

United States Bowling Congress (USBC) 2009-2010 Local USBC BA Bylaws

Introduction

The following document is the mandatory form of bylaws to be adopted by each BA (men and women) local association and to be 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 association is chartered by the United States Bowling Congress. (USBC must approve the name and jurisdiction of the association prior to granting a charter.) The name of the organization is the: _____ **USBC BA.**

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 USBC BA (men and women only).
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 Bylaws* and *USBC Association Policy Manual*.

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

Local	\$_____.	(Cannot exceed \$10.)
State	\$_____.	(Cannot exceed \$1.)
USBC adult standard membership:	\$10.	

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 that includes the Officer and Director positions. The Board and the BA members determine the number of positions on the Board of Directors and their term. **The total number of board members is _____, with _____ total number of directors.**

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 and women) and complying with state and local laws in their area.
4. Implementing USBC programs as requested.
5. Selecting/appointing 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 if requested by USBC Headquarters.

(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 at the time of election and 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. 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, are to be approved by the Board and the BA membership. **[Insert additional eligibility requirements here.]**

Section C. Election of Directors

Directors are elected by majority vote^{*}, unless plurality vote^{**} is adopted, by the Board and BA members. **Directors are elected by _____ vote of the Board and the BA membership, present and voting from:**

1. A Slate.
2. Nominations from the floor.

Qualifications must be submitted in a format specified by the Board.

Voting will be by ballot if there is more than one nominee for each position.

Section D. Term

The term for directors is _____ years. The number of years in a term, the number of terms allowed and a stagger system are determined by the Board and the BA membership.

[Insert officer and director stagger system here.]

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 of the *USBC Association Manual*. 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. The president, with Board approval, shall fill vacancies in director positions.
 - b. The Board fills vacancies in officer positions.

^{*} *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.*

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

Article VI Officers

Section A. President and Vice President

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

Section B. Election

The BA members, officers and directors determine the election process. (**Select one.**)

1. **Officers are elected by a majority vote of the Board of Directors from among the current directors unless state laws mandate otherwise; or**
2. **Officers are elected by a majority vote* of the BA members and officers and directors, present and voting from:**
 - a. **A slate.**
 - b. **Nominations from the floor.**

Qualifications must be submitted in a format specified by the Board.

Voting will be by ballot if there is more than one nominee for each position.

Section C. Term

The term for elected officers is _____ years, not to exceed three years in a term.

The number of years in a term, the number of terms allowed and a stagger system are determined by the Board and the BA membership.

Section D. Authority and Duties

1. **President**
 - a. Presides at all meetings.
 - b. Acts as spokesperson for the association.
 - c. Appoints committees with Board approval.

Note: Committees should be composed of both Board members and non-Board members. (See Chapter Six of the <i>USBC Association Policy Manual</i> , 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 the Board and the BA membership 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 meeting.)

1. Attendance

Attendance is open to all members.

2. Voice and Vote

BA members, voting officers and directors of this association, at least 14 years of age, unless state laws mandate a specific age, have voice and vote.

Members not meeting the above stated criteria may attend with voice only.

Absentee and proxy voting are not permitted.

3. Responsibilities

BA members shall:

- a. Adopt bylaws, including local adult dues amount, up to the established maximum.

- b. Elect officers and directors to the Board.

- c. Elect delegates and alternates for the USBC and state annual meetings.

4. Meeting Notice

Written notice of the meeting shall be forwarded to the Board and league secretaries, which should be at least 15 days prior to the annual meeting.

5. 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.

6. Quorum***

 BA members constitute a quorum. The BA members and Board determine the number. *****(See the *USBC Association Policy Manual*, Chapter 5.)**

7. Action

A majority vote of those members, 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.

Election of officers requires a majority* vote. Election of directors requires a majority* vote, unless plurality** vote has been adopted in accordance with these bylaws. Election of delegates and alternates requires a plurality** vote. Absentee and proxy voting are not permitted.

Section B. Board Meeting

The Board shall meet, at a minimum, as often as required by state law. 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****.** _____ **Board members constitute a quorum.** The Board and BA members determine the number. ****(See the *USBC Association Policy Manual, Chapter 5.*)
3. **Action.** A majority vote of the 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. This type of action must be permissible by state law and approved by the membership and the Board. The procedures found in the *USBC Association Policy Manual, Chapter Five, Section D, Item 4* must be followed.
The association _____ (does/does not) allow the Board to vote via mail, e-mail, or teleconference.

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 a Finance Committee. The committee is responsible for reviewing and monitoring the association's financial matters.

Section B. Other Committees

The president may establish other committees, with Board approval.

Article IX Delegates, Alternates

Section A. USBC Annual Meeting

Delegates and alternates to the USBC Annual Meeting are elected by plurality** vote by those members and officers and directors present and voting. (See Article VI, Section A of the national bylaws for representation.)

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

Section B. State Annual Meeting

Delegates and alternates to the state annual meeting are elected by plurality vote** by those members, officers and directors present and voting.

Section C. Eligibility

1. **USBC Annual Meeting.** Delegates and Alternates must be:
 - a. Elected by the BA members, officers and directors.
 - b. At least 18 years of age.
 - 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 the BA members, officers and directors.
 - 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 if it is declared delinquent or USBC has revoked its charter.

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

Section D. Election

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

1. A slate.
2. Nominations from the floor.
Qualifications must be submitted in a format specified by the Board.
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 the members, vacancies are filled by the alternates in the order in which they were elected.
2. If a vacancy still exists, the president 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 officers and directors and the BA membership present and voting.

The amendment must be:

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

Section B. Change in Dues

Forward a notice at least 15 days prior to the meeting at which the proposed change is considered to the Board and BA league secretaries.

The notice must:

1. Be in writing.
2. Specify the amount of the change.
3. Specify the reason for the change.

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