



**Statutes  
&  
Bylaws**

United States Parkour Federation

# **Statutes & By-laws of the United States Parkour Federation**

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# Mission Statement

**USA Parkour (USAP) is formally organized and incorporated as Parkour's National Governing Body (NGB) in the United States. USAP has been established to provide direction and autonomous governance for the activity & sport of Parkour, including, but not limited to, sanctioning competitions resulting in United States National Championships at all levels, including the developmental and elite level. USAP is dedicated to promoting and supporting the activity & sport of Parkour, while striving to guarantee that Parkour continues to provide the unique characteristics important to the sport's participants, fans and enthusiasts while maintaining the integrity and authenticity of Parkour as a sport, a passion, an art form and a lifestyle.**

**Article 1**  
**Name and Purpose**

Section # 1    Name

The organization shall operate under the name of the United States Parkour Federation (dba. **USA Parkour i.e, “USAP”**). The standard formal abbreviated form will be the “USPF”. The standard used abbreviation will be “USAP.” The business will be a not-for-profit, non-governmental and unaffiliated sports organization established for the purpose of managing, directing, promoting, organizing and assisting in every way, the many activities and disciplines associated with Parkour nation-wide.

The business operation will be in a location identified by the USAP President. All the membership information as well as the business records and financial accounts shall be located at the principal offices, so designated by the President. There will be other officers elected by the membership. The actual memberships will be constituted by the diverse populations of Parkour enthusiasts, participants and supporters, nationwide. Members will be divided into numerous categories in order to best serve and represent the various groups that are involved with Parkour.

This is a member-driven and member-directed organization and it is established for these individuals on those premises. The Bylaws that govern the organization will allow for the necessary changes and the flexibility to guarantee that the membership is serviced at the highest level. It is the intent that this document be a guideline to provide both direction for governance and the fundamental structure to conduct the various activities of the Parkour businesses.

Section # 2    Purpose

The purpose of the organization shall include, but not be limited to, the following:

1.     To perpetuate and improve Parkour & Freerunning in the United States and its territories.
2.     To encourage the growth and development of Parkour programs and offerings to the USA’s youth.
3.     To encourage the creation of national teams for the purpose of representation of these teams in worldwide competition.
4.     To coordinate efforts with all other agencies, organizations and groups promoting Parkour by making known its collective opinions through its elected officials and executives in the forums that are available through world sport.
5.     To work with companies, manufactures, agencies and all

other commercial and public entities that have the ability to assist in the growth, development and promotion of Parkour.

6. To give appropriate recognition for outstanding contributions to Parkour by groups, individuals and events.
7. To provide coaches, teachers and educators tools for the research of trends, technology, ideas, issues and solutions to problems.
8. To provide and create the resources and activities that allow the members the opportunities to discuss, enhance and evaluate changes in Parkour with implications at levels from beginner through International and Olympic caliber athletes.
9. To communicate with and support the interest of new programs, events, organizations and commercial entities that may be interested in starting programs, activities and events in Parkour.
10. To encourage and promote the good moral standards that are enhanced through the sports experience and through a sports education and to help steward that responsibility at all levels of Parkour's participation.
11. To follow and promote the laws of national and international sports through the United States Olympic Committee (USOC) and the International Olympic Committee (IOC) as they apply to the use of drugs, banned substances and other agents that destroy the integrity of sports participation and competition.
12. To create new events, properties, activities, publications, literature, materials, information, promotions and other such enhancements that will aid in the marketing, promotions and growth of Parkour.
13. To establish rules and regulations for all the competitive events and programs under the jurisdiction of the USAP and to identify, train and educate the technical experts, officials and other required personnel to help guarantee fairness, accuracy of evaluation and objectivity in all of the Parkour competitive programs and events.
14. To establish the rules of eligibility, none of which will be more restrictive than those established by the USOC and the International Parkour Federation (IPF). The USAP will work with the respective athlete groups and organizations to assist them in their understanding and knowledge of these eligibility rules and policies so that both the governance and enforcement will allow for maximum participation by Parkour athletes

across the United States.

15. To create, promote, disseminate and have jurisdiction over the rules of conduct for National (domestic / United States) competitions including international contests and exchanges, the National Championships, the United States Open, Junior Development and Junior Olympic Competitions and events, all qualifying events as well as the World and Olympic Team trials and selection events. Also, to assist in the process of the Olympic Games, working with the IPF as well as the USOC and / or any designated organization that is responsible for the conduct of the trials, selection events, and the Olympic Games, as assigned and awarded by the IOC.
16. To protect and prevent the involvement of government or political organizations as well as religious groups or other groups, including commercial entities that may not have the best interests of the athletes, the events or Parkour.
17. USAP will be the named representative for the United States and the official member representative in the International Parkour Federation. As such, USAP will follow the rules and regulations in the Statutes of the IPF that apply to the respective National Federations.
18. Other purposes, so designated and assigned by the President, Board of Directors or the general membership, in accordance with these Bylaws.

**Article 2**  
**Fiscal Year**

Section # 1 Calendar Year / Fiscal Year

The USAP will function on a fiscal year that will begin on the first day of the New Year (January 1<sup>st</sup>,) and will conclude on the last day of the calendar year, December 31<sup>st</sup>. All basic programs and budgets will be based upon this calendar and fiscal year.

The reporting of annual budgets and other such matters will be done at the annual meeting and will be based upon the fiscal year, as stated above.



**Article 3**  
**Membership**

Membership will be aggressively encouraged. The success of the USAP will be determined by the nation-wide participation in our sports. Therefore, membership will not be restricted in any way and the USAP will assist all organizations, groups and individuals in every way possible to create the opportunities to maximize participation.

**Section # 1    Membership Categories**

There shall be six (6) categories of membership. These are accompanied with the respective privileges and restrictions, as listed:

**1. Athlete Members-**

- i. Any individual who wishes to join as an athlete may do so by simply filling out and submitting the required membership information forms and sending his/her annual membership fee. Such fees shall not be restrictive or prohibitive to any eligible individuals. Other benefits may be included.

**2. Active Members-**

- i. Any individual who is interested and falls into one of the membership categories, included in these By-laws, may be eligible to be an active member. Active members are included in the general workings of the USAP and will be invited to attend the annual convention of the USAP. Active members may represent industry, clubs, manufactures, sports organizations, athlete groups, coaches and teaching centers and other entities of representation, to be approved, identified and designated by the Board of Directors of the USAP.
- ii. Actual lists of groups / organizations that may designate an active member will be listed in "Appendix A" of this document. The Board of Directors of the USAP will vote annually to renew each organization's membership.

**3. Associate Members-**

- i. Associate members may join the USAP by submitting the appropriate membership application and sending in the required annual dues / fees. Associate members are included in mailing and basic USAP business. They do not have a voice or a vote in a USAP meeting unless so designated by the President of the Board of Directors. Associate members are allowed to attend the annual

meetings of the Board and may be excused for closed or “Executive Sessions.”

4. Honorary Members-

- i. That any individual, based upon extraordinary accomplishments or contributions, can be nominated for an Honorary Membership. Such recognition must be voted on by a two-thirds majority of the voting membership of the Board of Directors of the USAP. Nominations may be made by the Board of Directors, by any athlete member or any national organization recognized by the USAP.

5. Industry / Commercial Members-

- i. This is a no-voice, no vote membership that may either be represented by an individual or by a company or business. These individuals / groups / representative(s) may attend the meetings, except when the Board of Director’s enters into an “Executive Session.” They may be permitted to have a voice at such meetings, with either approval of the President, Board of Directors, or by a majority vote of the Board or respective committee. In order to attend meetings, they must be in “good standing” and current in all obligations and responsibilities to the USAP.

6. Public Sector Members

- i. The Board of Directors will reserve the right to determine if an individual, not associated with the Parkour culture, would be invited to be a member of the Board of Directors. Such an individual would likely be required to possess a unique expertise, associations, qualifications and capabilities that could bring additional value to the Board or perhaps associations or relationships that would provide added value to the Board, the corporation or to certain aspects of the business or the sport.

**Section # 2    Membership Dues**

As long as a member of the Board of Directors has paid their dues and is “current”, they will be allowed to vote and have voice at the annual meetings of the USAP. This includes being allowed to make payment and being “current” up to the start of the meeting of the Board of Directors.

1. Athlete Members-

- i. Annual membership fees for athletes will be determined and made public based upon those specific costs associated with the services that are provided to the athletes. The fee cannot be prohibitive or restrictive. The actual fee will be directly based upon services such as insurance, communication services and legal requirements.

2. Active Members-

- i. For the right of voice and vote of the active members and their representation of their respective organizations, annual membership fees will be \$100.00

There will be a late fee of fifty (\$50.00) dollars if the annual dues are not paid by March 31, of each new calendar year. This will not apply to athlete members, but only to active members. Athlete members must be current members in order to participate in sanctioned USAP events and activities.

The USAP will report in each of its quarterly distributions the status of all members and notices will be sent to announce and inform the respective individuals and groups and organizations that their annual dues is requested. Second and third notices will be sent after each 30-day period without receipt. Lack of payment may cause the USAP to suspend the rights of membership of an individual, group or organization. Such suspension will always be done with required notice and due process of reinstatement will always be afforded.

3. Associate Members-

- i. For the privilege of associate membership, individuals will pay Fifty dollars (\$50.00)

4. Honorary Members-

- i. Honorary Members will pay no fees or dues to the USAP. They will pay no annual membership fee.

5. Industry / Commercial Members-

- i. For the privilege of an industry or business membership, companies will pay Two hundred and fifty dollars (\$250.00) annually.

6. Public Sector Members-

- i. Annual dues or membership fees for these individuals will be determined on a case-by-case basis.

### Section #3 Membership fees

For voting members of the Board of Directors, membership fees must be paid prior to the convening of the annual meeting as the first item on the official Agenda for members to be entitled to vote. Others present will not have the right to vote. Honorary members shall not be assessed any fee. The fiscal year shall be from January 1<sup>st</sup> to December 31<sup>st</sup> of the calendar year. If memberships fees are not paid by March 31<sup>st</sup> of that fiscal year, a late fee may be assessed. The late fee will be Fifty Dollars (\$50.00)

Only members in good standing (whose dues are paid for the current year) are entitled to receive any of the services of the organization i.e., statistical services, communications, minutes, etc.

#### 1. Special Fees, Assessments and Gifts

The USAP is hereby empowered to levy upon its members or applicants for membership such special fees and assessments as may be necessary to maintain a sound financial condition, or as may be relevant to the respective service or penalty. All such additional fees will be presented to and must be approved by the Board of Directors of the USAP.

The USAP is also hereby empowered to accept gifts to its treasury, and said acceptance to be subject to approval by two-thirds majority of the Board of Directors members present at the first meeting following the offering of such gift(s). Members of the Board of Directors may submit such information as appropriate to the Ethics Committee to protect the integrity of the USAP and its image and good name.

**Article 4**  
**Business Year and Annual Meetings**

Section # 1 Meetings of the Board of Directors and Committees

There shall be two meetings a year of the Board of Directors and one will be referred to as the Annual Meeting. There shall be at least two meetings per year of the Executive Committee, one of which that will take place during the annual meeting of the Board of Directors.

The annual meeting shall take place at a time and place so designated by the President with approval by the Executive Committee and notification of the entire membership of the USAP. This meeting will not be held in conjunction or associated with any major event or competition unless approved by the Board of Directors one-year prior to the next scheduled annual meeting.

At this meeting, the summary of the business year will be reviewed and the new business year will commence with a start date the beginning of the new calendar year.

The election of new officers may take place at this meeting, in accordance with these By-laws and the new officers will immediately begin their respective terms.

Elections shall be held as the last item of “Old Business” at the annual meeting. Officers will assume the duties of their new offices at the conclusion of their respective elections.

The President or the Executive Committee has the right to call a special meeting with the approval of the Board of Directors by a two-thirds majority vote.

Electronic and others meetings, can be called by the President or the Executive Committee, with a two-thirds majority vote of that group. Such meetings can be held by teleconference, electronic or other forms commensurate with the business that needs to be discussed and conducted.

The right to assemble and hold meetings shall not be denied or the ability to create any other type of meeting environments so long as the approval of the Executive Committee or Board of Directors is rightfully granted and that such a meeting in no way violates any other written rules in accordance with these By-laws or restricts any individuals or groups from gathering or participating.

**Article 5**  
**Board of Directors and Operating Procedures**

**Section # 1    Quorum**

A quorum exists for the purpose of conducting a meeting of the Board of Directors whenever fifty percent (50%) of the Voting Directors are in attendance.

**Section # 2    The Composition of the Board of Directors**

The Board of Directors shall consist of a total of between fifteen and twenty (15-20) individuals, comprised as follows: five to eight (5-8) At-Large Board members who shall be elected by the members of USA Parkour, two to four (2-4) Athlete Representative Board members who shall be appointed by the Board of Directors, four to five (4-5) Appointed Board members who shall be appointed by the Board of Directors, and two to three (2-3) Independent Board members who shall be appointed by the Board of Directors. The slate of candidates for each vacant Board member position shall be determined by the Nominating Committee. The Board shall be composed of persons with a broad matrix of financial, legal, commercial, marketing, sports business skills, national/international parkour experience, and contacts. Directors shall be elected without regard to race, color, religion, age, gender, sexual orientation, national origin, or physical handicap. All Directors shall be Individual Members of USAP. No paid employee of USAP shall be eligible to serve as a Voting Director.

Each Board member shall exhibit the following general qualifications in addition to the specific qualifications;

- (a)            Be a citizen of the United States and not be an officer of any other national federation other than USA Parkour;
- (b)            Be at least eighteen (18) years of age;
- (c)            Be of good character;
- (d)            Be judged qualified and appropriate for the particular position;
- (e)            Be committed to serving in the best interest of USA Parkour and the sport of Parkour regardless of the constituency that selects the Board member;
- (f)            Be willing to adhere to USA Parkour's policies and procedures; and
- (g)            Possess strong communication and interpersonal skills.

Additional Qualifications.

(a) At-Large Board Members. Each At-Large Board member must be a member of USA Parkour in good standing. At-Large Board members shall not represent any one region, district or group and shall act in the best interests of USA Parkour without regard to geographic allegiance or other concerns.

(b) Athlete Representative Board Members. Each Athlete Board member must qualify as an active Athlete at the time of election and must be a current member of USA Parkour in good standing. "Active Athlete" shall mean a USA Parkour member who has either (i) within the last four (4) years preceding election, competed in a parkour/freerunning competition recognized by IPF or (ii) within six (6) years prior to election (a) finished in a podium position of a national championship or an international championship recognized by IPF.

(c) Appointed Board Members. Appointed Board members shall act in the best interests of USA Parkour. Appointed Board members may or may not be members of USA Parkour and will be appointed to fill areas of expertise. Appointed Board members shall be composed of representatives from specific organizations, groups and populations as well as selected individuals who have been asked to serve as a member of the Board. While the specific organizations and representative groups may change, in accordance with these Bylaws, the organizations or groups that will be invited to serve as Members of the Board include, but are not limited to, the following:

- Highly respected individuals associated with Parkour
- Club Owners or Club Representatives
- Event Producers or Event Owners
- Well-known, highly qualified and respected athletes
- Well-known, qualified and respected coaches, trainers or certifiers

(d) Independent Board Members. The Board of Directors, through its Nominating Committee, shall affirmatively make a determination as to the independence of each Independent Board member, and shall disclose those determinations to the Board of Directors. An "Independent Board member" shall be determined to have no material relationship with USA Parkour, either directly or through an organization that has a material relationship with USA Parkour. A relationship is "material" if, in the judgment of the Nominating Committee, it would interfere with the Board member's independent judgment. To assist it in determining whether a Board member is independent, the Nominating Committee shall draft guidelines made public via an attachment/amendment to these by-laws and shall apply the guidelines on a case by case basis.

(e) At least one (1) Board member shall serve on the Audit and Ethics Committee and shall have financial expertise.

The composition of the Board of Directors shall be determined by the Board of Directors with the objective to be inclusive, fair, equal, non-discriminatory and provide for a

diverse representation of the respective Parkour/ Freerunning populations. For this reason, new individuals or organizations may be added, as needed and determined by a majority vote of the current members of the Board of Directors.

While the Board seeks to be diverse in its representation, it also seeks to be manageable in its size and dimension. For this reason, at said time when the representation seems to be excessive, voting members may thus be grouped into categories to continue to provide representation of the numerous factions within Parkour but allowing the size of the Board to be maintained at reasonable and productive levels.

### Section #2A Other Organizations:

Upon review and evaluation, the Board of Directors may decide to appoint representatives from other organizations and / or special interest groups. Such groups may include, but not be limited to, the following:

- Media / Television
- Girl's Clubs and Boy's Clubs, or similar
- YMCA and YWCA, or similar
- Industry Facility Builders and Designers
- Action Sports Organizations
- Representatives from well known and established organizations such as the State Games, The Special Olympics, The National Federation of State High School Athletic Associations, or the AAU.
- Other, to be determined

### Section #3 Athletes

In accordance with the Amateur Sports Act of 1978, athletes will represent 20% of the Board. In the case of a Board meeting vote, the athlete's vote will always be required to represent no less than 20% of the voting membership. Should the number of athletes not constitute such a percentage, the athletes that are present will be provided a "weighted" vote to guarantee this compliance.

### Section #4 Executive Committee

The Executive Committee of the USAP will be comprised as follows:



- The President
- The Vice Presidents (3)
- Members (2)
- The Treasurer
- The Secretary
- Athlete Representative (2)\*

Note\* The two athletes comprise 20% of the Executive Committee voting membership, as required by the Amateur Sports Act.

The Executive Committee may act on behalf of the Board of Directors and may represent the Board of Directors specific to daily business dealings and operations of the USAP. The Executive Committee however, may not do anything that compromises the integrity of these By-laws or that overrides any laws, rules or policies that have been set forth by the Board of Directors of the corporation.

The Executive Committee may meet or conduct business at any time deemed necessary by the President. Conducting business via electronic mediums such as telephonic or email is acceptable for the general working order of the Executive Committee.

**Section #5 Voting**

1. Number of Votes - Each Active Director and each Athlete Director in attendance, shall be entitled to one (1) vote on each issue submitted to a vote at a meeting of the Board of Directors. All others are not entitled to vote.
2. Majority Vote - The act of the majority vote of the Board of Directors present at a meeting of the Board, at which a quorum is present, shall be the action of the Board of Directors, except as otherwise specifically provided for by applicable state law, the corporation's Articles of Incorporation or these Bylaws. As stated in these Bylaws, the phrase, "Affirmative vote of a majority of the Board of Directors" means the act of the majority of the Voting Directors in attendance at any meeting where a quorum is present.
3. Method of Voting - Any vote may be taken by voice or by show of hands, unless any Voting Director objects, in which case, written ballots shall be used.

4. Voting by Proxy - Voting by proxy is allowed, subject to the following rules regarding the administration of the proxy process:
  - i. Athlete Directors - If an Athlete Director is unable to attend a meeting of the Board of Directors, that Director's Vote will be assigned to the standing alternate as designated by the Athlete's Advisory Committee. If the outstanding alternate is unable to attend, the Athlete Director may assign his/her proxy to one of those Athlete Directors already in attendance and voting at the meeting.
  - ii. Directors Appointed by Active Members - If a Director Appointed by an Active Member is unable to attend a meeting of the Board of Directors, a duly authorized representative of the Member (as determined by that member) may assign its proxy to either a substitute selected by it to attend the meeting or to any other Active Director in attendance.
  - iii. Directors Elected by the Membership - If a Director Elected by the membership is unable to attend the meeting of the Board of Directors, that director may assign his/her proxy to any Active Director of the Corporation attending the meeting of the Board of Directors.
  - iv. Assignments of Proxy - All assignments of proxy must be Submitted, in writing, signed by the individual with the authority under this section to make an assignment and delivered to the Secretary of the Corporation (with a copy to the President) no less than one hour prior to the scheduled starting time of the meeting as indicated in the agenda distributed in advance of the meeting.
  - v. An Active Director or Officer in attendance at the meeting may not represent more than one (1) assigned proxy.
  - vi. No proxy may be assigned to a paid staff member of the corporation or an individual who is not a member of the USAP or a member in "good standing."

**Section #6 Meetings:**

Place of Meetings - Location of the meetings shall be selected in a manner to be both convenient and cost effective and in a location and place that is conducive to conduct business. These meetings do not have to take place in the state where the corporation is incorporated.

The annual meeting shall take place at a time and place so designated by the President with approval by the Executive Committee and with notification of the entire membership of the USAP no less than three months (90) days in advance. This meeting will not be held in conjunction or associated with any major event or competition unless approved by the Board of Directors one-year prior to the next scheduled annual meeting.

At this meeting, the summary of the business year will be reviewed and the new business year will commence with a start date the beginning of the new calendar year.

The election of new officers may take place at this meeting, in accordance with these by-laws and the new officers will immediately begin their respective terms.

Elections shall be held as the last item of “Old Business” at the annual meeting. Officers will assume the duties of their new offices at the conclusion of their respective elections.

The President or the Executive Committee has the right to call a special meeting with the approval of the Board of Directors by a two-thirds majority vote.

There should be a minimum of ninety (90 days) notice provided to the members of the Board of Directors of all meetings called.

Electronic and others meetings, can be called by the President or the Executive Committee, with a two-thirds majority vote of that group. Such meetings can be held by teleconference, electronic or other forms commensurate with the business that needs to be discussed.

The right to assemble and hold meetings shall not be denied or the ability to create any other type of meeting environments so long as the approval of the Executive Committee or Board of Directors is rightfully granted and that such a meeting in no way violates any other written rules in accordance with these by-laws or restricts any individuals or groups from gathering or participating.

### Section #7 Meeting Procedure

**Minutes:** The Board of Directors shall keep regular minutes of its proceedings. The minutes shall be placed in the minute book of the corporation and distributed to all the members of the Board of Directors at the conclusion of each meeting of the Board.

**Rules of Order:** To the extent, not inconsistent with these Bylaws, applicable state laws or rules adopted by the Board of Directors, the procedures used at any regular or special meeting of the Board of Directors shall be as set forth in Robert’s Rules of Order, Newly Revised. (i.e. always the latest or most recent edition).

**Article 6**  
**Responsibilities and Duties of the Officers**

**Section # 1** Officers of the Board of Directors

The governance of the USAP will be held in the power and authority of the Board of Directors, or the organized elected members of the USAP. The Board of Directors will ultimately control the federation and will have the authority to write its rules and manage its business. The President and the paid staff will manage the business on a daily basis. The respective assignments and job descriptions are contained in separate documents.

**Section # 2** Election Process

Elections will take place at the Annual meeting and candidates may be brought forth in the following manner:

1. The Nominating Committee may present a slate of at least one nominee for each or any office.
2. Nominations may be made from the floor after the Nominating Committee makes known their nominee(s).

**Section # 3** Election of the Officers of the USAP

The officers of the USAP shall be presented by active members and shall be elected at the annual meeting by a majority vote of the voting members present. These elections will be conducted as the very last item under “Old Business” at the Annual meeting and elections will be managed and under the direction of the current President of the USAP. The First Vice President will conduct the elections for the President. The elected officers of the Board of Directors will constitute the Executive Committee.

**Section # 4** Officers of the USAP

The elected officers of the USAP will be constituted as follows:

- The President
- The Vice Presidents (3)
- Members (2)
- The Treasurer
- The Secretary

- Athlete Representative (2)

The above officers and elected members will constitute the Executive Committee.

Athlete Representatives (actual number will be determined by the legal requirements that athletes must constitute twenty percent (20%) of the membership of the Board of Directors and all standing committees)

Athlete representatives are elected by the athlete members of USAP

- Industry Representatives (no-voice / no vote) (2)

These individuals are appointed by the associated sports industry and they are allowed to attend the meetings of the USAP. They may be allowed to participate in an active manner in the meetings, with approval of the President. The industry may designate whomever it wishes to attend the meetings of the USAP.

The office of President shall be the first order of business for the election of new officers. The President will serve a four (4) year term that will follow the Olympic cycle. The USAP and the Board of Directors may appropriate an annual stipend for the USAP President to partially compensate the individual for the time required to assume the responsibilities of the position. Such compensation will be determined based upon the financial condition of the organization.

## Section # 5 Responsibilities and Duties of the Officers of the USAP

The officers and elected officials of the USAP shall have specific responsibilities, obligations and duties associated with their positions. Their titles, duties, obligations and other responsibilities, will include, but not be limited to, the following:

### 1. President

- i. The President shall be elected to a four-year term during the Annual meeting during the Olympic Year by a majority of the Voting Directors present. The President shall have the responsibility to supervise and manage the organization's business and conduct such business as deemed necessary and appropriate by the Executive Committee. The specific duties and responsibilities of the President are provided under separate document.

### 2. Vice Presidents (3)

- i. The Vice Presidents shall be elected to four-year terms during the Annual Meeting during the Olympic Year by a majority of the Voting Directors present. The Vice Presidents shall serve as

members of the Executive Committee. The duties of the Vice Presidents shall be to act in place of the President, in the event of the latter's absence, and to serve as members of the Executive Committee. The Vice Presidents may serve as committee chairs and will perform duties assigned by the President or by the Executive Committee.

3. Treasurer

- i. The Treasurer shall be elected to a four-year term during the Annual Meeting during the Olympic Year by a majority of the Voting Directors present. He/she shall serve as a member of the Executive Committee
- ii. The Treasurer's duties shall consist of keeping financial accounts of all the organization business as well as preparing the annual budget to be approved at the annual meeting by the Voting Directors present. The Treasurer also oversees the disbursement of funds to pay the accounts payable and assists in following collecting funds from the accounts receivable

4. Members

- i. There will be two elected members that will serve on the Executive Committee and these individuals will be elected from the Voting Directors of the Board of Directors. They will be elected for a four-year term in accordance with the Olympic cycle and in the Olympic year. These members will have duties and responsibilities assigned to them by the President or through the Board of Directors these individuals may also serve as committee chairs.

5. Athlete Representatives

- i. A population of their peers will elect the Athlete Representatives and be assigned to serve on the Executive Committee. In accordance with the law there will be as many Athlete Directors of the Executive Committee as required to maintain their twenty percent (20%) representation status on one of the standing committees. The Athlete Representatives shall be elected to four-year terms during the Annual Meeting during the Olympic Year by a majority of the Voting Directors present. They shall serve as members of the Executive Committee. They will attend the meetings of said counsel and perform duties and assignments so prescribed by the President, or as contained within these Bylaws or so designated to them by either the President or the Executive

Committee. They represent the athlete population in the sport, which should include whenever possible the college parkour athlete population, and may also have additional meetings and activities that they may need to attend and participate in.

6. Secretary ( or Secretary General )

- i. The Secretary shall be elected to a four-year term during the Annual Meeting during the Olympic Year by a majority of the Voting Directors present. He/she shall serve as a member of the Executive Committee.
- ii. The Secretary's duties shall consist of keeping the entire corporation's records and documents. The Secretary is responsible to create and supervise in the distribution of the minutes and the corporation's reports. The Secretary retains use of the corporate seal and is responsible for information dissemination and other similar matters. The Secretary serves as a member of the Executive Committee.

**Article 7**  
**Standing Committees of the Board of Directors**

**Section # 1    Executive Committee**

The Executive Committee will be chaired by the President of the USAP.

This committee will review and conduct all organization business between the meetings and it will act on behalf of the USAP and the Board Of Directors

It will consist of the following members:

- Immediate past President,
- President,
- Vice Presidents (3),
- Members (2),
- Treasurer,
- Secretary,
- Athlete representatives and the
- Executive Director / CEO (non-voting).

The President may, at his/her discretion, add specific individuals for the intent and purpose of improving the information or services required of this working group. Such positions will be non-voting. The President, at his/her discretion, and with the approval of the Committee may also add other individuals that are necessary and needed to support the work of the USAP.

A member of any committee may be removed for cause and done so at the discretion of the President with the approval of the Executive Committee.

**Section # 2    Nominating Committee**

The Nominating Committee consists of five (5) members, selected by the President and approved by the Executive Committee. It will be suggested that members represent five different or various populations or groups within the Parkour community. The chair of the committee will be a member of the Executive Committee, assigned by the President. Each member will have one vote and the chair will only vote in the case of a tie.



The nominating committee will bring forth the respective slate of candidates during the election year and propose these candidates to the Board of Directors for their evaluation and consideration. The nominating committee will also prepare the qualification, in accordance with these statutes in their selection and identification of prospective candidates.

### Section #3 Bylaws Committee

The President has the authority, with approval of the Executive Committee to appoint a minimum of three members to the By-laws Committee. The Bylaws Committee will make recommendations at the annual meeting to the Board of Directors to make necessary and appropriate changes to the By-laws that govern and help the operations of the USAP and aid in the efficient running and management of the business. The Bylaws Committee will present a report at every annual meeting, regardless if there are any proposed changes to the statutes.

### Section #4 Awards Committee

The President will select a chairperson, with approval by the Executive Committee. Once again, there will be five (5) members, suggested to represent the respective populations and various communities within the Parkour family. Each member will have one vote and the Chair will only vote in the case of a tie. The primary responsibility of this committee is to manage the awards programs of the USAP, to establish and create the recognition programs of the USAP, to make sure all the processes and procedures to select recipients are followed, that deadlines of both nomination and selection policies are strictly adhered to and followed and that the actual awards are ordered, available and prepared for presentation. The Awards Chairperson also has the opportunity to recommend and suggest special awards that need to be discussed and voted upon by the Board of Directors.

### Section #5 Rules and Technical Advisory Committee

The USAP will establish and create the necessary Technical Advisory Committee's, as subcommittee's of the Board of Directors. This advisory committee, which may have as few as three (3) assigned individuals, and that will interface with both the Executive Committee and the respective Technical Committees. The technical committees of the USAP will not be standing committees but will be identified as "Special Committees".

The Rules and Technical Advisory committee is composed of three (3) highly qualified individuals, selected by the President and approved by the Executive Committee. Terms are for four years and are appointed in the even years to coincide with the Olympic cycle.

This committee is involved in the review, evaluation, research and recommendation of rules, technical regulations, "Code of Points", judging procedures and all other aspects of the scoring and evaluation process used in Parkour. The committee can make suggestions

and recommendations to the membership, to be considered through the voting process at the voting meetings.

### Section #6 Ethics Committee

An Ethics Committee will be appointed by the President and approved by the Executive Committee.

The Ethics Committee will have no less than five (5) members and no less than one (1) shall be a member of the Executive Committee. The Ethics Committee will also have a USAP Legal representative and this individual shall be non-voting. Committee selection should be made from individuals from various areas of Parkour / Freerunning community who are respected, trusted and whose names are associated with the highest levels of integrity and moral worth.

Members shall fill out and complete an annual, or more frequently if deemed necessary by the President or Executive Committee, a questionnaire that will ask and require a response to questions that will assist the Ethics Committee in evaluating the respective participations and involvements of the Executive Committee, paid staff and other directly involved individuals or groups who have associations or business relations with the USAP.

The Ethics Committee will have the responsibility to make recommendations to the President and the Executive Committee should they determine any areas of controversy or questionable activity either by a member, a group, a federation or an officer or paid staff of the USAP. Penalties and reprimands may include, but not be limited to, suspensions, removals and terminations of members, organizations or other associations.

The Ethics Committee will create and publish their own "Standards of Conduct", based upon similar policies, guidelines and standards associated with international sport and ethical business practices. This document will be reviewed at regular intervals and will be sent to all member federations and athletic participants on an annual basis.

A member may be removed for cause and done so at the discretion of the President with the approval of the Executive Committee.

### Section #7 Medical & Sport Safety Committee

A Medical and Sport Safety Committee will be established to manage and undertake all those issues associated with athlete development and performance that may have medical, physical, psychological, safety and other related consequences. The Medical and Sport Safety Committee will be requested to explore the various areas that may impact athletes and their safety and performance. This will include everything from design of equipment and competition specifications to the doping protocols associated with national and international events and competitions.

The Medical and Sport Safety Committee may also have the need to create and establish sub-committees in such areas as competition regulations, equipment specifications, Drug Testing Protocols, Policies and Procedures, Safety Standards and testing methods, competition medical procedures and staffing as well as the creation of printed materials and published policies and procedures.

The Medical and Sport Safety Committee will be appointed by the President and will be approved by the Executive Committee. The Committee will have no less than seven (7) members with nation-wide representation. It is assumed that these assigned individuals will have the highest levels of credentials and will be representative of the United States leading experts in their respective fields. The Executive Committee will approve term of appointment.

A member may be removed for cause and done so at the discretion of the President with the approval of the Executive Committee

### Section # 8 Audit (Finance) Committee

The Audit Committee will be comprised of no less than three (3) members appointed by the President and approved by the Executive Committee. The Audit Committee's primary responsibility will be to review the financial reports prior to the annual meeting and report their findings to the Board of Directors. The Audit Committee will review contracts, revenues and expenditures and make sure that the business operation is both consistent with the corporate charter and that funds paid out for goods and services seems reasonable, fair and consistent with all good business practices of a not-for-profit, tax-exempt business.

### Section # 9 Collegiate Parkour Committee

The Collegiate Parkour Committee consists of five (5) members, selected by the President and approved by the Executive Committee. It is suggested members represent the respective regions of the United States and various college parkour clubs within the college parkour community. Each member will have one vote and the Chair will only vote in the case of a tie. The primary responsibility of this committee is to manage the college division of USAP, including membership for college student athletes, college events, college member benefits and will appoint a college athlete representative to the Board of USAP. It is suggested that college student athletes fall under the membership category "athlete member" but could also hold other membership statuses.

Such a committee will be responsible for the USAP College Parkour Invitational but will not prevent the creation of a Special Committee by the President for the proper planning and coordination of a USAP College Parkour Invitational.

### Section # 10 Special Committees\* (Such committees are not "Standing Committees")

The President can appoint a special committee or task force for specific responsibilities, assignments, reviews, evaluations and tasks that are needed to aid or assist the development and growth of the USAP. Such committee(s) can have a broad range of assignments and responsibilities including but not limited to, conducting research, assist with an events, programs or meetings or any other activity that requires the assistance of the USAP membership.

A Special Committee is exactly that: a specially assigned group of individuals who is assigned a very specific task or responsibility. Such a Special Committee may exist for a month, a year or as long as deemed necessary and appropriate.

The President may also dissolve such a committee, as appropriate, and at his/her will.

**Article 8**  
**Selection Procedures**

Section # 1    General Rules

All procedures used by the USAP to select athletes, coaches, officials, delegates and others to represent the United States are subject to the following:

1. Equal Opportunity - The USAP shall provide an equal opportunity to all athletes, trainers, managers, administrators, and officials who participate in any and all competitions, without discrimination on the basis of race, color, religion, sex or national origin.
2. Performance Criteria - The selection procedure shall be based primarily on current objective performance related criteria.
3. Procedures - The procedure used to select members of the National Team, or the Olympic team, the Pan American, World Championships, World University Games or any other major international team that will be representing the united States in Parkour must be:
  - i. Approved by the Executive Committee and The Board of Directors.
  - ii. Published in written form at least six (6) months in advance of any qualifying event and...
  - iii. Widely disseminated throughout the Parkour and Freerunning sports community.

**Article 9**  
**Special Committees of USAP**

There will be special committees of the USAP, assigned by the President and approved by the Executive Council. The primary special committees that will be established and renewed on a quadrennial basis, unless otherwise voted by the Executive Council with approval of the General Assembly include the following.

**Section # 1    Technical Committee for Parkour**

The disciplines for Parkour will include all those so designated by the USAP.

This committee will be responsible for writing the rules of competition for all United States domestic competitions that are governed by, or sanctioned by the USAP. These rules may be modified and altered to various levels of competition and the USAP has the right to change and modify such rules, when necessary and in the best interest of the sport.

Rules that are created by the USAP may apply to the following competitions; (this is only a partial list)

- World Championships Trials & Selections
- World Cup Trials & Selections
- Olympic Games and World Championships Qualifiers
- International Dual Contests, Continental Championships & other
- All US Domestic events at all levels – throughout the United States

The committee will be responsible for the following area:

- Establishing the basic rules and policies for competition.
- Creating the judging and evaluation procedures.
- Creating the actual rules by which these events will be scored, judges and evaluated.
- Creating the rules, policies and procedures by which judges and officials will be trained, evaluated and selected and assigned to the Olympic games, World Championships and World Cups.

- Assisting in the process of disseminating and distributing this information nation-wide.
- Creating the methods by which the rules and policies of competitions will be controlled and helping to guarantee their fairness, integrity, objectivity and accuracy.
- Developing and implementing the methods and systems to control fairness and honesty in the evaluation system as well as instituting the methods by which officials and judges will be evaluated and even the respective punishments and censorships of officials for poor performance.

The committee will report, through its chairperson, to the Executive Committee and Board of Directors its actions and workings on a regular basis.

The committee will create, produce and publish, through the USAP, its book or rules and policies and the Technical Regulations of the USAP for Parkour, reviewed and reproduced and printed each new Olympic Cycle, starting with the first date of the New Year after the year of the past Olympic Games.

### Section # 2 Marketing and Properties Committee

A Marketing and Properties Committee may be established by the President and approved by the Executive Committee. This committee may either be an active and working committee or it may be advisory in nature. If active, this committee may actually enter into agreements with organizing committees to market and promote events and properties or it may negotiate, plan and develop properties that it will sell and commercially represent on behalf of the USAP. At the same time, should it be determined by the Executive Committee and the President, the USAP may seek professional representation by an individual, group or a domestic or international sports marketing agency / firm that may represent the USAP's properties, events, or programs, to be determined. Such assignment may either be on an exclusive or a non-exclusive basis.

The Marketing and Properties Committee will also have the responsibility of making recommendations to the Executive Committee and the Board of Directors as it applies to commercial rights that may be permitted by assignment to the respective domestic events / rights owners / holders and the athletes that participate in USAP events and competitions. This could include uniform signage and other commercial visibility, as deemed both appropriate and non-conflicting with the marketing rights held by the USAP.

The structure of this committee will be determined by the President and the individual who is assigned to chair this committee.

### Section # 4 Other / New Disciplines / Events

The USAP will reserve the right to add any appropriate events or modifications that apply to Parkour, as they see fit and in the best interests of Parkour / Freerunning. Parkour may make changes or modification of equipment, events, format or actual programs as deemed necessary and in cooperation with the goals and objectives of the USAP and our commitment to Parkour programs and culture worldwide.

There may be other technical requirements for other activities and disciplines, to be determined by the USAP and approved by its Executive Committee and Board of Directors.

### Section #5 Athletes Advisory Committee

The Athletes Committee may be established by the President and approved by the Executive Committee. It is suggested that the main role of this committee will be to facilitate the election of the Athlete Representatives by its population of peers to serve as members of the Executive Committee. The Athlete Representatives shall be elected to four-year terms during the Annual Meeting during the Olympic Year by a majority of the Voting Directors present. This committee shall designate an alternate Athlete Representatives for voting purposes.

Standards, procedures or documents created by the Executive Committee, other standing committees or special committees may be presented to the Athletes Committee for their review, consideration and comment. To this effect, his committee will be advisory in nature.

The structure of this committee will be determined by the President and the individual who is assigned to chair this committee.



**Article 10**  
**Grievance Procedure**

**Section # 1    Filing a Complaint**

Any athlete or member of the USAP or a member organization of the USAP (the "Complainant"), and believes that himself/herself/itself to be aggrieved by any action of the corporation or one of its members, may file a complaint with the corporation - (the "Complaint "). To be considered for resolution through the corporation's grievance procedure, the Complaint must:

1. be submitted in writing to the President of the corporation at the corporation's principal place of business.
2. be signed by the Complainant, and
3. include a concise statement of the complaint, the individual or organization responsible for the Complaint and the relief sought. If the Complaint occurs at an event or competition sanctioned by the corporation and the subject matter of the Complaint may be the subject of the protest procedures described in governing rules and policies, than those protest procedures must be exhausted prior the filing of a Complaint. Failure to exhaust those protection procedures results in this Grievance Procedure.

**Section #2    Processing the Complaint**

Upon receipt of a Complaint, the President will promptly:

1. Appoint one member, employee (including the President) or agent of the corporation to investigate the Complaint (the "Investigator"). The Investigator may not, however, be an individual who is directly involved in the occurrence that is the subject of the complaint.
2. Send the Complainant a notice acknowledging receipt of the Complaint.

That notice shall include:

- i. The name of the Investigator
- ii. The date (not later than thirty (30) days from the date of the notice) by which the investigation will be concluded, and
- iii. a copy of these Grievance Procedures

3. Send to any individual organization whose conduct is the subject of the Complaint (the “Adverse Party”) a notice of the filing of the Complaint and a copy of the Complaint. No notice need be sent when the Adverse Party is the corporation.

The notice shall include:

- i. An invitation to respond in writing to the Complaint
- ii. The name of the Investigator
- iii. The date by which the investigation will be completed, and
- iv. A copy of these Grievance procedures

### Section #3 Investigation of the Complaint

The investigation of the Complaint shall at least include a collection of all relevant documents and interviews (or attempted interviews) with the Complaint, the Adverse Party and other persons having information related directly to the subject matter of the Complaint.

### Section #4 Mediation of the Complaint

Within five (5) days of the end of the investigation, the Investigator shall prepare for the President of the corporation, a written summary of the investigation and a recommendation as to appropriate disposition of the Complaint. Without being limited by that recommendation, the President may then attempt to mediate the dispute to the satisfaction of the Parties. If mediation is successful, the agreed upon resolution must be recorded by the President in a form which includes the written acknowledgement by the Parties of that resolution.

### Section #5 Hearing Panel

If the President is unable to mediate the dispute to the satisfaction of the Parties within ten (10) days of receipt of the Investigator’s summary and recommendation, the President will report the fact to the Chairman of the Grievance Committee.

The chair of the Grievance Committee will then appoint three members of that Committee to serve as the panel that will hear the Grievance (the “Hearing Panel”). These appointments shall be subject to the following:

1. The chair of the Grievance Committee can appoint himself/herself to the Hearing Panel

2. The appointment of the three member Hearing Panel will include the designation of a Chair of the hearing Panel
3. Whenever possible, an athlete member of the Grievance Committee will be included on the Hearing Panel
4. The Chair of the Grievance Committee is responsible for confirming the availability of each appointee to serve on the Grievance Panel

**Section # 6    Conduct of the Hearing**

The Chair of the Hearing panel will select the time and the place for the grievance hearing so as to have the hearing occur at the earliest convenient date. The chair may, with the consent of the parties, conduct the hearing by conference call or other similar electronic means. The chair will communicate the information about the hearing schedule, along with the identity of the other two members of the Panel, to the Parties and the President. Prior to the hearing, the President will provide to the Hearing Panel copies of the Complaint, any written response previously submitted by the Adverse Party, documents collected by the Investigator and the Investigator's summary. The Hearing Panel will not receive (and neither Part may introduce as evidence) the Investigator's recommendation or any resolution of the dispute proposed by the president to any of the parties during the mediation. Not less than fifteen (15) days prior to the hearing, the Chair of the Hearing Panel shall cause to be sent to the Parties a written copy of the procedures to be followed at the hearing. Those procedures shall include the opportunity for each Party to be represented by counsel, to present oral or written evidence, to cross-examine witnesses and to present such factual or legal claims as desired. The hearing shall be open to the public and shall be recorded with a transcript made available to each Party at its expense.

All procedural and evidentiary decisions shall be made by the Chair and the Hearing Panel. Decisions about merits of the Complaint and the form of sanctions shall be made by majority vote of the Hearing Panel. The Hearing Panel shall report its decision on the merits in the form of written findings of fact and conclusions with ten (10) days of the conclusion of the hearing.

The decision shall be sent to the President. The decision of the Hearing Panel shall be final and binding on all parties, except to the extent that decision is modified on appeal in accordance with Section 10 of this Grievance Procedure.

**Section # 7    Penalties -**

The Hearing Panel may impose any of the following penalties:

**Reprimand -**

A communication, either public or private, of the corporation's decision regarding the grievance complaint reprimand maybe combined with probation or suspension

**Probation -**

A ruling that, for a specified time, the subject's continued participation in the corporation's activities, sanctioned competitions or membership program is conditioned upon satisfaction of certain conditions. These conditions shall be described specifically, as shall the consequences of failing to meet them. The Panel may order that notice of probation to be given to appropriate authorities, such as event directors.

**Suspension or Expulsion -**

A ruling that, either permanently or for a specified period of time, the subject is prohibited from participating in sanctioned competitions or other corporation activities. The Hearing Panel may limit the effect of a suspension to certain activities or competitions, and may establish conditions that, if satisfied, will result in lifting of a suspension.

**Section # 8 Appeal**

Appeal from a decision from the hearing panel may be taken by any Party, including the corporation, to the Executive Committee of the Board of Directors, within ten (10) days of receipt of the decision of the Hearing Panel. The notice of appeal must set forth the basis for the appeal. The President will forward copies of the notice of appeal to the other Parties, all of whom shall have the right to submit written responses to the appeal, which responses must be delivered to the President within ten (10) days of receipt of the notice of appeal. The President will then deliver to the Executive Committee the complete record of the appeal along with the written appeal and responses submitted by other parties. The President will not take part in the decision of the Executive Committee. The Executive Committee, shall, by majority vote of all non-abstaining members and without considering new evidence or conducting additional hearing, render a written decision with respect to the appeal within thirty (30) days of receipt of notice and responses. A decision of the Executive Committee with respect to an appeal shall be final and binding on all parties.

**Section # 9 Expedited Procedure**

If the Complaint challenges a rule or decision affecting eligibility to participate in an International event or an event sanctioned or conducted by the corporation, the Complainant may, as part of his or her written Complaint, request that the Complaint be referred immediately to the President.

In response to such a request, the President will:

1. Send the Complainant a notice acknowledging receipt of the Complaint

2. Send to any Adverse Party a notice of the filing of the Complaint and a copy of the Complaint. No notice need be sent when the Adverse Party is the corporation. The notice shall include a copy of the Complaint and request that the Chair of the Grievance Committee appoint a Hearing Panel capable of conducting a hearing on an expedited basis.

Section # 10 General

All notices, reports and decisions under this Article shall be made in writing and delivered in person by registered mail, or other form of delivery creating a record of receipt. Any time period under this article may be reduced by direction of the President if he determines that such action is necessary to expedite the resolution of a controversy in order to do justice to any Party. Participation in a Grievance Procedure shall be deemed to constitute agreement to be bound by the provisions of this Article.

**Article 11**  
**Rights of Members and Right to Participate**

Section # 1    Rights of Members

All member athletes and participants shall have equal and undisputed rights to participate in the business and workings of the USAP. The membership of the Board of Directors is the ruling body of the USAP and has no other responsibilities of reporting other than to the United States Olympic Committee (USOC). It will be the soulful purpose and the intent of the USAP to conduct business in a fair and open manner and it must be stated that the USAP has the purpose and goal to include every interested party in the parkour / freerunning community.

Section # 2    Right to Participate

The USAP will not prohibit or restrict in any way, an athlete's right to participate in Parkour / Freerunning event or competition. There are only two circumstances by which an athlete would be restricted or sanctioned. These include, 1.) the athlete is sanctioned due to an infraction of the International Olympic Committee (IOC) or the International Parkour Federation (IPF) rules on doping or violating the protocols set forth in the Olympic Charter or the respective rules established by the USAP, and / or 2.) an athlete is sanctioned by the USAP directly or by the USOC ( i.e. the United States National Olympic Committee). If this occurs, the athlete will have the right to appeal to the Code of Arbitration for Sport (CAS), in accordance with the Olympic Charter or directly through the Grievance Procedure contained within these Bylaws.

Section # 3    Rights of Gender & Equality

Participation in all USAP events, programs and competitions will be equally open to men and women. There will be no programs or events that will be limited by gender, race, religion, or sexual orientation.

**Article 12**  
**Sport for the Disabled**

Section # 1 Disabled Athletes

The USAP will make its best effort to create and offer participation in the action sports programs for disabled athletes.

The USAP will also work through the United States Olympic Committee and the Disabled Sports Organizations (DSO's) in order to provide and offer opportunities to athletes and other individuals who have the desire and interest to participate in Parkour, Freerunning and related activities.

**Article 13**  
**Indemnification and Legal Fees**

Section # 1    Indemnification

The corporation shall indemnify each of its present or former Directors, officers, employees or official representatives, or any person who is or was serving another corporation or other entity in any capacity at the request of the corporation, against all expenses actually and reasonably incurred by such person (including, but not limited to, judgments, costs and counsel fees) in connection with the defense of any pending or threatened litigation to which such person is, or is threatened to be made, a party because such person is or was serving in such capacity. This right of indemnification shall also apply to expenses of litigation that are compromised or settled, including amounts paid in settlement, if the corporation shall approve such settlement as provided in Section 2 of this Article. Such person shall be entitled to be indemnified if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the corporation. The termination of any litigation by judgment, order, settlement, conviction or upon a plea of “ nolo contendere “ or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner reasonably believed to be in or not opposed to the best interests of the corporation. Any amount payable as indemnification under this Article XIII shall be determined and paid by the corporation pursuant to a determination by the affirmative vote of a majority of the Voting Directors, other than those Directors who have incurred additional or personal expenses for their participation in any such activities.



**Article 14**  
**Construction and Amendments to the By Laws**

**Section # 1**    Amendments of the Bylaws

These Bylaws may be altered, amended or repealed, or new By-laws may be adopted at any meeting of the Board of Directors by an affirmative vote of two-thirds (2/3's) of all the Voting Directors, provided notice of the proposed alteration, amendment, repeal, or new By-laws are presented to the members within thirty (30) days of any meeting of the Board of Directors.

**Section # 2**    Editorial Changes

Non-substantive changes to the Bylaws, as for example the correction of typographical errors or the substitution of a new address for the corporation's principal office, may be made by the By-laws Committee without resort to vote by the Board of Directors, provided that any such changes are promptly reported to the Board.

**Section # 3**    Construction of Bylaws

Whenever the context so requires, masculine shall include the feminine, the feminine shall include the masculine and the singular shall include the plural and conversely. If any portion of these Bylaws shall be invalid or inoperative, then, so far as is reasonable and possible, the remainder of these Bylaws shall be considered valid and operative, and effect shall be given to the intent manifested by that portion invalid or inoperative.

**Section # 4**    Table of Contents

The Table of Contents and heading used in these By-laws have been inserted for convenience only and do not constitute matter to be construed in interpretation.

**Section # 5**    Relation to Articles of Incorporation

These Bylaws are subject to, and governed by, the Articles of Incorporation.

**Section # 6**    Saving Clause

Failure of literal or complete compliance with provisions of these Bylaws in respect to dates and times of notice, or the sending or receipt of same, or errors in phraseology or notice of proposals, which in the judgment of members at meetings held do not injure the rights of members, shall not invalidate the actions or proceedings of the members at any meeting.

**Article 15**  
**Olympic Solidarity**

Section # 1 Olympic Solidarity

The U.S. Olympic Program specifically as it applies to “Solidarity “ will be respected and will carry forth the values and all they appropriately represent. This will be encouraged to the athletes that represent the USAP as well as the USAP’s association with the United States Olympic Committee. USAP will support and encourage participation in the IOC Olympic Solidarity program, as requested by the IOC and the United States Olympic Committee.

**Article 16**  
**Olympic Charter**

Section # 1 Recognition and Endorsement of the Olympic Charter

The USAP hereby states it respects, supports and endorses the Olympic Charter, its contents mandates and obligations. The USAP also will enforce and encourage its member athletes and all its affiliated organizations and other partners and associations to support and follow the rules and dictates of the Olympic Charter, in the best interests of sport.

[https://stillmed.olympic.org/Documents/olympic\\_charter\\_en.pdf](https://stillmed.olympic.org/Documents/olympic_charter_en.pdf)

**Article 17**  
**Awards and Recognitions**

Section # 1    Awards

The Executive Committee in cooperation with the Awards Committee will work to establish the various awards and forms of recognition for the participants in Parkour / Freerunning events, programs and activities.

This will range from a title that may be achieved at international contests from the World Championships to the Olympic Games, to recognition for contributions in developmental programs and “grassroots” programming to recognition of sponsors and contributors to life- time achievement awards.

Awards shall be appropriately presented at either the annual meeting of the Board of Directors or at special events and contests, to be mutually determined by the Executive Committee or the Board of Directors.

**Article 18**  
**Legal Representation**

Section # 1 Appointment of Legal Counsel

The President, with the approval of the Executive Committee, will appoint and hire legal representation to assist with the management and proper conduct of the USAP business.

**Article 19**  
**Accounting Firm**

Section # 1 Appointment of Accounting Representation

The President, with the approval of the Executive Committee, will appoint and hire accounting and financial experts, in accordance with the laws of the United States and the IRS, to assist with the management and proper conduct of the USAP business. Such appointment will be reviewed on an annual basis by the Ethics Committee and it will be required that such assignment will carry with it the responsibility to guarantee to the Board of Directors and its membership that the USAP will maintain its IRS status as a 501 ( c ) ( 3 ) not- for- profit, tax-exempt status, in compliance with the Amateur Sports Act and the Constitution of the United States Olympic Committee as well as these By-Laws.

**Article 20**  
**Rules of Arbitration**

Section # 1    Arbitration

Any dispute arising on the occasion of or in connection with an athlete or individual's participation with the USAP may be submitted to arbitration for remedy. This may start with a filing of a Grievance or complaint, in accordance with these Bylaws. Specific details and information can be obtained through the USAP Legal Counsel as well as the Executive Committee or the Ethics Committee.

USAP agrees to submit to binding arbitration in any controversy involving its recognition as a national governing body and the opportunity of any amateur athlete, coach, trainer, instructor, manager, administrator or official to participate in amateur athletic competition, upon demand of the corporation or any aggrieved amateur athlete, coach, trainer, manager, administrator, judge or official, conducted in accordance with the Commercial Rules of the American Arbitration Association, as modified and provided for in these bylaws, except that if the Athletes' Advisory Committee and the USAP Board of Directors do not concur on any modifications to such Rules, and if the Executive Committee is not able to facilitate such concurrence, the Commercial Rules of Arbitration shall apply unless at least two-thirds of the USAP Board of Directors approves modifications to such Rules.

**Article 21**  
**Rules of Protocol**

Section #1 Rules of Protocol

The rules of protocol at meetings of the Board of Directors and the USAP Executive Council, its committees and the membership shall be conducted and governed according to Robert's Rules of Order (Newly Revised Edition) so far as applicable and when not inconsistent with the statutes or the best interests of the operation and management of the organization.



**Article 22**  
**Powers**

Section # 1 Powers

The USAP, the Board of Directors and its officers shall have the powers enumerated herein and all other powers allowed under common law, not inconsistent with these By-laws or the organization's mission, purposes and approved strategic plan.

**Article 23**  
**Business Plan**

Section # 1 Business Plan

The USAP business plan and/or strategic plan shall be included in these By- laws as an attachment at the end of the document. They are included as Attachment “A.”

The Business Plan will be developed and presented to the Board of Directors within ninety (90) days after the conduct of the first official meeting of the Board of Directors of the USAP.

**Article 24**  
**World Anti-Doping Agency**

Statement of commitment:

It is the goal of the USAP to commit ourselves to respect and obligate our athletes, coaches and all our participants to the work of the World Anti-Doping Agency (WADA). In the responsibility specifically of the USAP, our primary responsibility is to the United States Anti-Doping Agency (USADA) who reports directly to WADA.

This is a critical part of sport and its value on our world's youth and all of culture and society. To this end, we will enforce these rules and mandate our participants to strictly adhere to WADA's rules, policies and protocols. Our enforcements will be no less restrictive than USADA, WADA and the IOC and we will make our very best effort to use this program in a positive and educational manner to teach and instruct our participating athletes and youth.

**Article 25**  
**Executive Director / CEO**

Section # 1 Executive Director / CEO

The USAP will, like most National Governing Bodies (NGB), will employ a chief executive that will manage the day-to-day operations of the USAP business. This person will have the title of Executive Director / CEO. The Executive Director / CEO will be the primary contact with the membership as well as the USOC and the International Parkour Federation (IPF). The Executive Director will be headquartered in an appropriate location, mutually agreed upon by the President and the Executive Committee and approved by the Board of Directors. The Executive Director / CEO shall serve as a non-voting, ex-officio member of the Board of Directors.

The Executive Director will have a specific list of duties and assignments. Some of these will include, but not be limited to, the following:

Prepare and assist to organize all the meetings of the USAP including the annual meeting and the meetings of the President and Executive Committee.

Distribute all the necessary information and materials needed by the respective members, committees and national organizations.

Work with the President and all the committees to make sure that they are in compliance with these Bylaws and all the responsibilities assigned to these committees within the structure of the USAP.

Work with the USOC and the membership and all the partners and organizations that make up the Parkour community to make sure that we are in compliance with all the requirements and obligation to compete in and participate in the Olympic Games and maintain our status as an eventual Group "A" recognized member of the United States Olympic Committee.

Conduct the business of the USAP according to good business practices including managing the finances, legal responsibilities, payments of bills and debts as well as the appropriate planning and management of personnel and business operations.

All other deemed necessary assignments as prescribed by the President, Executive Committee and the Board of Directors.

**Article 26**  
**Olympic Games**

Section # 1 Olympic Games

The USAP will work directly with and on behalf of the USOC and their respective International Federation (the IPF) as it pertains to the Olympic Games and the future rights of participation in the Games. The USAP warrants its willingness to agree to participate under the rules and jurisdictions set forth and established by the IOC and the USAP's respective International Federation (IPF) in the best interest of the Olympic relationship, the tradition of the Olympic movement and the future growth and development of Olympic Sport and Solidarity.

**Article 27**

**Commercial Rights Associated with Athletic Participation**

**Section # 1 Commercial Rights of Athletes in association with the USAP**

The Marketing and Properties Committee of the USAP will establish the rules and regulations specific to the rights to be granted to an athlete member or team when participating in an USAP contest or competition. Such rules will be enforced at all USAP events and rights and opportunities granted will not be unreasonably withheld.

Domestic events will be managed differently than international contests and events where the USAP pays for participation will also be considered separately.

It is the responsibility of the USAP to make aware and inform any and all athletes of their rights and opportunities. Such rights will not be unreasonably restrictive and will be determined in the best interests of the USAP, it's athletes and the sport of Parkour.

**Article 28**  
**New Sports & Disciplines**

It is the responsibility as well as the opportunity of the USAP to add new disciplines, activities and formats to our program, as deemed appropriate and as they fit into the platform of Parkour. Parkour / Freerunning is a performance based sport and is usually evaluated based upon subjective means, as opposed to a truly objective platform, such as speed, distance, artistry, creativity or height. At the same time, our manners and methods of evaluation need to be designed to greatly reduce and eliminate, to the best of our ability, subjectivity and thus we are able to select and identify our winners and best performers.

The numerous other disciplines that may be associated with the discipline of Parkour / Freerunning category may include a great number of new and future performance platforms. Parkour / Freerunning may have some basic and inherent components such as it is a performance-based or artistic based sport, it is not evaluated based upon speed, height or distance and it is creatively developed by the athletes and sports participants. The USAP is prepared to add and conduct these programs in the best interest of sport and the athletes that we are committed to serve.

**Article 29**  
**Official Seal**

Section # 1 Official Seal

The USAP will have an official seal. Such seal will be attached to all official documents of the USAP. The presence of the seal verifies and validates documents that are officially prepared and distributed by the USAP.

Official letterhead and logo identification may be substituted for the seal in general documents and information distribution. The President shall have the authority to make such determinations.

The above “seal” may also apply to a specific brand identification or logo.



**Article 30**  
**Sanctioning**

**Section #1** Domestic Events

The USAP may issue a sanction for any domestic event or competition or exhibition or similar event in which a member athlete, judge or official participates.

**Section #2** Sanctions

Any competition or exhibition held in the United States that involves participation of foreign athletes or officials must be sanctioned by the USAP.

**Section #3** Invitations to compete in the United States

All invitations to foreign athletes and officials must be extended by the USAP.

**Section #4** Invitations to compete abroad

All invitations for American athletes or judges to participate in competitions or exhibitions outside of the United States must be extended by the host country's national governing body ( NGB ) for Parkour / Freerunning directly to and through the USAP.

**Section #5** Powers of Sanctioning

Failure of any USAP member athlete or foreign athlete to follow the procedures listed in the above sanctioning information as well as those procedures contained within the Statutes of the International Parkour Federation ( IPF ) relating to international competitions or foreign events could render the athlete ineligible for participation in future USAP and IPF events. Violations, depending on the actual occurrence may either be under the direct jurisdiction of the USAP or the IPF.

**Section #6** Athlete Protection

Sanctions will not be unduly withheld. Upon reasonable request, they will be issued as long as the basic requirements, as listed in the Amateur Sports Act of 1978, are met.

**Article 31**  
**Use of Name, Trademarks, Logos**

Section # 1 Use of Name

The United States Parkour Federation (USPF) will generally be “doing business as, **“USA PARKOUR.”** (Abbreviated as, “USAP”).

Section # 2 Use of Trademarks and Logos

USA Parkour will develop and trademark and license its various and needed identifications for the many ways it will and will be required to conduct business. These identifications and marks will be used for everything from business letterhead to event signage to promotional and marketing identifications. All will be created and owned by USA Parkour and will be used to enhance the visual association and understanding of the organization, its efforts on behalf of Parkour / Freerunning and it’s members.

Section # 3 URL’s

The following URL’s have been secured and are now under the ownership of Parkour and its related associations:

[usaparkour.org](http://usaparkour.org), .net

[usaparkourassociation.com](http://usaparkourassociation.com), .net, .org