



BYLAWS

OF THE INTERNATIONAL SKAT PLAYERS ASSOCIATION

ISPA USA

March 4, 2016

ARTICLE I

General

Section 1. This organization is incorporated as a nonprofit organization without share capital as the "**International Skat Players Association USA**", in short **ISPA USA**.

Section 2. The objectives are the furthering and promotion of the card game Skat.

Section 3. ISPA USA exists to stage and/or assist and support ISPA Skat clubs in the endeavor to hold Skat tournaments and competitions for recreation and for the enjoyment of all members and wherever applicable the general public.

Section 4. ISPA USA shall uphold the international tournament agreements and rules of the International Skat Order (ISKO) by ISPA World.

ARTICLE II

Membership

Section 1. Any person, association, corporation, partnership or estate having interest in the objectives of the organization shall be eligible to apply for membership.

Section 2. Membership is based on acceptable moral standards but regardless of race, creed, gender, nationality or religion.

Section 3. Application for membership can be made by completing a form provided by ISPA USA and the payment of the regularly scheduled dues as provided in Section 6.

Section 4. Due to ISPA USA's affiliation to ISPA World, all such members will automatically become a member of ISPA World.

Section 5. Membership dues shall be such a rate, rates, schedule or formula as prescribed by the Board of Directors and ratified at annual meetings.

Section 6. The calendar year accounts for membership affiliation and dues. The dues may be prorated if a ISPA membership was granted after March of a calendar year. Only \$2.50 per remaining month becomes due and payable based at the present membership fee at \$30.00 per annum. The same percentage reduction applies to family, senior or junior membership dues. Membership dues are payable by the 28th day of February of each calendar year.

Section 7. a) Any member may resign from the organization upon written request to its home club or ISPA USA directly.

b) Any member may be expelled by the Board of Directors by a two third majority vote for nonpayment of dues after ninety days and after one past due reminder, unless otherwise payment is extended for good cause.

c) Any member may be expelled by the Board of Directors by a two third majority vote, at a special meeting or teleconference thereof, for conduct unbecoming a member or prejudicial to the aims or repute of the corporation at large, for misconduct, dishonoring or ignoring rules and regulations in general, after notice and opportunity for a hearing are afforded the member complained against.

d) No refunds of membership dues will come forward for any reason.

e) Vacant.

f) Distinction in public affairs and outstanding service to the cause and on behalf of ISPA USA shall confer eligibility to honorary membership. Honorary members shall have all the privileges and shall be exempt from payment of dues.

g) Nomination for honorary membership may be made by any member in good standing. The nominating person must present in writing the name of the nominee, the address and reason for nomination. The nomination must be accompanied by two sponsoring ISPA members, who must be in good standing.

h) The Board of Directors and the ISPA Skat Club Presidents will conduct a vote of acceptance or rejection of the nomination with conduct. In the event of a positive decision the award of honorary membership will be announced at the next following major tournament.

ARTICLE III

The Fiscal Year

Section 1. The Fiscal Year shall be the calendar year, January 1st to December 31st.

Section 2. At least one General Meeting of the officers of ISPA USA shall occur each fiscal year, whether in person or by teleconference or videoconference.

ARTICLE IV

The executive

Section 1. The executive consists of a Board of Directors and shall be elected to serve for four years.

Section 2. The government and Policy making responsibilities of the corporation shall be vested in the Board of Directors which shall control its property, be responsible for its finances, further the objectives of ISPA USA and direct its affairs in an efficient and effective manner.

Section 3. Any member in good standing may seek election as ISPA USA Board member after at least two years of membership.

Section 4. Vacancies occurring in the executive may filled by the Board of Directors by appointment of a capable person to serve until the next election. The number of replacements shall not exceed three elected board seats.

ARTICLE V

Duties of the executive

Section 1. As laid down under Article I, Section 2, 3, 4; Article II, Section 3, 5, 7b, 7c, 7f, 7h; Article IV, Section 2, 4.

Section 2.

1. The President

Shall, be the chief executive officer, preside over all and any meetings. b) Shall be ex-officio member of all committees. c) Shall enforce parliamentary procedures at all meetings.

2. The Vice President(s)

Shall carry out duties and representations in a manner as laid out at executive meetings and by conferring with the chief executive. May have to carry out Presidential duties if and when called upon.

In the event that the chief executive vacates the president's position for any reason one of the the Vice-presidents may carry on as chief executive after due consultation with the remaining board members. In case of disagreement another elected board member may be appointed by the remaining board members and as last resort an election shall be called to elect a new president.

3. The Secretary

Shall attend all meetings of ISPA USA and keep minutes and records of the proceedings. b) Shall have charge of all correspondence pertaining to, and concerning ISPA USA.

4. The Treasurer

a) Shall receive and deposit cash and checks into ISPA USA's bank account(s). b) Shall keep books on all financial transactions. c) Shall do all banking and bill payments. d) Shall present a detailed financial statement at the annual general meeting, e) Shall file tax returns and documentation as required by the Internal Revenue Service and state/local tax authorities, if applicable, f) Shall ensure that ISPA USA retains its non-profit status.

5. The Director

a) If needed to break ties, a Director shall be a fifth officer and voting member of the Board who may voluntarily assume additional duties at the discretion of the President.

ARTICLE VI

Annual General Meeting

Section 1. The annual general meeting of ISPA USA members shall be held annually in conjunction with the US Open Championship Tournament:

- a) Presentation and consideration of reports by executives and committee chair persons regarding the past year business and activities at large.
- b) Appointing auditors for the present fiscal year.
- c) Presenting election results every four years.
- d) New business.

ARTICLE VII

Election Procedures

Section 1. Nomination for the Board of Directors election are to be collected by ISPA USA clubs from their ISPA USA members in good standing and forwarded to an election officer who has to be appointed prior to the election year.

Section 2. The election officer will compile the names of nominees received, and submit the same to the Board of Directors at the annual meeting.

Section 3. The election of a Board of Directors takes place every four years, with the term of office not exceeding four and a half years. The election will occur at the annual meeting every fourth year starting from 2015.

Section 4. Each ISPA USA member person shall be entitled to cast one vote. Members in good standing who cannot attend the annual meeting may still cast a vote by notifying the Board of Directors in writing.

Section 5. An election ahead of schedule must take place if at least three Board members resign or are unable to perform their duties or if at least 51% of the ISPA USA members demand an election, such demand must be requested in writing and signed by these 51% in good standing..

Section 6. Written notice of any meeting to be called must be send at least four weeks prior to the planned meeting stating date, time, place and purpose of the meeting.

Section 7. The mode of voting at meetings is to be decided by the attending membership, i.e. show of hands or secret ballot.

ARTICLE VIII

Auditing

Section 1. ISPA USA is a very small corporation and will be self-auditing. An annual financial statement will be made available to the membership at the annual general meeting. .

ARTICLE IX

Remuneration

Section 1. Executive members are volunteers and shall not receive remuneration for their service to the organization. Such members are entitled to reimbursement of expenses incurred on behalf of and for the direct benefit of ISPA USA only.

Section 2. Conflict of Interest Policy: It is the policy of the board of directors that no board member will participate in the deliberations upon or vote upon any payment or contract for which that member is the recipient. Further it is the policy of the Corporation that it does not pay compensation for the ordinary duties of its officers.

ARTICLE X

Quorum and affiliated clubs

Section 1. The quorum at any ISPA USA meeting shall be established by those in attendance at the meeting.

Section 2. An established Skat club may apply for designation as an ISPA USA-affiliated club provided that their membership ranks include a minimum of three (3) members of ISPA USA and they have designated club officer(s) consisting of at least a club president.

ARTICLE XI

Amendments

Section 1. The Bylaws may be amended or altered by two third (2/3) majority vote of the executives ISPA USA Board of Directors or by a majority of members at any regular or special meeting, providing the notice for the meeting includes the proposals for amendments. Any proposed amendment or alterations shall be submitted to the Board or the members in writing, at least sixty (60) days before the meeting at which they are to be acted upon.