

BY-LAWS of Island Flow JUDO INC. Incorporated as amended September 12, 2025

ARTICLE I
NAME, LOCATION, AFFILIATION, AND PURPOSE

Section 1. NAME

The name of the organization shall be Island Flow Judo Inc. (IFJI) as incorporated in the state of Hawai'i and herein after referred to as the Corporation.

Section 2. LOCATION

The geographical area of this organization will cover the state of Hawai'i.

Section 3. AFFILIATION

This corporation will act as the District Member for Hawai'i as defined in the By-Laws of United States Judo, Inc. (National Governing Body (NGB)) hence forth known as USA Judo.

Section 4. PURPOSE

IFJI exists as a Group B member under USA Judo. All eligible Judo clubs, or individuals with membership under USA Judo have joined together to advance the cause of amateur judo athletics in the state of Hawai'i.

ARTICLE II
MEMBERSHIP and VOTING

Section 1. DEFINITION

The membership of the Corporation shall be confined to amateur Judo sports organizations, to any individual who is an amateur athlete, coach, trainer, manager, administrator, or official active in the sport of Judo.

Section 2. TYPES OF MEMBERSHIP: There shall be three types of membership.

- a. Organizational membership
- b. Individual membership
- c. Promotional organization

Section 3. ORGANIZATIONAL MEMBERSHIP: An organization eligible for membership shall be any Judo Club, educational institution, or permanent organization actively promoting Judo.

- a. Definitions and voting privileges.

1. Judo Club: Any registered club a part of IFJI active 6 months of the year at least one night a week with 10 individual IFJI registered members in good standing with

USA Judo will receive one vote, if they have been a member of IFJI for 6 months. All Ties will be broken by IFJI president.

2. Educational Institution: Any educational institution with regularly scheduled courses, semester or quarter in length, with 10 individual IFJI members will receive one vote if they have been a member of IFJI for 6 months.

3. Promotional Organizations (receive no vote): Any other organization interested in furthering Judo.

b. Standards and requirements: Each organization shall adhere to such uniform qualifications as the Corporation may adopt from time to time.

c. Voting representatives must be at least 18 years of age.

d. Application for membership

1. Applications for organizational memberships shall be made in the manner prescribed herein and must be approved by at least two-third vote by the Corporation.

2. New groups applying for membership shall have at least 10 registered IFJI members in good standing with USA Judo.

3. Membership application for each new organization must be accompanied by a fee for organizational membership.

Section 4. ADDITIONAL REPRESENTATION: If a voting organizational member has more than 10 registered individual members, then that organizational member will receive an additional vote for every 10 additional registered individual members they have that exceeds 10.

Section 5. INDIVIDUAL MEMBERSHIP A member shall be any individual who is an amateur Judo athlete, coach, trainer, manager, administrator, or official active in Judo, that is a IFJI registered member in good standing with USA Judo.

a. Standards and Requirements: Each individual member shall adhere to the eligibility requirements as the Board of Directors may adopt from time to time.

b. Types of Individual Membership

1. Regular: any individual regularly affiliated with an Organizational member of this Corporation.

2. Unattached: any individual regularly active in Judo but not affiliated with any Organizational member of this Corporation shall be members at large, with no voting rights.

3. Honorary: An individual who has been awarded special recognition by the Board of Directors of the Corporation because of distinguished service to the sport of Judo with no voting rights.

c. Application

1. Regular and unattached memberships for IFJI will be processed by USA Judo.

2. Nominations for honorary memberships shall be made by the Board of Directors who may then award an honorary membership by unanimous vote of a quorum being present. This membership status is perpetual and need not be renewed.

ARTICLE III
DUES

Section 1.

a. Organizational memberships dues are payable during any month of the calendar year (CY). All memberships expire on December 31st of the CY.

b. Individual Memberships Dues:

1. Regular and unattached membership dues will be guided by USA Judo for individual membership.

2. Honorary membership shall be without cost.

Section 2. DUES DETERMINATION

Organizational dues may be changed by a majority vote of the Board of Directors, a quorum being present.

Section 3. DELINQUENCIES

a. Organizational members will be suspended and will no longer be represented by the Board of Directors or receive a vote for failure to pay membership dues.

b. Re-instatement will be established by application, payment of membership, and acceptance by the corporation.

ARTICLE IV
AUTHORITY

Section 1. POWERS AND AUTHORITY

The Corporation is governed by a Board of Directors which shall consist of the voting members of the organizational membership. The Board of Directors has the power and authority to:

- a. Elect the officers of the Corporation and remove the same for cause, by two-thirds (2/3) vote of its members voting and fill vacancies that may exist among the officers.
- b. Enact, revise, amend or repeal the Articles of Incorporation and the By-Laws, as provided herein.
- c. Admit members, reclassify, and terminate the membership of members.
- d. Determine and certify the amateur status of Judo athletes.
- e. Receive and review the reports of committees or other persons concerning the activities of the Corporation or matters in which the Corporation may be interested.
- f. Adopt an annual budget for this Corporation.
- g. Assume original and appellate jurisdiction, upon notice to those involved, in any matter where in the opinion of two-thirds (2/3) of the Board members, the best interests of the Corporation will be served thereby, and the decision of the Board of Directors after a full hearing of those involved who wish to be heard shall be final and binding.
- h. Discipline members and impose, enforce, or remit penalties for a violation of the By-Laws, rules, regulations and procedures promulgated by the Corporation through its Board of Directors, and other committees.
- i. By two-thirds (2/3) vote, remove from office on 30 days written notice any member of the Board of Directors who, by neglect of duty or by conduct tending to impair usefulness as a member of the Board, shall be deemed to have forfeited the position.
- j. Provide for, collect, and expend dues or funds of the Corporation.
- k. Call regular and special meetings of the Board of Directors and fix the time and place for holding all meetings not fixed by these By-Laws.
- l. Institute, locate, conduct and manage all Hawai'i State Judo Championships through the members sponsoring the event.
- m. Appoint or approve permanent committees for its own members and from other people or entities associated with the Corporation.
- n. Take such other action as is customary and proper on behalf of the Corporation; shall be responsible for conducting all the affairs and business of the Corporation; and shall be vested with all powers of the Corporation and have authority on all organizational matters.

ARTICLE V
BOARD OF DIRECTORS

Section 1. LIST OF OFFICERS

- a. President
- b. Vice president
- c. Vice president at-large
- d. Secretary
- e. Treasurer/Registration Chairperson

Section 2. QUALIFICATIONS

- a. The officers shall be eighteen (18) years of age or older, five (5) years' experience in Judo, and have attained the rank of Shodan or greater.
- b. The officers shall be elected from representatives of organizational members as part of IFJI in good standings with USA Judo.

Section 3. CHAIRED POSITIONS

- a. Promotion Chairperson
- b. Referee Chairperson
- c. Sports Director
- d. Marketing Chairperson
- e. Athlete Development Chairperson
- f. Coach Development Chairperson

Section 4. TIME AND METHOD OF NOMINATION

- a. Nominations for each office will be accepted every four years.
- b. Nominations can come from the floor of the meeting designated for elections of officers.

c. Officers shall be elected by majority vote, a quorum being present. Officers shall be elected by separate ballots in this order: President, Vice president, Treasurer/Registration Chairperson, and Secretary. Nominees for one office who are not elected may be nominated for a subsequent office to be voted upon.

d. Notification of the election meeting to be held every four years will be established by mail or email at least thirty (30) days prior to the meeting.

Section 4. TERMS OF OFFICERS AND VACANCIES

a. The officers shall take office after installation at the meeting at which they are elected and shall serve for a term of four years.

b. Vacancies filled by the President will be approved by a quorum of the Board of Directors at the next scheduled meeting of the corporation.

c. Each member shall serve until his or her successor is elected.

d. Absence at two consecutive meetings will result in suspension, unless excused by the President.

ARTICLE VI DUTY DESCRIPTIONS

Section 1. DUTIES OF THE PRESIDENT

The President shall be the Chief Executive Officer of the Corporation and shall preside at all meetings of the Board of Directors. He shall be an ex-officio member of all committees except as otherwise provided in these By-Laws. When authorized, he shall execute all agreements on behalf of the Corporation and perform such other duties as may be assigned by the Board of Directors. The President is ultimately accountable for the outcome of all goals and initiatives the Corporation decides to undertake. During his term of office, the President shall hold no other office, or position elected or appointed, in this organization.

Section 2. DUTIES OF THE VICE PRESIDENT

The Vice President shall perform the duties of the President in the event of the President's absence or inability to act. The Vice-President shall be the executive editor of all publications of the Corporation and shall discharge such other duties as may be assigned by vote of the Board of Directors. They will also ensure that committees assigned to them create goal(s) that align with the Corporation's strategic plan. They will also monitor and hold committees accountable for a plan to achieve said goal(s).

Section 3. DUTIES OF THE VICE PRESIDENT AT-LARGE

The responsibilities of the Vice Presidents at-large will be determined by the board based on the needs of the Corporation. They will also ensure that committees assigned

to them create goal(s) that align with the Corporation's strategic plan. They will also monitor and hold committees accountable for a plan to achieve said goal(s).

Section 4. DUTIES OF THE TREASURER/REGISTRATION CHAIRPERSON

a. The Treasurer shall have charge of the funds and books of the Corporation. The Treasurer shall receive and deposit the funds of the Corporation in such banks as shall be designated by and under the authority of the Board of Directors. The Treasurer shall render an annual financial report to the Board of Directors, and such special reports as required from time to time.

b. Approval of the Board of Directors will be required to disburse funds of this corporation.

c. The maintenance, tabulation, and administration of all membership records, and the registration of all members of the Corporation.

d. Grant, issue, or revoke sanctions for, and on behalf of the Corporation.

Section 5. DUTIES OF THE SECRETARY

The Secretary shall keep the seal and the records of the Corporation, supervise the taking, making, and distribution of minutes; attend to the publication of official reports; attest documents' and perform such other functions that usually pertain to this office. The Secretary shall discharge such other duties as may be assigned by vote of the Board of Directors. A copy of the minutes of each meeting of the Board of Directors will be distributed to each member of the Board of Directors.

Section 6. DUTIES OF THE PROMOTION CHAIRPERSON

The Promotion Chairperson must be Godan or higher. The selection committee should include two (2) Godan, one (1) Yodan, and one (1) Sandan. The committee will confirm all promotions up to Sandan through USA Judo.

Section 7. DUTIES OF THE REFEREE CHAIRPERSON

The Referee Chairperson will keep up with current I.J.F rules, be the chief referee for IFJI state championships, oversee the Continental Crown referees, and make sure all national level and higher referees are current with USA Judo requirements.

Section 8. DUTIES OF THE SPORTS DIRECTOR

The Sports Director will be the tournament director for the IFJI tournaments, Continental Crown, and will secure venues for each.

Section 9. DUTIES OF THE MARKETING CHAIRPERSON

The Marketing Chairperson will be responsible for creating a profile for the corporation on one social media platform. The chairperson will be accountable to create a posting schedule for these profiles with content that includes but is not limited to updates on past, current and future events, promotional messages to encourage enrollment and

updates on any notable achievements attained by the Corporation or any of its individual members.

Section 10. DUTIES OF THE ATHLETE DEVELOPMENT CHAIRPERSON

The Athlete Development Chairperson is responsible for overseeing and advancing the growth, performance, and well-being of athletes. This individual will design and implement programs to foster athletic talent, ensuring athletes have access to quality instruction, training resources, and competitive opportunities. They collaborate with coaches, trainers, and support staff to create development pathways that cater to athletes at various skill levels, from grassroots to elite. The chairperson monitors athlete progress, sets performance goals, and ensures alignment with the organization's mission and values.

Section 11. DUTIES OF THE COACH DEVELOPMENT CHAIRPERSON

The Coach Development Chairperson is responsible for enhancing the quality and effectiveness of coaching within the Corporation. Their primary focus is to ensure coaches are well-equipped with the skills, knowledge, and resources needed to support athletes effectively. They will develop a coaching development plan that includes but is not limited to coaching standards, organizing training and certifications and monitoring and evaluating coach performance.

Section 12. REMOVAL FROM OFFICE

Any officer may be removed from office by a three-fourths (2/3) vote of the Board of Directors, a quorum being present, whenever in its judgment the best interests of the organization would be served thereby.

Section 13. RECORDS

The records of this organization will be entrusted to the Secretary who will ensure that the successor will receive all such records.

ARTICLE VIII MEETINGS

Section 1.

a. Frequency: The board of directors shall hold a regular meeting quarterly. Meetings can be conducted virtually, in person, or a combination of both. For an election year, the first meeting of the calendar year shall be used to hold the election

b. Agenda: Any member of the Board of Directors or committee chairperson may place before the Board at any regular meeting any matter relating to the affairs or objectives of the Corporation, provided that the Board of Directors receives such agenda items prior to their meeting.

c. Credentials: The Board of Directors shall act as a committee of credentials to determine the qualification of each voting member and alternate to be seated at a meeting, and the votes possessed either as a voting representative or as an alternate. Only duly certified voting representatives and alternates shall be seated.

Section 2. SPECIAL MEETINGS

a. Calling a Special Meeting: The Board of Directors shall have the power to call special meetings for good and sufficient cause. The President shall determine the time and place for special meetings, with due regard to the convenience of the members of the Board of Directors.

b. Agenda: Special meetings of the Board of Directors shall address the main reason for calling the meeting. No other business shall be transacted at special meetings.

Section 3. QUORUM: A quorum will consist of 51% of the voting representatives of the Board of Directors.

Section 4. VOTING PRIVILEGES

a. Voting members unable to attend meetings can vote by proxy, authorizing another person or entity to vote on their behalf. The board must be notified of any proxy voting authorizations ahead of any vote.

b. In the event of a tie during a vote between the board members, the President will have the authority to make the decision.

Section 5. ORDER OF BUSINESS

The order of business at all meetings of the Corporation shall follow the latest edition of *Roberts' Rules of Order*.

Section 6. MOTIONS

Motions shall not be made and seconded by delegates from the same organizational member.

Section 7. DISPUTATION PROCEDURES

In the event of dispute, the latest edition of *Roberts' Rules of Order* shall govern the proceeding at all meetings of the Corporation.

ARTICLE VIII

FUND DISTRIBUTION and BANKING

1. FUNDS: All funds will be distributed to athletes, referees, and members of a IFJI registered club in good standing. Athletes, referees, and members must be in good standing with USA Judo.

2. BANKING: Accounts will be opened and/or closed by the president and/or treasurer. Checks may be ordered to make payments when needed. Transactions may be done online or in person by the president or treasurer.