

ST. JOSEPH, MO.
UNITED STATES BOWLING CONGRESS
LOCAL ASSOCIATION, INC.

BYLAWS



ST. JOSEPH, MO. Association

as of April 12, 2015



United States Bowling Congress (USBC), St. Joseph, MO., United States Bowling Congress Local Association Bylaws

Introduction

The following document is the mandatory form of bylaws to be adopted by each merged local association and to be used in conjunction with the St. Joseph, MO., and *USBC Association Policy Manual*. 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.

Article I Name

The association is chartered by the United States Bowling Congress. The name of the organization is the St. Joseph, MO., United States Bowling Congress Local Association, Inc. ("St. Joseph USBC"), serving men, women and youth.

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 Bylaws and USBC Association Policy Manual*;
5. Not use any part of the net earnings of the organization for the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.



6. Not have a substantial part of the activities of the organization for carrying on or propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
7. Not carry on any other purposes not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section C. Charter dissolution

Upon termination of its charter, the USBC association shall transfer all of its assets remaining after payment of its lawful obligations to the USBC association that is a 501(c)(3) tax-exempt organization serving the bowling centers previously under their jurisdiction, provided such entity is exempt under Section 501(c)(3) of the Internal Revenue Code.

If the named recipients are unwilling to accept the assets, are no longer qualified as 501(c)(3) organizations, or are no longer in existence, then the assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

If the organization fails to transfer its assets within 30 days of their termination, USBC shall be entitled to take whatever action it deems appropriate to ensure such transfer.

Article III Purpose

The purposes of the association shall be to operate exclusively for charitable and educational purposes, including fostering national or international amateur sports competition within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, and 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 in effect from August 1st through July 31st and is composed of:

1. **Adults** who have paid the appropriate USBC, state (if applicable) and local association dues; and



2. **Youth** who have paid the appropriate USBC and state dues and local processing fee in the association's jurisdiction.

Adult Basic

Available for bowlers who compete in leagues that have 16 or fewer sessions, the membership costs \$10, not including state dues, and provides a USBC-certified average so bowlers can compete in local, state and national tournaments.

Each individual shall pay annual USBC membership dues, local dues (adult) or local processing fee (youth), and state association dues, except as provided in Rule 100e, Traveling League, and 100l, Mail-o-Graphic League.

The Adult members, and all officers and directors, by two-thirds vote, determine and adopt local adult dues, if any.

The annual adult standard membership dues are as follows:

Regular local	\$7	(Cannot exceed \$10)
Senior local	\$5	
State	\$1	(Cannot exceed \$1)
Adult Basic	\$10	
USBC adult standard	\$10	(Cannot exceed \$10)
Regular local total dues	\$18	
Senior local total dues	\$16	

The annual youth standard membership dues are as follows: Local

processing fee	\$ 0.00
State	\$ 0.00
USBC youth standard membership	<u>\$ 4.00</u>
Total	\$ 4.00

The board may waive all or part of local adult dues/youth processing fee 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.

Membership is not transferable.

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 members and Youth Representatives determine the number of positions on the Board of Directors and their term.

The total number of members is 16 with 13 total number of directors and 3 officers. At least 20% of the total number of board members will be elected as Youth Directors by:

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

The number of Youth Directors is 4.

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 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 reinstating hearings if requested by USBC Headquarters (*See the Suspension and Reinstatement Chapter for re-rate, suspension, and 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 a reasonable 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 represent youth and be elected by:
 1. Youth Representatives.
- 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 and Youth Representatives.

Section C. Election of Directors

Directors are elected by a majority vote¹, unless plurality vote² is adopted, by the members and Youth Representatives. They are elected by majority vote from:

- 1) A slate;
- 2) Nominations from the floor.

At least 20% of the total number of board members must be Youth Directors. Voting will be by those individuals present and voting and by ballot if there is more than one nominee for each position.

Directors whose positions are subject to election by the adult members are elected by adult members and all officers and directors.

Youth Directors are elected by:

1. Youth Representatives
2. Youth Directors

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

Section D. Term

The term for directors is a maximum of 3 years. The number of years in a term, the number of terms allowed are determined by the Association members and Youth Representatives.

All terms of the directors will be for 3 years, for a maximum of 5 terms.



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 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 hearing 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 unexpired portion of each term as follows:
 - a. If elected by members, director vacancies are filled by the president, subject to approval by the Board;
 - b. The Board fills vacancies in Youth Directors (with consultation of the Youth Committee) and officer positions.

Article VI Officers

Section A. President and Vice President

The officers of this association shall include a president and 2 vice presidents. (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 *St Joseph USBC Association Operations and Procedures Manual*.)

Section B. Election

The Association members and Youth Representatives determine the election process.

Officers are elected by a majority vote¹ of the adult members, youth representatives and officers and directors, 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 C. Term

The Association members and Youth Representatives determine the number of years in a term and the number of terms allowed.

The term for elected officers is 3 years.

The number of terms allowed for all officers will not exceed 5 terms.

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;
- d. The president may attend president-appointed committee meetings in an ex officio, non-voting capacity, unless the Board directs otherwise.

Note: All committees should be composed of both Board members and non-Board members.

(See Committees in the USBC Association Policy Manual for more information.)

2. Vice President

- a. Presides at all meetings when the president is absent;
- b. Performs other duties as prescribed by the Board and 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 *St Joseph United States Bowling Congress Association Operations and Procedures 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. *(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 Association members and Youth Representatives.



2. Voice and Vote

Voting officers, directors and adult Association members and Youth Representatives, 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 allowed.

3. Responsibilities:

- a. All adult members, Youth Representatives, officers and directors shall elect delegates and alternates for the USBC Annual Meeting
- b. Adult Members and all officers and directors shall:
 - 1) Adopt bylaws, with the exception of the youth processing
 - 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 members for the state annual meeting.
- c. Youth Representatives and Youth Directors:
 - 1) Adopt bylaws, with the exception of adult dues and youth processing fee;
 - 2) Elect Youth delegates and alternates for the State Annual Meeting;
 - 3) Elect at least 20% of the total number of members of the Board.

4. Meeting Notice

Written notice of the meeting shall be forwarded to the Board, Youth League and Center Representatives and league secretaries, 15 days prior to the annual meeting.

5. Special Meeting

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

- a. 30 members constitute a quorum. The members and Youth Representatives determine the number. *(see Meetings in the USBC Association Policy Manual)*
- b. ____ Youth Representatives constitute a quorum for youth related elections and activities. The members and Youth Representatives determine the number.

7. Action

A majority vote¹ 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 vote¹, Election of directors requires a majority vote¹, unless plurality vote² has been adopted in accordance with the bylaws. Election of delegates, Youth Delegates and alternates requires a plurality vote². Absentee and proxy voting and other types of voting agreements are not allowed.

Section B. Board Meeting

The board shall meet, at a minimum, as often as required by state law. Special meetings may be held upon 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.** At least 8 members of the board constitute a quorum. The members/Youth Representatives determine the number. (*See Meetings in the USBC Association Policy Manual*)
3. **Action.** A majority vote¹ 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, teleconferencing, or e-mail. This type of action must be permissible by state law and approved by the members/Youth Representatives and the Board. The procedures found in the *USBC Association Policy Manual*, Chapter Eight, Section D, Item 4 must be followed. **The association does 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 the following Standing Committees: Finance and Youth.

1. **Finance Committee.** The committee is responsible for reviewing and monitoring the annual budget and other financial matters.
2. **Youth Committee.** The committee is responsible for 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 Delegates, Youth Delegates, and Alternates

Section A. USBC Annual Meeting

Delegates and alternates are elected by plurality vote² by those adult members. Youth Representatives, 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

1. Delegates and alternates representing adults are elected by plurality vote² by those members, present and voting.
2. Youth Delegates and alternates are elected by plurality vote² of the following present and voting:
 - a. Youth Representatives
 - b. Youth Directors

Section C. Eligibility

1. **USBC Annual Meeting.** Delegates and Alternates must be:
 - a. Elected by the Board, adult members and Youth Representatives;
 - 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 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.

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

Section D. Election

Delegates, Youth Delegates and alternates serve for one year, beginning August

1st, 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 vote². 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 by the alternates in the order in which they were elected. 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.

Note: When filling Youth Delegate vacancies consult with the Youth Committee for their recommendations.

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 30 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) prior to the meeting. See Section B, Change in Dues.)

Section B. Change in Dues (Adult and Youth)

Forward a notice to each league secretary and the Board at least 14 days prior to the meeting at which the proposed change is considered. . 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 League Secretary.

Section C. Effective Date

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

Article XI Fiscal Year

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



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.

¹If 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.

²A plurality vote is the largest number of votes cast for a given candidate. The candidate(s) receiving the most votes is(are) elected.