

# **United States Bowling Congress (USBC)**

## **Michigan State USBCBA Bylaws**

### **Article I Name**

The association is chartered by the United States Bowling Congress. The name of the organization is the Michigan State USBCBA.

### **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 Performance Standards and stated requirements as set forth in the *USBC Association Policy Manual*.
5. Apply for renewal of its charter every five years.

## **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**

Individuals who have obtained USBC and local association membership, in accordance with USBC and local association by-laws, become members of this association through payment of applicable annual state dues, if any.

The delegates, by two-thirds vote, determine and adopt adult dues. The annual MSUSBCBA state adult dues are \$1.00.

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

1. Members of other USBC associations having a reciprocal agreement with the MSUSBCBA .
2. Other groups, 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 number of directors is determined by the MSUSBCBA delegates.

The maximum number of directors is 18 (eighteen).

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 by-laws.
2. Complying with the *USBC Association Policy Manual*.
3. Ensuring adherence to all USBC Performance Standards.
4. Conducting championship level competition for its membership constituency of men and women only.
5. Providing education, training, evaluations, recognition and other services as determined by USBC.
6. Implementing USBC programs.
7. Selecting/appointing and evaluating the performance of the Association Manager.
8. Approving use of membership records.
9. Zone Directors will represent the associations listed in their respective area. Zone Directors must live or bowl in the zone they represent. Any associations formed shall become a member in their respective area. Requests for transfer from one zone to another will be considered by the Board. The Board will also consider requests for additional Zone Directors. The Board may appoint individuals to the position of non-voting associate director. All decisions are subject to the approval of the Council of Delegates.

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## **Section B. Eligibility**

A candidate for the Board 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 (fourteen) years, 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 (eighteen).
  - 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 (twenty-five) percent 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 MSUSBCBA delegates.

## **Section C. Election of Directors**

Directors are elected by a majority vote\* of the MSUSBCBA delegates present and voting from:

1. A slate provided by the Nominating Committee.
2. Nominations from the floor. Qualifications must be submitted to the Nominating Committee at least 24 (twenty-four) hours prior to the opening of the Annual Meeting.

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

*\*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.*

## **Section D. Term**

The term for directors is one year. The length of a term is determined by the MSUSBCBA delegates.

## **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 hearing following the Removal Procedures in the Suspension and Reinstatement Chapter. An appeal may be filed with USBC Headquarters within 15 (fifteen) 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.

# Article VI Officers

## Section A. President and Vice Presidents

The officers of this association shall include a president and first (1<sup>st</sup>) and second (2<sup>nd</sup>) vice presidents.

## Section B. Election

Officers are elected by a majority vote\* of the MSUSBCBA delegates present and voting from:

1. A slate provided by the Nominating Committee.
2. Nominations from the floor. Qualifications must be submitted to the Nominating Committee at least 24 (twenty-four) hours prior to the opening of the Annual Meeting.
3. No one may be nominated for the office of President or Vice President unless they have served at least 3 (three) terms as a MSBA or MSUSBCBA director.

Voting will be by paper ballot if there is more than 1 (one) nominee for each position.

*\*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.*

## Section C. Term

The term for elected officers is 1 (one) year. The length of a term is determined by the MSUSBCBA delegates.

## Section D. Authority and Duties

### 1. President

- a) Presides at all meetings.
- b) Acts as a spokesperson for the association.
- c) Serves as the liaison to the state proprietors association (Bowling Centers Association of Michigan), if applicable.
- d) Appoints committees, except nominating, with Board approval.

### 2. Vice Presidents

- a) First Vice President presides at all meetings when the President is absent. Second Vice President presides at all meetings when the President and First Vice President are 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) Responsible for implementation of USBC's Performance Standards.
- c) 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.
- d) 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 MSUSBCBA delegates/alternates shall be held at a time and place approved by the Board. Attendance is open to all members. Voting officers, directors and delegates/alternates must be at least 14 (fourteen) years of age, unless state laws mandate a specific age.

1. The MSUSBCBA invites all associations and delegates within its jurisdiction, as follows:
  - a.) **Associations:** MSUSBCBA will invite all BA's as well as those associations that have a combined membership of men, women and youth.
  - b.) **Delegates and Alternates:** Defined as members, at least 14 (fourteen) years of age, unless state laws mandate a specific age, who are elected by chartered local associations as follows:
    - 1) Only adult membership will be used to determine the number of adult delegates and alternates an association is entitled to send to the MSUSBCBA Annual Meeting.
    - 2) Delegate representation for each eligible association shall be based on the previous season's membership as of July 31 as follows:

1 THROUGH	500	1 DELEGATE
501 THROUGH	1500	2 DELEGATES
1501 THROUGH	3000	3 DELEGATES
3001 THROUGH	5000	4 DELEGATES
5001 OR MORE		5 DELEGATES



At no time shall the number of delegates from one local association exceed five. Associations without membership records as of July 31 of the previous season are entitled to at least one delegate.

- c.) Credentials.** Credentials are forwarded to the Michigan State USBC Bowling Association at least 15 (fifteen) days prior to the opening of the Annual Meeting.

A local association is not eligible to send delegates/alternates if it is declared delinquent or USBC has revoked its charter. An association that has not processed dues for the current season shall be considered delinquent.

## **2. Voice and Vote**

- a.) MSUSBCBA Delegates, voting officers and directors of the association, at least 14 (fourteen) years of age, unless state laws mandate a specific age, have voice and vote.
- b.) Other members may attend with voice only. Absentee and proxy voting are not allowed.

## **3. Responsibilities**

- a.) MSUSBCBA Delegates shall:
  - 1) Adopt by-laws.
  - 2) Adopt state adult dues, up to the established maximum.
  - 3) Elect officers and directors to the Board.
  - 4) Elect one delegate and one alternate to the USBC Annual Meeting.

## **4. Meeting Notice**

Written notice of the meeting shall be forwarded to the Board and delegates at least 15 (fifteen) days prior to the Annual Meeting. Special meetings may be called by the President or upon written request of at least 3 (three) Board members.

## **5. Quorum**

Thirty (30) delegates constitute a quorum.

## **6. Action**

- a.) A majority vote of delegates, 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 by-laws.
- b.) Election of officers and directors requires a plurality vote. Absentee and proxy voting are not allowed.

## **Section B. Board Meeting**

The Board shall meet at least twice annually. 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 at least 15 (fifteen) days prior to the meeting.
2. **Quorum.** Ten (10) Board members constitute a quorum.
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 by-laws. Absentee and proxy voting are not permitted.

## **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: Nominating and Finance.

1. **Nominating Committee.** The committee reviews candidates, prepares slates and publicizes criteria and procedures for elected positions for the Board. The MSUSBCBA Nominating Committee reviews candidates and prepares slates and publicizes criteria and procedures for the BA delegate and alternate to the USBC Annual Meeting.
2. **Finance Committee.** The committee is responsible for reviewing and monitoring the annual budget and other financial matters.

## **Section B. Other Committees**

The President may establish other committees, with board approval.

## **Article IX**

### **Delegate and Alternate to USBC Annual Meeting**

A delegate and alternate to the USBC Annual Meeting are elected by plurality vote of those BA delegates present and voting.

#### **Section A. Eligibility**

Delegates and alternates must be:

1. Elected by the MSUSBCBA delegates.
2. At least 18 (eighteen) years of age.
3. 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.

If the association's charter has been revoked they are ineligible to send delegates to the USBC Annual Meeting.

#### **Section B. Election**

The delegate and alternate serve for 1 (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 at least 24 (twenty-four) hours prior to the opening of the Annual Meeting.
3. Plurality vote. The election shall be by paper ballot, except that a voice vote may be taken when the number of candidates does not exceed the number of positions to be filled.

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

#### **Section C. Vacancies**

Vacancies in delegate positions are filled by the alternates in the order in which they were elected for the un-expired portion of each term. 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 by-laws. The Michigan State USBC Bowling Association by-laws may be amended by a two-thirds vote at any:

1. Delegate meeting, by the delegates present and voting. The amendment must be:
  - a.) Submitted in writing to the Association Manager or President.
  - b.) Submitted at least 45 (forty-five) days prior to the meeting when the Association is considering the proposal.
  - c.) Forwarded by the MSUSBCBA at least 30 (thirty) days before the meeting to:
    - 1) Local Association Managers.
    - 2) MSUSBCBA Board of Directors.
    - 3) MSUSBCBA delegates.

## **Section B. Change in Dues**

Forward a notice at least 15 (fifteen) days prior to the meeting at which the proposed change is considered to MSUSBCBA delegates.

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 local association.

## **Section C. Effective Date**

All amendments are effective August 1, following adoption, unless 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.