



Grand National Curling Club of America, Inc.

By-Laws

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GRAND NATIONAL CURLING CLUB OF AMERICA, INC.
BY-LAWS

Note: Definitions of terms used herein are found in ARTICLE XV.

STATEMENT OF PURPOSE

The Corporation is organized [pursuant to the New York Not-for-Profit Corporation Law (the “NFPCL”)] to promote the game of curling, to unite the curling organizations within its membership in the United States of America, to foster friendly relations and affiliations with other regional and international curling organizations, and to represent curlers within its membership in any national or international discussions.

Notwithstanding any other provision of these By-Laws:

- i. The Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
- ii. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- iii. The Corporation shall be noncommercial, nonsectarian, and nonpartisan.

ARTICLE I – MEMBERSHIP

Section 1 - Eligibility

Any curling club, whether on dedicated ice, arena ice, natural ice, or a paper club, shall be eligible for membership in the Grand National Curling Club of America, Inc., (GNCC) as a Member Club if it consists of at least eight (8) individual members, has a name, and is governed by a board of directors, or the equivalent, under a code of regulations.

Section 2 - GNCC Powers and Prerogatives

The GNCC shall receive all its powers and prerogatives from the Member Clubs which are, and may become, members thereof. By such vested power it shall be the supreme authority to decide all disputes between Member Clubs and/or its individual Members, lay down rules for the government of curling matches, distribute prizes for competition by Member Clubs, and issue proof of membership to Member Clubs.

Section 3 - New Club Petitions

Any curling club, as defined in ARTICLE I Section 1, may apply for admission to the GNCC Secretary at any time during the year, but shall not be allowed to compete for medals or otherwise participate as a member until its admission has been confirmed.

Section 4 - New Member Club Confirmation Procedure

The GNCC Member Club acceptance procedure shall be as follows.

- i. The Applicant Club shall submit all admission documents and fees to the GNCC Secretary, including: Requirements of ARTICLE I Section 1, Club Roster, GNCC Club Application Fee, Code of Regulations (“By-Laws”), Designation of Officers, Designation of GNCC Representative, and Request Letter to join the GNCC. Within thirty (30) days after receipt, the GNCC Secretary shall review and determine that all documents are in order or return for corrections. Once the application is in order, the Secretary shall pass the application to the GNCC Board of Directors for consideration.
- ii. Within thirty (30) days from receipt of the Secretary’s notice, the GNCC Board of Directors shall vote to conditionally accept or reject the Application (the “Thirty (30) Day Vote”). A Board of Directors Majority shall be required to conditionally accept the application. Any votes not received shall be entered as an abstention for the voting tally.
- iii. Upon acceptance of the Application by the Board, the Secretary shall forward to the Club GNCC Representatives the application together with a notice of the vote of the Board for their consideration and a notice that they are required to vote to accept or reject said application within thirty (30) days.
- iv. Within thirty (30) days from the date of the Secretary’s notice that the vote has passed the Board of Directors, the Club GNCC Representatives shall vote to accept or reject said Application. A Membership Majority shall be required to accept the Applicant Club into the GNCC. After the thirty (30) day period, any votes not received shall be entered as an abstention for the vote tally. The thirty (30) day vote is considered complete when a Membership Majority is achieved or thirty (30) days elapse, whichever is sooner.

Section 5 - Service Awards

Individuals may be selected by the Awards Committee for Service Awards honoring meritorious service to the GNCC. Service Awards will be subject to approval by a Board of Directors Majority vote and subsequently announced as recipients of Service Awards to the Membership at the Annual Meeting. APPENDIX A includes a current list of available Service Awards accepted

by the Board. This appendix may be amended without a complete review and approval of the By-Laws by the membership to accurately reflect any modifications to the list of GNCC Service Awards approved by the Board of Directors. Service Awards that include a monetary value of greater than fifty dollars (\$50) within a fiscal year shall also require approval by a Membership Majority vote at the Annual Meeting. Awardees will only remain eligible for the monetary value associated with an award while they are a Member in Good Standing of the GNCC.

Section 6 - Accredited Four-Year College or University Club

Accredited four-year colleges or universities may request membership in the GNCC if they have curling ice facilities available, have a name and are governed by office bearers under a code of regulations. Full-time student members are eligible to curl in GNCC competition but not beyond, unless their club complies with ARTICLE V Sections 2 and 3.

Section 7 - Club GNCC Representative Assignment and Duties

Each Member Club shall appoint one delegate, designated herein as its Club GNCC Representative, to attend all meetings of the GNCC Membership and otherwise to represent its interests in all matters pertaining to GNCC affairs. The primary functions and authority of the GNCC Membership are to elect a GNCC Board of Directors and the United States Curling Association (USCA) Board Member at the GNCC Annual Meeting; to approve all proposed charter and by-laws amendments; to vote on all GNCC New Club Petitions for admission; to approve an annual budget submitted by the Board of Directors; and to have the sole authority, upon the recommendation of the Board of Directors, to suspend or dismiss Member Clubs from GNCC Membership. Approval by the Membership shall also be required for any major decision affecting the structure of the GNCC, such as merger or dissolution.

Section 8 - Eligibility to be a Club GNCC Representative

A person shall be eligible to act as a Club GNCC Representative if the person is a Member in Good Standing with the GNCC Member Club according to the records of the GNCC and is listed on their club's roster submitted to the GNCC for club dues purposes.

Section 9 - Suspension of Membership Privileges

Member Clubs that fail to maintain the membership requirements of ARTICLE I Section 1, ARTICLE V Section 2 (for current or previous years), and ARTICLE V Section 3 shall not be permitted to claim or compete for prizes. Any Member Club that is unable to meet the minimum membership requirements may elect to be a Non-Voting Member Club for up to two years. Non-Voting Member Clubs are required to pay GNCC Member Club dues but do not have to maintain a minimum number of individual members. After two years as a Non-Voting Member Club, a club will be required to meet all membership requirements or will be removed from

membership in the GNCC at the next Annual Meeting without requiring a vote. A Non-Voting Member Club will not retain any of the benefits of the GNCC, including voting. They will be exempt from New Member Club requirements to rejoin GNCC as a Member Club upon fulfilling all requirements of a Member Club without requiring a vote.

ARTICLE II – The Board of Directors

Section 1 - Board of Directors Charter

The Board of Directors of the Corporation shall have the power to act on, and shall be responsible for the management of, all of the Corporation's activities, including the determination of appropriate corporate policies and of supporting programs and activities, and may adopt rules and regulations governing the actions of the Board of Directors in accordance with the NFPCL and these By-Laws.

Section 2 - Board of Directors Members

The Board of Directors shall be elected by a Membership Majority vote at the GNCC Annual Meeting and shall consist of twelve (12) Managing Directors and a non-voting Secretary. Three of the Managing Directors will be designated at the Annual Meeting as the Chair of the Board of Directors, the Vice Chair of the Board of Directors, and the Treasurer.

Section 3 - Term of Office

- i. Chair – The Chair shall be elected at the Annual Meeting and shall serve one (1) term of two (2) years, starting at the Annual Meeting. The Chair may run for a second two-year term in the next calendar year after completing their term as Chair.
- ii. Vice Chair – The Vice Chair shall be elected at the Annual Meeting and shall serve one (1) term of two (2) years, starting at the Annual Meeting. The Vice Chair may run for a second two-year term in the next calendar year after completing their term as Vice Chair. The Vice Chair may run for Chair at any time.
- iii. Treasurer – The Treasurer shall be elected at the Annual Meeting and shall serve a term of five (5) years, starting at the Annual Meeting. In order to provide continuity in financial affairs, the Treasurer may run for consecutive five-year terms.
- iv. Managing Directors other than Chair, Vice Chair, and Treasurer – With the exceptions of the Chair, Vice Chair, and Treasurer, the Managing Directors shall be elected at the Annual Meeting and shall serve a term of three (3) years, starting at the Annual Meeting. Managing Directors may hold office for two (2) consecutive terms and must be out of office for at least one (1) year prior to running for Managing Director again.

- v. Secretary – The Secretary shall be a non-voting member of the Board of Directors and will serve at the pleasure of the Chair with the advice and consent of the Board of Directors.

Section 4 - Duties of the Board

- i. Chair – The Chair shall be the Chief Executive Officer of the GNCC and shall preside at all meetings of the Membership and of the Board of Directors.
- ii. Vice Chair – The Vice Chair shall assist the Chair in the performance of the Chair’s duties, shall preside at meetings of the Membership and the Board of Directors in the absence of the Chair, and, in the event the Chair should fail or cease to so serve, shall serve as Chair Pro Tem until the next Annual Meeting of the Membership or at a special meeting specifically called for the purpose of electing a new Chair.
- iii. Treasurer – The Treasurer shall keep an account of all money received and spent, and is expected to report on these items at the Annual Meeting, Fall Meeting, and within a month of the dues submission deadline as specified in ARTICLE V Section 2, and as requested by the Board of Directors. The Treasurer shall also prepare a budget for the next fiscal year for the Board’s approval a minimum of sixty (60) days prior to the Annual Meeting. The Board-Approved budget shall be presented to the Membership at the Annual Meeting for approval by Membership Majority.
- iv. Managing Directors – With the exception of the Chair, Vice Chair, and Treasurer, the Managing Directors’ responsibilities shall be specific to each Managing Director and will be assigned by the Chair with the advice and consent of the Board of Directors.
- v. Secretary – The Secretary shall have voice but no vote at all meetings. The Secretary shall keep accurate records of all meetings, answer all correspondence, and fulfill all duties as assigned by the Chair. The Secretary shall make meeting minutes available publicly once approved by the Board of Directors. The Secretary shall be responsible for compliance of the Corporation to the Document Retention Schedule found in Appendix B.

Section 5 - Board of Director Vacancies

In the event of any vacancy in the Board, such vacancy shall be filled by the Board until the next Annual Meeting, or a special meeting specifically called for that purpose. For the purpose of term limits, if the appointee serves more than half ($\frac{1}{2}$) of the standard term, then they may run for only one (1) additional term. If the appointee serves less than one half ($\frac{1}{2}$) of the standard

term, then they may run for two (2) additional terms.

Section 6 - Eligibility to Hold Office

No person shall be eligible for Board of Directors positions unless such person is a Member in Good Standing with a GNCC Member Club according to the records of the GNCC and is listed on the Member Club's roster submitted to the GNCC for Member Club dues purposes.

Section 7 - Board of Directors Background Screening Requirements

No person shall be eligible for a Board of Directors position without passing a background check. Background checks are required every other year. The GNCC background check program shall be used, and the applicant may submit a request for reimbursement by the GNCC.

Section 8 - Removal of GNCC Directors

This section applies to all members of the Board of Directors. The Directors of the GNCC may be removed for cause, as determined by a two-thirds ($\frac{2}{3}$) vote of the Board of Directors on its own motion, with or without a formal complaint from a Member Club or Member as outlined below.

In addition, a Member Club or Member may file a formal complaint to remove a GNCC Director in accordance with the following procedure.

- i. A formal complaint from a Member Club or Member must be submitted in writing to the GNCC Secretary, or to another GNCC Officer if the Secretary is suspected of being involved in the alleged misconduct. A Conduct Review Committee shall review and approve/reject the complaint and subsequent actions within 30 days, unless an extension is granted by a majority vote of the Board of Directors.
- ii. The Conduct Review Committee shall be appointed by the Chair or Vice Chair (as the case may require) and shall consist of two (2) GNCC Directors and two (2) GNCC Club Presidents, none of whom shall be directly or indirectly involved in any alleged misconduct.
- iii. The Conduct Review Committee shall conduct a hearing where the identified GNCC Director shall have the right to be advised of the details of the complaint.
- iv. Both parties may bring witnesses and introduce evidence. Three (3) or more Conduct Review Committee members must vote in favor of removal. If removed, the Board of Directors shall fill the position in accordance with Section 5 of this Article. The Conduct Review Committee shall present its decision to the Board of Directors within 120 days after approving the complaint.

- v. An appeal for reappointment may be presented at either the Annual Meeting or a Special Session, depending on the timing of the Conduct Review Committee decision and the subsequent appeal request:
 - a. The appeal shall be presented at the next Annual Meeting if:
 - The Conduct Review Committee decision is issued more than 75 days before the Annual Meeting, AND
 - The written appeal request is submitted to the GNCC Secretary at least 45 days in advance of the Annual Meeting.
 - b. The appeal shall be presented at a Special Session consisting of the Conduct Review Committee, Board of Directors, and Club GNCC Representatives if:
 - The Conduct Review Committee decision is issued within 60 days of the Annual Meeting, AND
 - The written appeal request is submitted within 30 days of the Conduct Review Committee decision date.
 - Note: This session must be held within 90 days of the appeal request submission.
 - c. All Other Cases: In any instance not meeting the specific criteria above, the appeal shall be presented at the following year's Annual Meeting.
- vi. The Secretary shall provide notice to the Club GNCC Representatives a minimum of thirty (30) days prior to the Annual Meeting or Special Session described in ARTICLE II, Section 8v. The notice shall include the formal complaint, evidence introduced to the Conduct Review Committee, and a summary of the Conduct Review Committee finding with all names redacted.
- vii. Club GNCC Representatives shall consider the appeal at the Annual Meeting or Special Session as required in ARTICLE II, Section 9v. Greater than 50% of the GNCC Member Clubs that exceed twenty-five (25) members, as recorded by the GNCC records, must be in attendance at the session. Representatives at this session may attend in person or via electronic means. The Representatives may uphold or overturn the Conduct Review Committee's decision by a majority vote of those present voting in person or by General Proxy (not Limited Proxy). If the Conduct Review Committee's ruling is overturned, the accused shall be reinstated in office and shall serve the remainder of the term of office.
- viii. The decision of the Club GNCC Representatives shall be final and not subject to further

appeal or review.

ARTICLE III – Meetings

Section 1 - Membership Meetings

The Annual Meeting of the Membership (“Annual Meeting”, “Annual Membership Meeting”) shall be held in the spring of each year at a time and place to be selected by the Board of Directors. Club GNCC Representatives may attend in person, via electronic means, or carry either Limited or General Proxy. Special meetings may be called by the Chair, or at the written request to the Secretary of a majority of the Board of Directors, or a majority of the Club GNCC Representatives. Notice of meetings of the Membership shall be given to all Club GNCC Representatives at least fifteen (15) days prior thereto.

Section 2 - Membership Meeting Quorum

Forming a quorum at the Membership Meeting or Special Meetings of the Membership, shall consist of greater than 50% of the GNCC Member Clubs that exceed twenty-five (25) Members as recorded by the GNCC Records, in attendance at the meeting. Club GNCC Representatives or persons given General Proxy for the designated Member Club shall constitute attendance.

Section 3 - Club GNCC Representative Proxy

- i. General Proxy - Any Club GNCC Representative unable to attend a meeting may grant a General Proxy to any Member in Good Standing of the same Member Club, according to the records of the GNCC. This proxy shall have full voting privileges for the Member Club and shall count toward quorum for the meeting. Assignment of General Proxy shall be made in writing to the GNCC Secretary prior to opening the meeting and shall be signed by the designated Member Club’s GNCC Representative.
- ii. Limited Proxy - Any Club GNCC Representative unable to attend a meeting may grant a Limited Proxy to a Club GNCC Representative of any other Member Club. In the absence of such limited proxy, no GNCC Club Representative may vote the interests of another Member Club. In accordance with ARTICLE III Section 2, a Limited Proxy shall not count toward quorum for the meeting. Assignment of Limited Proxy shall be made in writing to the GNCC Secretary prior to opening the meeting and shall be signed by the designated Club GNCC Representative.
- iii. Authority of Limited Proxy - Solely to elect the GNCC Board of Directors and the USCA Board Member at the Annual Membership Meeting.

Section 4 - Member Club Voting

All Member Clubs in Good Standing of the GNCC shall be entitled to vote at the Membership Meeting and at any special meetings of the Membership. Each Member Club shall be entitled to one vote for each of its unique adult Members in Good Standing with the GNCC, according to the records of the GNCC. All votes for a Member Club shall be held by said Member Club's designated Club GNCC Representative. The number of votes a Member Club holds shall be determined by the respective Member Club's Membership in Good Standing reported to the GNCC as of January 1 of the current calendar year, in compliance with ARTICLE V Sections 2 and 3.

Section 5 - Board of Directors Meetings

Regular meetings - The Board of Directors shall hold meetings each month, either in person or virtually. Notice stating the date, time, and place of any meeting of the Board of Directors shall be given no less than ten (10) nor more than fifty (50) days before the date of the meeting, either by telephone, electronic message or personal delivery, to the Directors.

Special meetings - Special meetings may be called by the Chair or by written request from any three (3) Managing Directors, with a minimum of fourteen (14) days' notice, unless a majority of the Board agrees to meet sooner. A special meeting of the Board of Directors may be held on at least two (2) days advance notice by telephone, electronic message or personal delivery to the Directors, such notice to state the date, time, place, and purpose of the special meeting.

Attendance at a meeting shall constitute a waiver of such notice.

Section 6 - Board of Directors Meeting Quorum

Forming a quorum at a Board of Directors meeting or Special Meeting of the Board of Directors shall be two-thirds ($\frac{2}{3}$) or greater of all voting-eligible Board of Directors members.

Section 7 - Board of Directors Proxy

Proxy representation at Board of Directors meetings is prohibited.

Section 8 - Action Without a Meeting

Any action required to be taken at a meeting of the Board of Directors, or any action that may be taken at a meeting of the Board of Directors, may be taken without a meeting by unanimous written consent (including by way of electronic message) in accordance with, and to the extent permitted by, the New York NFPCL. A description of any action so taken and the written consents thereto shall be filed with the minutes of the proceedings of the Board of Directors according to ARTICLE III Section 10.

Section 9 - Telephonic Participation at Meetings of the Board

Any or all Directors may participate in a meeting of the Board of Directors or any committee by means of conference telephone or any means of communication by which all persons participating in the meeting are able to communicate with each other, or by any other means permitted by the NFPCL. Participation at a meeting pursuant to this Section shall constitute presence in person for all purposes.

Section 10 - Recording and Distribution of Minutes

The Secretary shall take minutes of all Board of Directors and GNCC Meetings. A draft of said minutes shall be distributed to all Directors at least five (5) days prior to the next regular meeting. Formal approval of the minutes shall be conducted by a vote of the Directors at said regular meeting, provided a quorum is present. Following approval of the minutes, the Secretary shall make the minutes publicly available within thirty (30) days.

ARTICLE IV – Committees

Section 1 - Committees of the Board

The Board of Directors, by resolution adopted by four-fifths ($\frac{4}{5}$) of the entire Board of Directors, may appoint from among the Directors one or more other committees of the Board of Directors, each of which shall have at least three (3) members and shall constitute a “committee of the board” within the meaning of the NFPCL, unless otherwise defined in these By-Laws. To the extent provided in such resolution, each such committee shall carry out the tasks assigned to it by the Board of Directors, but no such committee shall have ultimate decision making authority, even if otherwise permitted by law. Each such committee is subject to the limitations on the powers of such committees imposed by law (e.g., with respect to electing or removing officers, Directors and committee members, amending these By-Laws or the Articles of Incorporation, authorizing fundamental changes and amending or repealing prior decisions of the Board of Directors). The Board of Directors, by resolution adopted by four-fifths ($\frac{4}{5}$) of the entire Board of Directors, may fill any vacancy on any such committee, abolish any such committee at any time, and remove any Director from membership on any such committee at any time, with or without cause.

Each committee of the Board of Directors shall promptly report to the Board of Directors, no later than at the next regular meeting of the Board of Directors, all actions and substantive conclusions of such committee, which must then be presented to the Board of Directors for final action. All committees shall create a written report for the Annual Meeting documenting activities, financial reporting (if any), and plans (if any) for the following year.

Section 2 - Nominating Committee

A Nominating Committee shall be appointed annually by the Chair. This committee should be composed of five (5) Members from at least three (3) different Member Clubs, none of whom may be Managing Directors.

The Nominating Committee will select candidates for open positions of the Managing Directors, Chair, Vice Chair, and/or the GNCC-elected USCA Director. The Nominating Committee shall submit its recommended slate of candidates to the Chair prior to the Annual Meeting. The Chair, in consultation with the Board of Directors, may propose modifications to the proposed candidates prior to presentation at the Annual Meeting by the Nominating Committee.

Section 3 - Eligibility to Serve on a Committee

No person shall be eligible to serve on a Committee of the Board unless such person is a Member in Good Standing.

Section 4 - Committees of the Corporation; Board of Advisors

The Board of Directors may establish (and abolish) from time to time committees (including possibly a Board of Advisors) that are not committees of the board within the meaning of the NFPCL and appoint to them (or remove from them) Directors and other individuals, provided that the authority to appoint and remove members of such committees may be delegated by the Board of Directors to the Chair. Such committees may not act on behalf of the Board of Directors but may instead make recommendations to the Board of Directors or coordinate the performance of certain tasks on behalf of the Corporation, as determined in each case by the Board of Directors.

ARTICLE V – Dues and Finances

Section 1 - GNCC Fiscal Year

The Fiscal Year for the Grand National Curling Club of America, Inc. is the first day of April through the last day of March.

Section 2 - Dues Submission

- i. Annual Dues - Annual dues, including GNCC Member Club dues and GNCC individual membership dues, shall be established by the Membership at the Annual Meeting. Dues shall be payable on or before January 1 of each year, to the Treasurer or an individual or committee designated by the Board of Directors to manage membership dues collection. Payment of the annual dues shall establish Member Clubs and Members in Good Standing from January 1 to December 31 of a given calendar year.
- ii. New Clubs - Any club accepted for membership by the GNCC between January 1 and

October 31 shall pay one third ($\frac{1}{3}$) of the standard GNCC membership dues for that year. Fees shall be paid within sixty (60) days of acceptance for membership by the GNCC.

- iii. Any club accepted for membership by the GNCC between November 1 and December 31 will pay no GNCC membership dues for the current year, will be considered a New Club the following year, and shall pay one third ($\frac{1}{3}$) of the standard GNCC membership dues for that year. Fees will be paid in accordance with ARTICLE V Section 2 (i) of these By-Laws.
- iv. Second Year Clubs - Any Member Club paying its second year's Admission Fees, shall pay GNCC membership dues equal to two-thirds ($\frac{2}{3}$) of the standard GNCC membership dues. All fees will be paid in accordance with ARTICLE V Section 2 (i) of these By-Laws.
- v. Third Year Clubs - Any Member Club paying its third year, or greater, membership dues, shall pay GNCC membership dues in full in accordance with ARTICLE V Section 2 (i).

Section 3 - Membership Roster Submission

Member Clubs must prepare and forward to the Treasurer and/or the individual or committee designated by the Board of Directors to manage membership dues collection a correct list of all their Members and officers on or before December 15 each year to allow calculation and payment of dues by January 1. Member Clubs shall notify the GNCC as soon as possible of any changes to Membership and officers.

Section 4 - GNCC Funds Accounting

The GNCC shall maintain funds in accounts as required to satisfy 501(c)(3) regulations and separate general funds from funds donated for a specific purpose.

- i. General Fund – The General Fund shall be held in checking accounts, savings accounts, and/or interest-bearing investment vehicles as determined by the Treasurer. The General Fund shall be used to defray necessary expenses of the GNCC not otherwise defined in this section.
- ii. Contingency Fund - A Contingency Fund shall be maintained, composed for General Fund monies. The Contingency Fund shall be maintained at a minimum of one (1) year of GNCC expenses, calculated from the average expenses by the GNCC from the previous three (3) years. Any expenditure which would reduce the Contingency Fund below the one year expenses level must be approved by a two-thirds ($\frac{2}{3}$) majority of the voting-eligible members of the Board of Directors.
- iii. Special Purpose Funds - Special Purpose Funds represent funds designated by the GNCC with a charter for the fund maintenance and usage, including repayment of funds if specified. Special Purpose funds shall not be transferred to the General Fund or

Contingency Fund. Special Purpose funds may be held in checking accounts, savings accounts, and/or interest-bearing investment vehicles as determined most advantageous to the GNCC by the Treasurer. Some examples of Special Purpose Funds are the Memorial Trust Fund, Legacy Trust Fund, and the Second Century Fund.

Section 5 - GNCC Budget Approval

The budget approved by the Board of Directors for the fiscal year shall be proposed at the Annual Membership Meeting for approval by the Membership in accordance with ARTICLE I Section 7 and ARTICLE III Section 1.

Section 6 - Non-Budgeted Expenditures

Expenditures not specified in the GNCC authorized budget as approved per ARTICLE V Section 5, (“non-budgeted expenditures”) exceeding five hundred dollars (\$500) must be approved by a majority of the GNCC Board of Directors.

Section 7 - Independent Audits/Financial Reviews

Annual financial reviews or independent audits shall be performed on the GNCC financial records as required by 501(c)(3) law and all applicable regulations. A majority of the Board of Directors or a majority of the Club GNCC Representatives may request an independent audit or review at any time.

Section 8 - Loans

No loan shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances. The Corporation shall not make any loan to, or guarantee any obligation of, a Director or Officer of the Corporation, or any entity in which a Director or Officer holds a substantial Financial Interest (within the meaning of ARTICLE XI Section 2), other than through the purchase of bonds or similar securities customarily sold in public offering or ordinary bank deposits. The Corporation shall not make any loan to, or guarantee any obligation of, any employee of the Corporation unless the Board of Directors determines that such loan or guarantee may reasonably be expected to benefit the Corporation.

ARTICLE VI – Rules and Disputes

Section 1 - Rules Governing Play

The rules governing play which have been adopted by the GNCC shall be the rules of the World Curling Federation (WCF) for international competition as they have been adopted by USA Curling (USCA). These rules will apply to all GNCC curling matches except as modified by the action of the Board of Directors and approved by the Membership.

Section 2 - GNCC Curling Season

The GNCC curling season shall be defined as May 1 through the last day of April.

Section 3 - Disputes

Disputes between GNCC Members and/or Member Clubs must be submitted in writing to the GNCC Secretary, who will promptly forward the dispute to the GNCC Chair.

- i. The GNCC Chair may attempt to resolve the dispute by contacting all parties involved and attempting to mediate a resolution.
- ii. If the GNCC Chair is unable to resolve the dispute, they shall appoint a four-person committee of arbiters to resolve the dispute. The arbiters shall consist of the GNCC Vice Chair and three GNCC Board members, none of whom shall be directly or indirectly involved with the dispute. The arbiters shall select three of its members to be the voting members, with the non-voting member able to replace a voting member, if needed. The GNCC Vice Chair shall lead the committee of arbiters unless they are directly or indirectly involved in the dispute, in which case another GNCC Board member not associated with the dispute shall lead the committee.
- iii. The arbiters shall gather information related to the dispute from all Parties and others as needed to achieve a decision on the dispute. They shall report a decision to the Board of Directors within 30 days of the filed dispute. Additional time may be requested by the arbiters if needed to complete their assessment of the dispute and reach a decision. Following the report to the Board of Directors, the Chair of GNCC shall report the decision to the Parties.
- iv. An appeal from the decision of the arbiters may be made at the next Annual Meeting. A Request for Appeal shall be submitted in writing, along with reasons, to the GNCC Secretary a minimum of forty-five (45) days prior to the Annual Membership Meeting.
- v. The Secretary shall provide notice to the Club GNCC Representatives a minimum of thirty (30) days prior to the Annual Membership Meeting. The notice shall include the formal complaint, information reviewed by the arbiters and a summary of the arbiters' findings with all names redacted.
- vi. Club GNCC Representatives shall consider the appeal at the Annual Membership Meeting. The Representatives may uphold or overturn the arbiters' decision by a majority vote of Grand National Representatives present voting in person or by General

Proxy.

- vii. The decision of the Club GNCC Representatives shall be final and not subject to further appeal or review.

ARTICLE VII – Amendments

Section 1 - By-Laws Amendments

After the initial adoption of these By-Laws commensurate with incorporation, no new By-Laws shall be introduced, nor any existing By-Laws amended or repealed, except at the stated Annual Meeting, and by a Membership Majority vote. Any such proposals must be submitted to the Secretary a minimum of sixty (60) days prior to the date of the next Annual Meeting. The Secretary shall notify each member club not less than forty-five (45) days prior to the date of the next Annual Meeting.

Section 2 - By-Laws Amendments – Annual Membership Meeting Changes

Proposed By-Laws amendments may be modified during the Annual Membership Meeting, provided the changes are consistent with the published By-Laws amendment change and the changes are approved by a Membership Majority vote.

Section 3 - Amendments to APPENDIX A, Service Awards

Notwithstanding the requirements of ARTICLE VII, Sections 1 and 2, the Board of Directors shall have the authority to amend APPENDIX A to these By-Laws, which includes a list of current Service Awards, by a majority vote at any meeting of the Board of Directors. Such changes shall be effective immediately upon approval by the Board of Directors. The Secretary shall notify the Membership of said changes within thirty (30) days.

ARTICLE VIII – USCA Directors

This Article shall only apply during years where GNCC is a Recognized Regional Association of USCA.

Section 1 - USCA Director Election and Duties

The GNCC shall elect a representative to serve on the USCA Board of Directors at the GNCC Annual Meeting. The USCA Director shall represent and defend the rights and interests of the GNCC at the USCA. GNCC-elected USCA Directors are encouraged to attend all GNCC Board of Directors meetings and shall receive minutes of said meetings. GNCC-elected USCA Directors shall not vote at GNCC Board of Directors meetings unless said Director also holds a GNCC Board of Directors position that grants voting privileges.

Section 2 - Commencement of Duties

The USCA Director shall commence duties upon election at the Annual Membership Meeting, and shall hold office for as many years as the Board of Directors determines, or until their successor shall be appointed or elected.

Section 3 - Filling USCA Directors Vacancies

In the event of any vacancy of the USCA Director, such vacancy shall be filled by the Chair until the next Annual Meeting of the Membership, or at a special meeting with Club GNCC Representatives specifically called for that purpose.

ARTICLE IX – Insurance

Section 1 - Member Club Requirement to Maintain Insurance Coverage

The GNCC shall offer accident and liability insurance to its Member Clubs. GNCC Member Clubs hosting GNCC-sanctioned events and championships that do not have GNCC insurance coverage shall provide proof to the GNCC Secretary that the GNCC is listed as an additional insured entity on their policy.

Section 2 - Directors and Officers Insurance

The GNCC shall maintain Directors and Officers (D&O) insurance.

Section 3 - Bonding

The Corporation shall purchase an insurance bond for the faithful discharge of the duties of the Treasurer and any other officers or employees with access to GNCC funds, or those additional individuals identified by the Board of Directors, in such sum and with such surety as the Board of Directors shall determine.

Section 4 - Insuring GNCC Assets

The Board of Directors shall designate and insure GNCC assets.

ARTICLE X - Indemnification Against Liabilities and Expenses

Section 1 - Indemnification

The Corporation shall indemnify all Directors and Officers of the Corporation and their successors, heirs, and legal representatives (the “Indemnitees”), to the extent permitted by law, against all expenses and liabilities, including attorneys’ fees, in connection with any proceeding involving an Indemnitee by reason of his or her being or having been a Director or Officer, other than a proceeding by or in the right of the Corporation, if (a) such Indemnitee acted in good faith in a manner he or she reasonably believed to be in the best interest of the Corporation, and (b) with respect to any criminal proceeding, such Indemnitee had no reasonable cause to believe his

or her conduct was unlawful. The Corporation may advance to Indemnitees expenses, including attorneys' fees, for which such Indemnitees are indemnified pursuant to this Section.

Section 2 - Definitions

All terms used herein shall have the meanings attributed to such terms as set forth in the NFPCL.

Section 3 - Scope of Indemnification

It is intended that the Indemnitees' rights of indemnification provided hereunder shall be as broad as permitted under the NFPCL. Wherever the NFPCL permits the Corporation to provide indemnification of an Indemnitee, this ARTICLE X shall be deemed to require such indemnification to be provided by the Corporation to the Indemnitee.

ARTICLE XI - Conflicts of Interest

Section 1 - Purpose

This ARTICLE XI constitutes the conflict of interest policy of the Corporation. No Director or Officer of the Corporation, nor any other person with substantial influence over the Corporation (such as a substantial donor), nor parties related to them ("disqualified persons"), may engage in a business transaction with the Corporation which would be regarded as "self-dealing" (as such terms are defined in the Code). This ARTICLE XI is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations. The Corporation recognizes that the skills, talents and relationships of its officers and directors are among its richest assets. The Corporation is also aware that acquiring goods or services from, or engaging in transactions with, its Officers, Directors, members of their families or entities in which they have a financial interest or with which they are affiliated (such persons and entities are referred to collectively as "Interested Parties") may create an appearance of impropriety.

Section 2 - Definitions

For the purpose of this ARTICLE XI:

"Compensation" shall include direct and indirect remuneration as well as gifts or favors that are not insubstantial.

"Disqualified Person" has the meaning set forth in Section 4958(f)(1) of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations thereunder. The term refers to, among others, any director or officer of the Corporation, any other person with substantial influence over the Corporation (such as a substantial donor), or any person related to any of them.

"Financial Interest" shall mean any one of the following, which a person may have, directly or

indirectly, through business, investment, or family (including by virtue of being a Disqualified Person):

- i. A non-de minimis ownership or investment interest in any entity with which the Corporation or any of its affiliates has a transaction or arrangement;
- ii. A compensation arrangement with the Corporation or any of its affiliates, or with any entity or individual with which the Corporation or any of its affiliates has a transaction or arrangement; or
- iii. A potential non-de minimis ownership or investment interest in, or Compensation arrangement with, any entity or individual with which the Corporation or any of its affiliates is negotiating a transaction or arrangement.

A Financial Interest is not necessarily a conflict of interest. Under Section 3 of this ARTICLE XI, a person who has a Financial Interest may have a conflict of interest only if the Board of Directors or a committee of the Board of Directors decides that a conflict of interest exists, or if such person acknowledges that a conflict of interest exists.

“Interested Person” shall mean any of the following who has a direct or indirect Financial Interest: a director, officer, or employee; a person related to any of such individuals by way of business, investment or family; or a Disqualified Person.

Section 3 - Procedures

- i. **Duty to Disclose.** In connection with any actual or possible conflict of interest, an Interested Person must disclose the existence of the Financial Interest and all related material facts, or acknowledge the existence of a conflict of interest, to the Directors considering the proposed transaction or arrangement.
- ii. **Determining Whether a Conflict of Interest Exists.** After disclosure of the Financial Interest and all material facts, and after any discussion with the Interested Person, they shall leave the meeting while the determination of a conflict of interest or potential excess benefit transaction is discussed and voted upon by the Board of Directors or a committee of the Board of Directors. The remaining members of the Board of Directors or such committee shall determine whether a conflict of interest exists or whether the matter under consideration may be characterized as an excess benefit transaction.
- iii. **Procedures for Addressing the Conflict of Interest**
 - a. An Interested Person may make a presentation at a meeting of the Board of

Directors or a committee of the Board of Directors, but after the presentation, they shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest and shall not in any way attempt to influence improperly the deliberation of or voting on the matter giving rise to such possible conflict.

- b. The Chair of the Board of Directors shall, if appropriate, appoint one or more Directors who are not Interested Persons to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the Board of Directors or committee of the Board of Directors shall determine whether the Corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest or an excess benefit transaction.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board of Directors or committee of the Board of Directors shall determine by a four-fifths ($\frac{4}{5}$) vote of the remaining members of the Board of Directors or such committee who do not have a conflict of interest whether the transaction or arrangement is in the Corporation's best interest, is for its own benefit, is fair and reasonable and does not constitute an excess benefit transaction. The Board of Directors or such committee shall, in conformity with the above determination, determine whether to enter into the transaction or arrangement.

iv. Violations of the Conflicts of Interest Policy

- a. If the Board of Directors or a committee of the Board of Directors has reasonable cause to believe a director or officer has failed to disclose actual or possible conflicts of interest, it shall inform the person of the basis for such belief and afford them an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the person's response and after making further investigation as warranted by the circumstances, the Board of Directors or such committee determines the person has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4 - Records of Proceedings

The minutes of the Board of Directors and all committees of the Board of Directors shall contain (a) the names of the persons who disclosed or otherwise were found to have a Financial Interest in connection with an actual or possible conflict of interest, the nature of the Financial Interest, any action taken to determine whether a conflict of interest was present, and the Board of Directors' or committee of the Board of Directors' determination whether a conflict of interest in fact existed; and (b) the names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Section 5 - Compensation

A Director who receives Compensation, directly or indirectly, from the Corporation for services or any member of such Director's family is precluded from voting on or participating in any Board of Directors or committee deliberation of matters pertaining to such Director's Compensation, but is not prohibited from providing information to the Board of Directors or any committee regarding Compensation.

Section 6 - Annual Statements

Each Director and Officer shall annually sign a statement affirming, or affirm orally at the first regular meeting of the Board of Directors following the Annual Membership Meeting, that they:

- i. received a copy of these By-Laws, including this ARTICLE XI;
- ii. read and understand this ARTICLE XI;
- iii. agree to comply with the provisions of this ARTICLE XI; and
- iv. understand the Corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

In addition, each Director, at the time of their initial election or appointment to the Board of Directors and annually thereafter, shall submit to the Chair and the Secretary a written statement identifying, to the best of such Director's knowledge, (a) any entity of which such Director is an officer, director, director, member, owner (other than by virtue of holding a de minimis equity interest) or employee and with which the Corporation has a relationship and (b) any direct or indirect Financial Interest of such director with respect to any transaction in which the Corporation is a participant.

Section 7 - Periodic Reviews

To ensure the Corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects: (a) whether Compensation arrangements and benefits are reasonable, based on competent survey information (where available), and the result of arm's length bargaining; and (b) whether partnerships, joint ventures, and arrangements with management organizations conform to the Corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in private inurement, impermissible private benefits, or an excess benefit transaction.

Section 8 - Use of Outside Experts

When conducting the periodic reviews as provided for in Section 7 of this ARTICLE XI, the Corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of Directors of its responsibility for ensuring that periodic reviews are conducted.

ARTICLE XII - Compensation

Section 1 - General

This ARTICLE XII constitutes the compensation policy of the Corporation. The Corporation may pay reasonable Compensation to its officers, employees, agents, and independent contractors, provided that the requirements of ARTICLE XI and this ARTICLE XII are followed when considering and approving Compensation for such individuals. This ARTICLE XII is intended to create a presumption that all Compensation Arrangements are reasonable, in the manner contemplated by Treasury Regulations Section 53.4958-6, and shall be applied accordingly.

Section 2 - Definitions

For the purpose of this ARTICLE XII:

“Compensation” shall mean salary, wages, deferred compensation, retirement benefits (including pensions and annuities, whether in the form of a qualified or non-qualified employee plan), fringe benefits (including personal vehicle, meals, lodging, personal and family educational benefits, low interest loans, payment of personal travel, entertainment, or other expenses, athletic or country club membership, and personal use of the Corporation's property), and bonuses.

“Compensation Arrangement” shall mean Compensation paid to any officer, employee, agent, or independent contractor of the Corporation, provided such person receives more than \$100,000

per year from the Corporation.

Section 3 - Required Approval

All Compensation Arrangements entered into by the Corporation and all other proposals for providing Compensation to or increasing the Compensation of officers shall be reviewed and adopted by four-fifths ($\frac{4}{5}$) of the total number of Directors in office and eligible to vote on the matter, subject to the requirements of ARTICLE XII.

Section 4 - Procedure

In reviewing a Compensation Arrangement, the Board of Directors shall collect, through its Directors, Officers, committees, employees, or agents, information about Compensation paid by similarly situated taxable or tax-exempt organizations for similar services, current compensation surveys compiled by independent firms, or actual written offers from similarly situated organizations. Directors shall base their decisions on whether to approve a proposed Compensation Arrangement on such collected information.

Section 5 - Documentation

The Secretary shall document in writing: (a) the date and terms of approved Compensation Arrangements; (b) the decision made by each Director who decided or voted on approved Compensation Arrangements; and (c) the information on which the Board of Directors relied to approve a Compensation Arrangement, and the source of that information.

ARTICLE XIII - Whistleblower Policy

Section 1 - General

This ARTICLE XIII constitutes the whistleblower policy of the Corporation. The Corporation's Directors, Officers, employees and volunteers must observe high standards of business and personal ethics in the conduct of their duties and responsibilities, practice honesty and integrity in fulfilling those responsibilities and comply with all applicable laws and regulations. This ARTICLE XIII is intended to apply to, and the matters which should be reported under this ARTICLE XIII include, suspected fraud, theft, embezzlement, accounting or auditing irregularities, bribery, kickbacks, misuse of Corporation assets or suspected regulatory, compliance, or ethics-related issues, concerns or violations. This ARTICLE XIII shall also apply to alleged employment discrimination and sexual or any other form of unlawful harassment, unless such matters are addressed in separate policies adopted by the Board of Directors.

Section 2 - Reporting Responsibility

It is the responsibility of all Directors, Officers, employees and volunteers to report violations or suspected violations of high business and personal ethical standards and/or applicable legal or

policy requirements (each, a “Violation”) in accordance with this ARTICLE XIII. It shall also be a Violation for any person who has actual knowledge of a Violation and of this ARTICLE XIII to not report such Violation in accordance with this ARTICLE XIII.

Section 3 - No Retaliation

No person who in good faith reports a Violation shall suffer harassment, retaliation or adverse employment consequence. It shall be considered a Violation for any person to retaliate against someone who has reported a Violation in good faith.

Section 4 - Reporting Violations

Violations should be reported, and questions or concerns regarding potential Violations should be addressed, to the Chair, provided that if a Violation pertains to the Chair, it should instead be reported to another officer of the Corporation (who shall act in lieu of the Chair in responding to such report as provided in this ARTICLE XIII). The Audit Committee shall address all reported concerns or complaints regarding corporate accounting practices, internal controls or auditing brought to its attention. The chairperson of the Audit Committee shall immediately notify the Audit Committee of any such complaint and work with the Committee until the matter is resolved.

Section 5 - Investigating and Resolving Complaints

The Chair is responsible for investigating and resolving all reported complaints and allegations concerning the ethical and legal standards noted in this ARTICLE XIII, provided that the Chair may delegate such responsibility, as a matter of policy or on a case-by-case basis, to the Board of Directors or an appropriate committee. The Chair shall advise the Board of Directors of all reported Violations at least annually.

Section 6 - Acting in Good Faith

Anyone reporting a Violation must act in good faith and have reasonable grounds for believing the information disclosed may indicate a Violation. It shall be a Violation for anyone to report a Violation with actual knowledge that their allegations are false.

Section 7 - Confidentiality

Violations may be reported on a confidential basis. Reports of Violations shall be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Section 8 - Handling of Reported Violations

All reports of Violations shall be investigated promptly and appropriate corrective action shall be taken as promptly as possible if warranted by the investigation.

Section 9 - Notice of Policy

The Chair shall cause a copy of this ARTICLE XIII to be distributed to all Directors, Officers and employees of the Corporation and all volunteers who provide substantial services to the Corporation.

ARTICLE XIV – Liquidation of Assets

In accordance with Section 501(c)(3) of the Internal Revenue code, no financial benefit shall inure to the benefit of any individual or Member Club. In the event that the Corporation is liquidated, the Board of Directors shall designate one or more charitable organizations associated with curling, other than Member Clubs, that comply with Section 501(c)(3) of the Internal Revenue Code, to receive the assets of the corporation.

ARTICLE XV - Definitions

In addition to the definitions set forth in this Article, certain terms may be defined within the specific Articles to which they apply.

Annual Meeting – Also referred to as the Annual Membership Meeting or Membership Meeting, this is an annual meeting of the GNCC Board of Directors and the Club GNCC Representatives.

Applicant Club – Any curling club applying to become a Member Club of GNCC.

Board of Directors (BoD or Board) – The governing body responsible for the management of the operations and business of the GNCC

Board of Directors Majority – Greater than half (50%) of the voting members of the Board of Directors.

Club GNCC Representative – an individual member of a GNCC Member Club who has been designated by that club to represent it and its members for matters pertaining to GNCC affairs.

General Proxy - As defined in ARTICLE III Section 3.

Individual Membership – All curling, social, or other members of GNCC Member Clubs who have paid annual dues and any other requirements.

Limited Proxy - As defined in ARTICLE III Section 3.

Managing Directors – Also referred to as Directors, all members of the Board of Directors.

Member in Good Standing (Member) - Individual member included on a GNCC Member

Club roster who has paid annual dues for the current year.

Member Club in Good Standing (Member Club) – A club which has paid annual member club dues and individual member dues to GNCC, and satisfied all other requirements to be considered part of GNCC.

Member Club Majority – A percentage of the Member Clubs of GNCC that is greater than 50% (a simple majority), unless a different, higher threshold (such as a two-thirds majority) is explicitly stated for a particular action.

Membership in Good Standing (Membership) – All dues-paying members in good standing of GNCC, who may each be represented by their Club GNCC Representative.

Membership Majority – A percentage of the total membership that is greater than 50% (a simple majority), unless a different, higher threshold (such as a two-thirds majority) is explicitly stated for a particular action. Individual members of each Member Club shall be represented by their Club GNCC Representative or Proxy of the Club GNCC Representative during these votes.

NFPCL – The New York Not-for-Profit Corporation Law, as amended from time to time, and any successor statute thereto.

Non-Voting Member Club – A club that has paid annual membership dues to GNCC, but has not fulfilled some or all of the other requirements of a Member Club.

Officers of the Board of Directors (Officers) – The titled members of the Board of Directors, consisting of the Chair of the Board of Directors, the Vice Chair of the Board of Directors, the Treasurer, and the Secretary (who is a non-voting member).

I, Kristen Conrad, as Chairperson of the Board of Directors of the Grand National Curling Club of America, Inc., (GNCC), do hereby certify that these By-Laws are the last ones adopted by the GNCC, as amended on **May 17, 2026**, and are in full force and effect as of this date, and that this is a true copy thereof.

Kristen Conrad

Date

Chairperson, Board of Directors, GNCC

APPENDIX A – Service Awards

Last Revision: May 17, 2026

- i. **Honorary Life Membership:** In 1955, the GNCC Executive Board formed an Awards Committee to identify individuals based on meritorious service to the GNCC. These candidates, upon approval of the Membership at the Annual Meeting, were awarded Honorary Life Membership and their names were permanently entered into the official records of the GNCC. The first seven honored were from Canada and Scotland. Nine years after the award began, the first members of the GNCC were honored. In some years more than one person was granted Honorary Life Membership and in several years no one was selected. No more than three may be selected in any year. In 2014, the Awards Committee asked the GNCC to reimburse all living Honorary Life Members their annual dues. The membership unanimously approved this at the 2014 Annual Meeting.
- ii. **Outstanding Service to Curling Award:** Started in 1993, this award recognizes GNCC members who have made significant contributions to the game of curling at the club level, for the Grand National, and/or nationally. The award was designed to recognize the cumulative effect of many contributions, any of which individually may not qualify for the award. This award is not designed to recognize on-ice competitive achievements, may not be awarded to current Officers of the GNCC, and, may not be awarded solely for holding a GNCC office (although service as an Officer may be one of the contributions). In addition to home club contributions, the nominee should have helped at the GNCC level. It was recommended at inception that no more than three candidates be selected in any year. This award will not be presented annually if no suitable candidates are nominated.

APPENDIX B – Document Retention Policy

Item	Retention Period
Bank Statements & Reconciliations	7 Years
Contracts and Leases (Current)	Permanent
Contracts and Leases (Expired)	7 Years
Corporate - Articles of Incorporation & By-Laws	Permanent
Corporate - Certificate of Incorporation and Related Legal or Government Documents	Permanent
Corporate - Minutes of Board & Committee Meetings, etc.	Permanent
Correspondence (General)	3 Years
Correspondence (Legal / Important)	Permanent
Email	5 Years
Employee Payroll Records	7 Years
Employee Personnel Records (After Termination)	7 Years
Employee Personnel Records (Current)	Permanent
Employee Workman's Compensation Documents	11 years
Finance - Audit Reports of Independent Accountants	Permanent
Finance - Depreciation Schedules	Permanent
Finance - Expense Analyses & Distribution Schedules	7 Years
Finance - Financial Statements (inc. Trial Balances)	Permanent
Finance - Fixed Asset Records & Appraisals	Permanent
Finance - General Ledgers	Permanent
Finance - Tax Return Worksheets	7 Years
Finance - Tax Returns	Permanent
Finance - W-2 / W-4 / 1099 Forms, etc.	7 Years
Insurance - Accident Reports and Claims (Current Cases)	Permanent
Insurance - Policies (Current)	Permanent
Insurance - Policies (Expired)	Permanent
Membership Rosters	5 Years
Paid Bills & Vouchers	7 Years
Property Appraisals	Permanent
Property Documents - Deeds, Mortgages, etc.	Permanent