regularly scheduled Board meetings, shall preside or arrange for other members of the Board to preside at each meeting in the following order: Vice President, Secretary and Treasurer.
- The **Vice President** shall act in place of the President in the event of the President's absence, inability, or refusal to act, and shall exercise and discharge such other duties as may be required by the board.

The **Secretary** shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board member, assuring that corporate records are maintained, and other such duties as may be required by law, the Articles of Incorporation, or by these bylaws.

The **Treasurer** shall have charge and custody of all funds, oversee and supervise the financial business of the corporation, render reports and accountings to the Directors quarterly or as required by the Board. The Treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Board and membership.

- Section 12: Resignation, Termination, and Vacancies. Any Director can resign at any time by delivering a written resignation to the Secretary. A Board member may be removed for other reasons by a three-fourths vote of the remaining directors and Master's Council. Any vacancies on the Board shall be filled by a majority vote the Master's Council only to the end of the particular Board member's term. Directors may be removed from office by a vote of the board of directors when he or she misses three consecutive regular meetings.
- Section 13: Special Meetings. Special meetings of the Board shall be called upon the request of the President or one-third of the Board. Notices of special meetings shall be sent out by the Secretary to each Board member postmarked two weeks in advance.
- Section 14: The Board may set dues and fee schedules for memberships.

#### **ARTICLE V - COMMITTEES**

- Section 1: The Board may create committees as needed, such as public relations and membership, evangelism and ministry, events, and accreditation. There shall be three standing committees – Executive, Personnel and Finance Committees. The Board President appoints all committee chairs.
- Section 2: The Executive Committee shall consist of all recognized Master level members in good standing. The Executive Board (the Master's Council) shall submit a list of nominations for Board member elections. The Executive Committee shall review the performance of the Board. Approval of three-fourths of the Executive Committee is required to amend the Articles of Incorporation and Bylaws.
- Section 3: Finance Committee. The Treasurer is chair of the Finance Committee, which shall include at least three other members. The Finance Committee is responsible for developing and reviewing fiscal procedures, a fundraising plan, and annual budget with staff and other Board members. The Board must approve the budget, and all expenditures must be within the budget. Any major change in the budget must be approved by the Board or the Executive Committee. The fiscal year shall be the calendar year. Quarterly reports are required to be submitted to the Board showing income, expenditures and pending income. The financial records of the Council are public information and shall be made available to the membership, Board members and the public.
- Section 4: Personnel Committee and Hiring Policy. The Board as a whole is responsible for hiring the Executive Director, if deemed necessary. The Executive Director is responsible for hiring and supervising other staff. The Personnel Committee shall operate as a grievance committee, and is responsible for developing a personnel policy.

#### **ARTICLE VI - DIRECTOR AND STAFF**

Section 1: Executive Director. The Executive Director is hired by the Board. The Executive Director has day-to-day responsibility for the Council, including carrying out the Council's goals and Board policy. The Executive Director will attend all Board meetings, report on the progress of the Council, answer questions of Board members and carry out the duties described in the job description. The Board can designate other duties as necessary.

#### **ARTICLE VII - AMENDMENTS**

Section 1: These Bylaws may be amended when necessary by a two-thirds majority of the Board of Directors and Executive Committee. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements.

#### **PUBLIC STATEMENTS**

Section 1: Authority to make Statements. No person, except for the President or the Executive Director (if one has been appointed by the Board of Directors) shall be authorized to make any public statements, whether written or oral, purporting to represent the official policy, position, or opinion of this Fellowship, without first having obtained the approval of the Board of Directors and Executive Committee.

Section 2: Limitation on Statements. Any person who is authorized to make any public statement, whether written or oral, purporting to represent the official policy, position, recommendation or opinion of the Fellowship, shall first make it clear that he or she is representing the Fellowship. Thereafter, throughout the entire presentation, he or she shall confine his/her presentation only to those matters which have been properly approved by the Fellowship. He or she shall not at the same time present any statement purporting to represent any other firm, group, or organization or purporting to represent his or her own personal views.

#### **CERTIFICATION**

I hereby certify that these bylaws were adopted by the Board of Directors of the Fellowship of Christian Martial Artist at their meeting held on December 20, 2005.

Angie Fitts  
Secretary, IFCMA