

## **ARTICLE I**

### **NAME**

The name of the organization is the Missouri State USBC Association, chartered by the United States Bowling Congress (USBC).

## **ARTICLE II**

### **NON-PROFIT CORPORATION AND CHARTER**

#### **SECTION A. NON-PROFIT CORPORATION**

The Association is organized as a nonprofit corporation and operates consistently 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 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 of 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(s) serving the bowling center(s) previously under their jurisdiction.

If the named recipients are unwilling to accept the assets, are no longer qualified as a 501(c)(3) code, 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 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.

These requirements are applicable to all associations whose charter has been revoked as well as all current and future associations.

### **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. Provide equal opportunity for all in the sport of bowling without regard to race, religion, age, sex, sexual orientation, disability, or national origin.
2. Promote the game of American Tenpins.
3. Conduct and support bowling competition.
4. Engage 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**

Adults who have obtained USBC and local association membership, in accordance with USBC and local association bylaws, become members of this association through the payment of applicable annual state dues, if any.

The Board and Delegates, by a two-thirds vote, determine and adopt adult dues, if any.

**The annual state adult dues are \$1.00** (Cannot exceed \$5.)

The annual youth standard membership dues are \$4, state/local association dues are not allowed.

The Board may waive all or part of adult state dues for:

1. Adult 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. At least 20% of the total number of Board members must be Youth Directors. The Board and Delegates determine:

1. The number of positions on the Board.
2. Terms.
3. Term limits, if any.

**The total number of Board members is 22 with 19 total number of Directors. The number of Youth Directors is 5.**

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

1. Enforce the Bylaws.
2. Comply with the USBC Association Policy Manual.
3. Conduct championship level competition for:
  - a. **Adults.** Its membership constituency (men and women) and complying with state and local laws in its area.
  - b. **Youth.** All USBC Youth members.
4. Implement USBC programs as requested.
5. Select / appoint the Association Manager.
6. Approve use of membership records.

#### SECTION B. ELIGIBILITY

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

1. **Adult.** A USBC member in good standing at the time of election and throughout their term.  
**Youth.** USBC Youth members bowling in USBC Leagues within the association's jurisdiction.
2. Elected or appointed without regard to race, color, religion, sex, sexual orientation, 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 members.
  - 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 Youth Directors.
  - 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 a 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.
  - d. A Director must have purchased a membership in an association. There may be no more than two (2) Directors elected from a single association.

- e. Officers: No more than one (1) from a single local association may be elected.
- f. Youth Directors: No more than two (2) Youth Directors from a single association may be elected.

Additional eligibility requirements, if any, are to be approved by the delegates representing Adults, Youth Delegates, and Board.

### **SECTION C. ELECTION OF DIRECTORS**

Directors are elected by a plurality vote by the Board and Delegates from:

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

At least 20% of the total number of Board members must be Youth Directors. Youth Directors and Directors are elected by the Board and Delegates.

Directors and Youth Directors whose positions are subject to election by Delegates representing adults and youth are elected by:

1. Delegates
2. Youth Delegates
3. Officers and Directors

Qualifications must be submitted, in writing, at least 24 hours prior to the opening of the annual meeting.

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

### **SECTION D. TERM**

**The term for Directors is 2 years.** The number of years in a term, the number of terms allowed, and a stagger system are determined by the Board and Delegates.

**Odd Number Year: 1st Vice President, 7 Adult Directors, and 3 Youth Directors.**

**Even Number Year: President, 2nd Vice President, 7 Adult Directors, and 2 Youth Directors.**

### **SECTION E. RESIGNATION, REMOVAL, AND VACANCIES**

1. **Resignation.** A Board member may resign from the Board 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 Policy 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.** The Board fills vacancies in the President's position. All other vacancies are filled by the President, subject to the approval of the Board.

## **ARTICLE VI**

### **OFFICERS**

#### **SECTION A. PRESIDENT AND VICE PRESIDENT**

The Officers of the association shall include a President and two (2) Vice Presidents.

#### **SECTION B. ELECTION**

The Delegates representing adult members, Youth Delegates, and Board determine the election process.

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

1. **A slate.**
2. **Nominations from the floor.**

Qualifications must be submitted, in writing, at least 24 hours prior to the annual meeting.

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

#### **SECTION C. TERM**

The term for elected officers is two (2) years, not to exceed three years in a term. There will be no term limits. The Delegates representing adult members, Youth Delegates, and Board determine the number of years in a term, the number of terms allowed, and a stagger system.

#### **SECTION D. AUTHORITY AND DUTIES**

##### **1. President**

- a. Presides at all meetings.
- b. Acts as spokesperson for the association.
- c. Serves as the liaison to the state proprietors association, if applicable.
- d. Appoints committees, with Board approval.

##### **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 Delegates shall be held at a time and place approved by the Board.

Attendance is open to all adult members and USBC Youth members bowling in USBC Leagues within the association’s jurisdiction. Voting Officers, Directors, and Delegates/Alternates must be at least 14 years of age, unless state laws mandate a specific age.

- 1. The association invites all associations within its jurisdiction, as follows:
  - a. Associations serving men, women, and youth are entitled to Delegates representing Adult members and Youth members.

**Delegates/Alternates.** Only adult membership will be used to determine the number of Adult Delegates/Alternates to which the association is entitled.

**Youth Delegates/Alternates.** Only USBC Youth membership, consisting of those bowling in USBC leagues within the association’s jurisdiction will be used to determine the number of Youth Delegates/Alternates an association is entitled to.

Based on the previous season membership numbers as of July 31, each local association shall be entitled to Adult Delegates as follows:

ADULT DELEGATES	MEMBERSHIP
5	1-499
6	500-999
7	1000-1499
8	1500-2499
9	2500-4499
20	4500 and above

At no time shall an association be allowed more than 20 Delegates. Associations without membership records as of July 31 of the previous season are entitled 2 Adult Delegates.

**YOUTH DELEGATES/ALTERNATES**

- a. Less than 250 Youth members = two (2) Delegates/Alternates
- b. 250 Youth members or more = two (2) Delegates/Alternates plus one additional Delegate/Alternate for each 250 Youth members or major fraction thereof.

A local association is not eligible to send Delegates representing Adult members and/or Youth members if it is delinquent or USBC has revoked its charter.

- 2. **Credentials.** Credentials are forwarded to the State Association at least 60 days prior to the opening of the Annual meeting.
- 3. **Voice and vote.** Voice: Adult members and USBC youth members bowling in USBC leagues within the association’s jurisdiction may attend with voice only. Vote: Board and Delegates. Absentee and proxy voting are not permitted.

4. **Responsibilities.** The board and delegates shall:
  - 1) Adopt bylaws, with the exception of youth dues
  - 2) Adopt state adult dues, up to the established maximum
  - 3) Elect:
    - a. Two delegates and two alternates for the USBC Annual Meeting
    - b. The members of the board, with at least 20% representing youth
5. **Meeting Notice.** Written notice of the meeting shall be forwarded to the board and delegates at least 15 days prior to the annual meeting.
6. **Special Meetings.** Special delegate meetings may be called by the President or upon request of at least three board members or at least twenty-five delegates.
7. **Quorum.** Twenty-five (25) Delegates constitute a quorum. The board, adult delegates representing adult members and youth delegates determine the number.
8. **Action.** A majority vote of the Board and delegates present and voting, at a properly noticed meeting, when a quorum of both delegates and youth delegates 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 plurality vote. Election of delegates/alternates requires a plurality vote. Absentee and proxy voting and other types of voting agreements 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 board meetings shall be forwarded to the Board at least 15 days prior to the meeting.
2. **Quorum.** Twelve (12) Board members constitutes a quorum. The board and delegates determine the number.
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, email, or teleconferencing. This type of action must be permissible by state law and approved by the board and delegates.
  - a. The procedures found in the *USBC Association Policy Manual*, Chapter Eight, Section E must be followed.
  - b. **The association does allow the board to vote via mail, email, or teleconference.**

## **SECTION C. PARLIAMENTARY PROCEDURE**

The most recent edition of *Robert's Rules of Order, Newly Revised*, shall govern 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 association's 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 AND ALTERNATES TO USBC ANNUAL MEETING**

**SECTION A. USBC ANNUAL MEETING**

Two Delegates and two Alternates are permitted and elected by plurality vote.

**SECTION B. ELIGIBILITY**

Delegates and Alternates must be:

1. At least 18 years of age.
2. **Adult.** A USBC member in good standing of the association at the time of election and throughout their term.  
**Youth.** USBC Youth members bowling in USBC leagues within the association's jurisdiction.

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.

**SECTION C. ELECTION**

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

1. Board and Delegates.
2. A slate.
3. Nominations from the floor.  
Qualifications must be submitted, in writing, at least 24 hours prior to the opening of the annual meeting.
4. 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.
5. Alternates shall serve in the order of their election.

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



## **SECTION D. VACANCIES**

Vacancies in Delegate positions are filled for the unexpired 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(s) 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 association bylaws may be amended at any membership meeting by a two-thirds vote of the board and delegates present and voting. The amendment must be:

1. Submitted in writing to the Association Manager or President.
2. **Submitted at least 90 days prior to the meeting when the association is considering the proposal.** The date or number of days is to be set by the Board and Delegates.
3. **Forwarded by the State Association at least 30 days before the meeting to:**
  - a. Local Association Managers
  - b. Board
  - c. Delegates

#### **SECTION B. CHANGE IN ADULT DUES**

Forward a notice to each Board member and Delegate at least 15 days prior to the meeting 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 adult dues and the reason for the change will be forwarded in writing to each local association.

#### **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 to 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.