

United States Bowling Congress (USBC) 2011-2012 Merged Local Association Bylaws

Introduction

The following document is the mandatory form of bylaws to be adopted by each merged local association and used in conjunction with the USBC Association Policy Manual. Complete all blanks where indicated.

The association must abide by state corporate laws and may adopt additional provisions provided they do not conflict with the mandatory bylaws or state laws. The appropriate provision of state law takes precedence over the bylaws.

Notes and footnotes appear only to provide clarification and examples. Parenthetical statements are for information only.

Article I Name

The name of the organization is the **Capital Area USBC Association**, chartered by the United States Bowling Congress. (USBC must approve the name and jurisdiction of the association prior to granting a charter.)

Article II Nonprofit Corporation and Charter

Section A. Nonprofit Corporation

The association is organized as a nonprofit corporation and operates consistent with the requirements of an organization classified as tax exempt under Section 501(c)(3) of the Internal Revenue Code (IRC).

Section B. Charter

The association shall be chartered by USBC and subject to its authority. To maintain its charter, the association must:

1. Provide services for men, women and youth.
2. Adopt bylaws approved by USBC.
3. Not enact any bylaws or rules inconsistent with USBC's bylaws.
4. Adhere to stated requirements as set forth in the USBC Association Policy Manual.
5. Apply for renewal of its charter every five years.
(See Chapter One, *USBC Association Policy Manual*, for renewal, revocation and appeal procedures.)

Section C. Dissolution

Upon dissolution of this organization all of its assets remaining after payment of its lawful obligations shall be distributed in accordance with the requirements of Section 501(c)(3) of the Internal Revenue Code and regulations promulgated thereunder.

Article III Purpose

The purposes of the association as stated in the Articles of Incorporation, include, but are not limited to:

1. Providing equal opportunity for all in the sport of bowling without regard to race, religion, age, gender, disability, or national origin.
2. Promoting the game of American Tenpins.
3. Conducting and supporting bowling competition.
4. Engaging in any other activities permitted by an organization classified as tax exempt under Section 501(c)(3) of the IRC.

Article IV Membership and Dues

Membership is composed of individuals who pay dues to the association and is in effect from August 1 through July 31.

An individual joining a summer league after March 15 shall pay the dues that are known to be, or become, effective for the next current season. On payment of the dues, the individual shall become a member for the balance of the current season and the next season.

Each individual shall pay national, state (where applicable) and local dues, except as provided in Rule 100e, Traveling League and 100l, Mail-o-Graphic League.

The adult members, by two-thirds vote, determine and adopt local adult dues, if any. The annual adult membership dues are as follows:

Local \$6.00. (Cannot exceed \$10.)

State \$1.00. (Cannot exceed \$1.)

USBC \$10.

The board adopts local youth dues that are adopted upon at the National Annual Meeting, and so are as follows:

Local Processing Fee \$2.00

State \$0.50

USBC \$14.50

The board may waive all or part of local dues for:

1. Members of other USBC associations having a reciprocal agreement with the association.
2. Other groups, such as seniors, etc., as determined by the board.

The association cannot charge additional non-dues assessments.

Article V Board of Directors - Management

Section A. Board Composition, Authority and Duties

The management and governance of the association is vested in the board of directors.

The members and Youth Representatives determine the number of directors. **The total number of directors is 21. The total number of board members is 25.** At least 20% of

the total number of board members will be elected by the Youth Delegates at the Annual Meeting. **The number of board members elected by the Youth Committee is 6.**

The board shall not engage in any acts constituting a conflict of interest. The board's duties include but are not limited to:

1. Enforcing the bylaws.
2. Complying with the *USBC Association Policy Manual*.
3. Conducting championship level competition for its membership constituency (men, women and youth) and complying with state and local laws in their area.
4. Implementing USBC programs.
5. Selecting/appointing and evaluating the performance of the Association Manager.
6. Approving use of membership records.
7. Re-rating the league average of an association member when there is evidence the bowler's average does not represent the bowler's true ability.
8. Conducting suspension and reinstatement hearings.

(See the Suspension and Reinstatement Chapter for re-rate, suspension, reinstatement and appeal procedures.)

Section B. Eligibility

A candidate for the board (elected or appointed) must be:

1. A USBC member in good standing of the association throughout their term.
2. Elected or appointed without regard to race, color, religion, gender, disability, national origin, or age, other than the minimum age of 14, unless state laws mandate a specific age, and be reasonably representative of the membership.
 - a. Any member of the board authorized to sign contracts or acting as a signatory on association accounts must be a minimum age of 18.
 - b. At least 20% of the board must be elected by Youth Representatives at the Annual Meeting.
 - c. A maximum of three bowling center proprietors may serve on the board at one time. A proprietor is an individual who is the owner, partner, or corporate officer of a bowling center or group of bowling centers. Excluded from the definition of proprietor is an individual who owns 25% or less of the equity shares, or who is inactive in the management of the bowling center and remains so during a term as an officer or director.

Additional eligibility requirements, if any, will be developed by the Nominating Committee to be approved by the members/Youth Representatives.

Section C. Election of Directors

Directors whose positions are subject to election by the adult members are elected by plurality** vote of adult members, officers and directors who hold adult membership, present and voting, from:

1. A slate provided by the Nominating Committee.
2. Nominations from the floor.

***A plurality vote is the largest number of votes cast for a given candidate. The candidate(s) receiving the most votes is (are) elected.*

Qualifications must be submitted to the Nominating Committee, in a format specified by the committee.

At least 20% of the board is elected by Youth Representatives.
Voting will be by ballot if there is more than one nominee for each position.

Section D. Term

The term for directors is 3 years with no limit to the number of consecutive terms. The members/Youth Representatives determine the number of years in a term and the number of terms allowed. For two- and three-year terms the members and Youth Representatives establish a stagger system. **Refer to Article VI Section C for the stagger system for Directors.**

Section E. Resignation, Removal, and Vacancies

1. **Resignation.** A board member may resign from the board of directors by providing written notice of resignation to the president or, in the case of the president, to the board.
2. **Removal for Ineligibility.** A board member who is no longer eligible to serve on the board may be removed by a two-thirds vote of the board when a quorum is present.
3. **Removal for Cause.** When a board member is accused, in writing, of failure to properly perform the duties of their office or otherwise engaging in improper or unfair activities or conduct, the board may conduct a meeting following the Removal Procedures in the Suspension and Reinstatement Chapter. An appeal may be filed with USBC Headquarters within 15 days of the removal. Two-thirds written consent of the full board is required to seek re-election and/or re-appointment to the board.
4. **Vacancies.** Vacancies in positions on the board are filled for the un-expired portion of each term as follows:
 - a. If elected by the members, director vacancies are filled by the president, subject to approval by the board.
 - b. Director vacancies elected by the Youth Committee and officers and directors who hold youth membership are filled by the Youth Committee.
 - c. The board fills vacancies in officer positions.

Article VI Officers

Section A. President, Adult VP, Youth VP, Sergeant-at-Arms

The officers of this association shall include a president, an adult vice president, a youth vice president, and a sergeant-at-arms. (The association determines if more than one vice president or a sergeant-at-arms is necessary and defines their duties and responsibilities to be placed in the association's operations manual.)

Section B. Election

Officers are elected by a majority vote* of the adult members, present and voting from:

**If a majority vote is not reached on the first ballot, the candidate receiving the lowest vote total is dropped and balloting continues until a candidate receives a majority vote.*

1. A slate provided by the Nominating Committee.
2. Nominations from the floor.

Qualifications must be submitted to the Nominating Committee, in a format specified by the committee. Voting will be by ballot if there is more than one nominee for each position.

Section C. Term

The term for elected officers is 3 years. The president is limited to a term not to exceed two consecutive full elected terms. All other officers can serve an unlimited number of consecutive terms. The members and Youth Representatives determine the number of years in a term and the number of terms allowed.

Stagger system:

Three- Year Terms

<u>Year One</u>	<u>Year Two</u>	<u>Year Three</u>
Youth Vice President	Adult Vice President	President
5 Directors	5 Directors	Sergeant- at- Arms
2 Youth Directors	2 Youth Directors	5 Directors
		2 Youth Directors

Section D. Authority and Duties

1. President

- a. Presides at all meetings.
- b. Acts as spokesperson for the association.
- c. Appoints committees, except nominating and youth, with board approval.

Note: Committees should be composed of both board members and non-board members. (See Chapter Six of the *USBC Association Policy Manual, Committees.*)

2. Vice President

- a. Presides at all meetings when the president is absent.
- b. Performs other duties as prescribed by the board or requested by the president.

3. Association Manager

- a. Selected/appointed by and accountable to the board.
- b. Acts as the ex officio non-voting secretary/treasurer of the board or such other officer designation as required by law and determined by the board.
- c. Responsible for other duties as prescribed by the board and in the *USBC Association Policy Manual*.

**Article VII
Meetings**

Section A. Annual Meeting

An Annual Meeting of association members/Youth Representatives shall be held at a time and place approved by the board of directors. (See Article IX, Section D for the time frame for election of delegates and alternates to the USBC Annual Meeting.)

1. **Attendance**

Attendance is open to all members.

2. **Youth Representatives**

Youth Representatives consist of the following:

- a. Youth members, at least 14 years of age.
- b. One adult representative from each certified youth league. (A league is not eligible for representation if it has not submitted a league application.)
- c. One center representative from each center having at least one certified youth league.

3. **Voice and Vote**

Voting officers, directors, and adult members/Youth Representatives, at least 14 years of age, unless state laws mandate a specific age, have voice and vote. Members not meeting the above criteria may attend with voice only. Absentee and proxy voting are not permitted.

4. **Responsibilities**

a. Adult Members shall:

1. Adopt bylaws, with the exception of youth dues and Youth Committee eligibility requirements.
2. Adopt local adult dues, up to the established maximum.
3. Elect up to 80% of the total number of members of the board.
4. Elect delegates and alternates representing adult membership for the USBC and state annual meetings.

b. Youth Representatives shall:

1. Adopt bylaws, with the exception of adult and youth dues.
2. Adopt Youth Committee eligibility requirements.
3. Elect the Youth Committee.
4. Elect Youth Directors to the Board
5. Elect Youth Delegates and alternates to the state annual meeting.

5. **Meeting Notice**

Written notice of the meeting shall be forwarded to the board, Youth Representatives (league and center only) and league secretaries, which should be at least 15 days prior to the annual meeting.

6. **Special Meetings**

Special membership meetings may be called by the president or upon written request of at least three board members or at least twenty-five members of the association.

7. **Quorum***

- a. **21 Members constitute a quorum.** The members/Youth Representatives determine the number.
- b. **4 Youth Representatives constitute a quorum for youth related elections and activities.** The members/Youth Representatives determine the number.

**(See USBC Association Policy Manual, page 7-27.)*

8. Action

A majority vote of those members/Youth Representatives present and voting, at a properly noticed meeting, when a quorum has been established, is required to take action, unless otherwise provided by law or these bylaws. Election of officers requires a majority vote. Election of directors requires a majority vote, unless plurality vote has been adopted in accordance with the bylaws. Election of delegates, Youth Delegates and alternates requires a plurality vote. Absentee and proxy voting are not permitted.

Section B. Board Meeting

The board shall meet at least quarterly. Special meetings may be held upon the request of any board member if a majority of the board approves.

1. **Notice.** Written notice for all regular and special meetings shall be forwarded to the board, which should be at least 15 days prior to the meeting.
2. **Quorum**.** **13 board members constitute a quorum.** The members/Youth Representatives determine the number.
3. **Action.** A majority vote of those officers and directors present and voting, at a properly noticed meeting, when a quorum has been established, is required to take action, unless otherwise provided by law or these bylaws. Absentee and proxy voting are not permitted.
4. **Action(s) Without a Meeting.** Actions that are deemed necessary to conduct business/operations of the association may be taken outside of a Board Meeting by use of mail, e-mail, or teleconferencing.
The procedures found in the *USBC Association Policy Manual, Chapter Five, Section D, Item 4* must be followed.

Section C. Parliamentary Procedure

The most recent edition of *Robert's Rules of Order, Newly Revised*, governs all meetings.

Article VIII Committees

Section A. Standing Committees

The association shall have the following Standing Committees: Nominating, Finance and Youth.

1. **Nominating Committee.** The committee reviews candidates and prepares slates for adult board, delegates representing adult membership and alternate positions. The committee will prepare slates for the Youth Committee and Youth Delegates/alternates based on the recommendation of the Youth Committee. The committee publicizes criteria and procedures for the elected positions. (See the *USBC Association Policy Manual* for composition of the Nominating Committee and its election.)
2. **Finance Committee.** The committee is responsible for reviewing and monitoring the annual budget and other financial matters.

** (See *USBC Association Policy Manual*, page 7-28.)

3. **Youth Committee.** The Youth Committee is elected by plurality vote by the Youth Representatives and responsible for:
 - a. Developing eligibility requirements for board members representing the youth, to be approved by the members and Youth Representatives.
 - b. Developing eligibility requirements for the Youth Committee, subject to approval of the Youth Representatives.
 - c. Monitoring, promoting, reviewing and recommending youth programs conducted by the association.

Section B. Other Committees

The president may establish other committees, with board approval.

Article IX Adult Delegates, Youth Delegates and Alternates

Section A. USBC Annual Meeting

Adult delegates and adult alternates are elected by plurality vote* of those adult members and officers and directors who hold adult membership, present and voting. (See Article VI, Section A of the National Bylaws for representation.)

Note: The definition of an adult is an individual, 18 years of age or older, who holds an adult USBC membership.

Section B. State Annual Meeting

1. Delegates and alternates representing adults are elected by plurality vote* of those adult members present and voting.
2. Youth Delegates and alternates are elected by plurality vote* of those local Youth Representatives present and voting.

Section C. Eligibility

1. **USBC Annual Meeting.** Delegates and Alternates must be:
 - a. Elected by adult members.
 - b. At least 18 years of age and holds an adult membership.
 - c. A USBC member in good standing of the association at the time of election and throughout their term.
2. **State Annual Meeting.** Nominees must be:
 - a. Elected by adult members or Youth Representatives.
 - b. At least 14 years of age.
 - c. A USBC member in good standing of the association at the time of election and throughout their term.

If a member is elected to represent more than one association to attend the same meeting, the first election shall stand and any succeeding election shall be declared null and void.

A local association is not eligible to send delegates/Youth Delegates if it is declared delinquent or USBC has revoked its charter.

**A plurality vote is the largest number of votes cast for a given candidate. The candidate(s) receiving the most votes is (are) elected.*

Note: An association that has not processed dues for the current season shall be considered delinquent.

Section D. Election

Adult delegates, Youth Delegates and alternates serve for one year, beginning August 1, and are elected by:

1. A slate provided by the Nominating Committee.
2. Nominations from the floor.
Qualifications must be submitted to the Nominating Committee, in a format specified by the committee.
3. Plurality vote*. The election shall be by ballot, except that a voice vote may be taken when the number of candidates does not exceed the number of positions to be filled.
4. Alternates shall serve in order of their election.

The election is to be held in compliance with the USBC or State Annual Meeting requirements.

Section E. Vacancies

Vacancies are filled for the un-expired portion of each term as follows:

1. If elected by adult members, vacancies are filled by the alternates in the order in which they were elected. If a vacancy still exists, the president fills the vacant position by appointment.
2. If elected by the Youth Representatives, vacancies are filled by the alternates in the order in which they were elected. If a vacancy still exists, the Youth Committee fills the vacant position by appointment.

The appointee must also meet the same eligibility requirements as elected positions.

Article X Amendments

Section A. Procedure

Any member of the association may submit proposed amendments to these bylaws. The local association bylaws may be amended at any membership meeting by a two-thirds vote of the members/Youth Representatives present and voting. The amendment must be:

1. Submitted in writing to the Association Manager or president.
2. **Submitted at least 15 days prior to the membership meeting when the association is considering the proposal.** (The date or number of days to be set by the members/Youth Representatives. See Section B, Change in Dues.)

**A plurality vote is the largest number of votes cast for a given candidate. The candidate(s) receiving the most votes is (are) elected.*

Section B. Change in Adult Dues

Forward a notice to each league secretary and the board at least 15 days prior to the meeting at which the proposed change is considered. The notice must:

- a. Be in writing.
- b. Specify the amount of the change.
- c. Specify the reason for the change.

Notification of any adopted change in adult dues, and the reason for the change, will be forwarded, in writing to each league secretary.

Section C. Effective Date

All amendments are effective August 1, following adoption, unless otherwise specified when adopted.

Article XI Fiscal Year

The fiscal year of this association is August 1 through July 31.

Article XII Indemnification

Directors, officers, and other authorized volunteers, employees or agents shall be indemnified against claims for personal and individual liability arising in connection with their positions or service on behalf of the association to the full extent permitted by law.