

**ARTICLES OF INCORPORATION**  
**THE BELAU TRIATHLON FEDERATION**

**ARTICLE I. NAME**

The name of this organization shall be the Belau Triathlon Federation (BTF), a non-profit organization.

**ARTICLE II. LOCATION**

This organization shall be located in Koror, the Republic of Palau, with an office address of P.O. Box 302, Koror, Palau 96940.

**ARTICLE III. PURPOSE**

The purposes of the BTF shall be:

- A. To foster and promote amateur triathlon activities throughout the Republic of Palau through competition, training, clinics, and other related activities, and in accordance with the standards and rules of this organization.
- B. To develop in the participants a love for sports, fitness, and the principles of good sportsmanship and fair play.
- C. To protect and promote the mutual interest of its members.
- D. To become affiliated with and maintain good membership in appropriate regional and international organizations and federations.
- E. To actively support the improvement, development and maintenance of proper triathlon facilities throughout the Republic of Palau.
- F. To engage in any and all other activities as is consistent with or reasonably related to the above purposes.

**ARTICLE IV. NON-PROFIT ORGANIZATION**

The BTF is not organized for profit and it will not issue stock, and no part of its assets, income or earnings shall be distributed to its members, directors, or officers, except for services actually rendered to the organization, and except upon liquidation of its property in case of corporate dissolution.

## **ARTICLE V. GOVERNMENT**

The BTF shall be an independent organization officially recognized by any Palau amateur sports association, but governed by its Articles and By-Laws.

## **ARTICLES VI. MEMBERSHIP**

A. The members of the BTF shall be any person or organization advocating the sport of triathlon.

B. Classes of membership and fees shall be established in the By-Laws.

## **ARTICLE VII. MANAGEMENT**

The management of the affairs of this organization shall be delegated to the officers as prescribed in the By-Laws of this organization, with the President as the overall presiding officer.

## **ARTICLE VIII. OFFICERS AND EXECUTIVE COMMITTEE**

A. The BTF membership shall elect from its own members, as the officers of the BTF, a President, Vice President, Secretary, and Treasurer, who will also serve as the Executive Committee, which shall administer the BTF in accordance with policies established by the membership.

B. The official position, qualifications, terms of office, and duties of the officers shall be set forth in the By-Laws.

## **ARTICLE IX. VOTING AND MEETING**

Details concerning voting and meetings shall be set forth in the By-Laws.

## **ARTICLE X. AMENDMENTS**

A. Any proposed amendment to these Articles or the By-Laws shall be submitted in writing to all members of the BTF entitled to vote at least two weeks prior to the date the proposal will be voted on.

B. A two-thirds (2/3) majority of all votes cast shall be required to adopt a proposed amendment.

**ARTICLE XI. DISSOLUTION**

A. The BTF may be dissolved by a vote of the majority of its members.

B. Upon dissolution the net assets shall be distributed to national sports associations of Palau.

**ARTICLE XII. DURATION**


The duration of the BTF shall be perpetual.

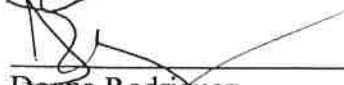
**ARTICLE XIII. INITIAL OFFICERS AND INCORPORATION**

The names and addresses of the initial officers and incorporators are as follows:

<u>Name:</u>	<u>Address:</u>	<u>Citizenship:</u>
Tino Faatuuala President	P.O. Box 302 Koror, Palau 96940	Samoa
Richard J. Mangham Vice President	P.O. Box 1326 Koror, Palau 96940	USA
Donna Rodriguez Treasurer	P.O. Box 1714-G101 Koror, Palau 96940	USA
William L. Ridpath Secretary	P.O. Box 1732 Koror, Palau 96940	USA

  
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Tino Faatuuala

  
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Richard Mangham

  
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Donna Rodriguez

  
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William L. Ridpath

Subscribed to before me this 6th day of October, 1999.



  
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Notary Public, ROP

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**REGINA IKEYA**  
NOTARY PUBLIC  
In and for the Republic of Palau  
My Commission Expires: 3/2000

# THE BELAU TRIATHLON FEDERATION

## BY-LAWS

### ARTICLE I. OFFICERS

A. The officers shall be elected annually by a majority vote of the members present at a regular meeting.

B. The officers shall hold office for a one-year period and shall be eligible for re-election. In filling vacancies for unexpired terms, the remaining officers may appoint a temporary replacement until the membership has opportunity to vote on a replacement.

C. The officers shall have the following duties:

1. **President.** The President shall be the chief executive officer of the BTF, and shall preside at meetings of the BTF. He or she shall be a member ex-officio of all committees. He or she shall communicate to the association such matters and make such suggestions as may, in his opinion, tend to promote the welfare and increase the usefulness of the BTF, and shall perform other such duties as necessary.

2. **Vice-President.** The Vice-President shall perform all duties of the President during the absence of the President. He or she shall be a member ex-officio of all committees.

3. **Secretary.** It shall be the duty of the Secretary to:

- a. Give notice of all meetings to members of the BTF and be present at these meetings to keep record of the proceedings;
- b. Conduct correspondence and to execute all orders, votes and resolutions not otherwise committed;
- c. Keep a list of all members of the BTF;
- d. Establish procedures for the collection of dues and the transmittal to the Treasurer.
- e. Prepare, with the concurrence of the Treasurer, an annual financial report of the association.

4. **Treasurer.** The Treasurer shall keep an accurate account of all monies received and expended for use of the BTF, and shall make disbursements authorized by the Executive Committee. All monies received shall be deposited by the Treasurer, in a bank savings account approved by the Executive Committee and will make a record on the financial status of the BTF

when requested by the President or the Executive Committee. Funds may be drawn only on the signatures of the President and the Treasurer. All accounting books, vouchers and bank books shall be subject to verification and inspection by the elected officers of the association. All accounting books shall be kept updated by the Treasurer, and shall be delivered to the successor, at the expiration of the incumbent's term of office. The Treasurer will also turn over all books, monies and other property of the BTF to the successor at the end of his/her term of office.

## **ARTICLE II. MEMBERSHIP AND FEES**

A. The classes of membership shall be:

1. Regular members - presently active participants.
2. Associate members - other than actively participating members and those interested in promoting the sport.

B. Fees or dues shall be determined by the membership as deemed necessary.

## **ARTICLE III. MEETINGS**

A. An annual meeting shall be held on the first Tuesday of October of each commencing with the year 2000.

B. Special meetings can be called by the President or any two officers at any time.

## **ARTICLE IV. VOTING AND QUORUM**

Unless a higher number is required by the Articles, those members of the BTF entitled to vote, represented in person, who are present at a duly notified meeting, shall constitute a quorum at a meeting of the members.

Certified as duly adopted on \_\_\_\_\_, 1999.



Secretary  
Belau Triathlon Federation