

# **Montana State United States Bowling Congress (USBC) Association Bylaws**

## **Article I Name**

The name of the organization is the **Montana State USBC** Association, chartered by the United States Bowling Congress.

## **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*.

### **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**

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.

Youth, who have obtained USBC membership and paid the local processing fee in accordance with USBC bylaws, become members of the association through the payment of applicable state dues.

The delegates representing adult membership, and all officers and directors by two-thirds vote determine and adopt adult dues, if any.

**The annual state adult dues are \$1.00.**  
**The annual state youth dues are \$0.50.**

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 delegates representing adult membership, Youth Delegates, and Board determine the number of positions on the Board of Directors and their term. **The total number of directors is fourteen (14). The total number of Board members is seventeen (17);** three (3) officers (a president and two (2) vice presidents) and fourteen (14) directors (eight (8) adult, two (2) At-Large directors which will be reserved for proprietors and four (4) youth directors). At least twenty percent (20%) of the total number of Board members will be elected by the Youth Delegates and officers and directors who hold youth membership. **The number of Board members elected by the Youth Delegates and officers and directors who hold youth membership is four (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 as required.
5. Selecting/appointing the Association Manager.
6. Approving use of membership records.

### **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 fourteen (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 eighteen (18).
  - b. At least twenty percent (20%) of the Board must be represented by youth and elected by and from the Youth Delegates and officers and directors who hold youth membership.
  - c. A maximum of three (3) 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 twenty-five percent (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 approved by the delegates representing adults, Youth Delegates, and Board. Additional eligibility requirements are as follow:

3. A resident of Montana.
4. A former officer or director in a bowling organization (this includes state or local level experience) if applying for an Officer board position.
5. Reside in the District they will represent, except if running as an At-Large Director.
6. Submit a letter from the sole proprietor, owners, or corporation authorizing the candidate to represent their interests as a proprietor on the Board of Directors if the candidate does not meet the proprietor criteria specified in Item 2.c. above.
7. Submit a completed application for the Board position they are seeking. If the candidate has an application for the Board on file with the Association, the candidate should provide a letter of interest for the position and update their application with any additional qualifications.

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

**Directors whose positions are subject to election by the delegates representing adults are elected by a plurality\* vote of those delegates, officers and directors, present and voting, from:**

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

Qualifications must be submitted to the Nominating Committee, in writing, at least twenty-four (24) hours prior to the opening of the annual meeting.

At least twenty (20%) of the board is elected by the Youth Delegates and officers and directors holding youth membership.

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

*\*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 D. Term**

**The term for directors is two (2) years**, not to exceed six (6) years, a limit of three (3) terms. The delegates representing adult membership, Youth Delegates, and board determine the number of years in a term and the number of terms allowed. For two-year and three-year terms the delegates representing adult membership, Youth Delegates, and board establish a stagger system.

<u>Even Years</u>	<u>Odd Years</u>
President	1 <sup>st</sup> Vice President
2 <sup>nd</sup> Vice President	Director District I
Director District I	Director District II
Director District II	Director District III
Director District III	Director District IV
Director District IV	Youth Director District II
Youth Director District I	Youth Director District IV
Youth Director District III	Director At-Large – Bowling Proprietor II
Director At-Large – Bowling Proprietor I	

### **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 within fifteen (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 delegates representing adult membership, and officers and directors who hold adult membership, director vacancies are filled by the president, subject to approval by the board.
  - b. If elected by the Youth Delegates and officers and directors holding youth membership, director vacancies are filled by the Youth Committee.
  - c. 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 two (2) vice presidents.

### **Section B. Election**

Officers are elected by a majority vote\* of the delegates representing adult membership, Youth Delegates, and officers and directors, 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, in writing, at least twenty-four (24) hours prior to the opening of the annual meeting.

Voting will be by 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 C. Term**

**The term for elected officers is two (2) years**, not to exceed six (6) years, a limit of three (3) terms for each elected office. The delegates representing adult membership, Youth Delegates, and board determine the number of years in a term and the number of terms allowed.

### **Section D. Authority and Duties**

1. **President**
  - a. Preside at all meetings; set the agenda with input from the Association Manager and Board of Directors.

- b. Act as spokesperson for the association.
  - c. Serve as the liaison to the state proprietors association.
  - d. Appoint committees, except Youth, with Board approval.
  - e. Sign all expenditure warrants except when being reimbursed for expenses incurred in an official capacity.
  - f. Monthly, verify all bank balances.
  - g. Present awards as needed.
2. **1<sup>st</sup> 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. **2<sup>nd</sup> Vice President**
    - a. In the absence of the 1<sup>st</sup> Vice President, perform the duties of that office.
    - b. Perform other duties as prescribed by the Board or requested by the president.
  4. **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 association delegates representing adult membership and Youth Delegates shall be held at a time and place approved by the board of directors. Attendance is open to all members. Voting officers, directors, delegates/alternates representing adult membership and Youth Delegates/alternates must be at least fourteen (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 membership and Youth Delegates/alternates.  
**Delegates/alternates.** Only adult membership will be used to determine the number of adult delegates/alternates to which an association is entitled.  
**Youth Delegates/alternates.** Only youth membership will be used to determine the number of Youth Delegates/alternates to which an association is entitled.
  - b. Associations serving men and women only (BA):  
**Delegates/alternates.** Association membership will be used to determine the number of delegates/alternates to which an association is entitled.
  - c. Associations serving women only (WBA):  
**Delegates/alternates.** Association membership will be used to determine the number of delegates/alternates to which an association is entitled.
  - d. Associations serving youth only (Youth Association):  
**Youth Delegates/alternates.** Association membership will be used to determine the number of Youth Delegates/alternates to which an association is entitled. Youth Delegates/alternates are defined as members, at least fourteen (14) years of age at the time of election, unless state laws mandate a specific age, elected by chartered local associations.

The number of delegates representing adult membership and Youth Delegates/alternates an association is entitled to be as follows:

<b>Adult – Merged</b>	<b>Adult – Non Merged</b>
Up to 250 Members – 2 Delegates	Up to 125 Members – 1 Delegate
251 to 500 Members – 4 Delegates	126 to 250 Members – 2 Delegates
More than 500 Members – 6 Delegates	More than 250 Members – 3 Delegates
<b>Youth – Merged and Non Merged</b>	
Up to 125 Members – 1 Delegate	
126 to 250 Members – 2 Delegates	
More than 250 Members – 3 Delegates	

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

- e. **Credentials.** Credentials are forwarded to the state association **at least forty-five (45) days prior** to the opening of the annual meeting.
2. **Voice and Vote**  
Voting officers and directors, delegates representing adult membership and Youth Delegates, at least fourteen (14) years of age, unless state laws mandate a specific age, have voice and vote. Other members may attend with voice only. Absentee and proxy voting are not permitted.
3. **Responsibilities**
  - a. All Delegates representing adult membership and Youth Delegates, and officers and directors shall elect two (2) delegates and two (2) alternates for the USBC Annual Meeting.
  - b. Delegates representing adult membership and officers and directors shall:
    - 1) Adopt bylaws, with the exception of youth dues and Youth Committee eligibility requirements.
    - 2) Adopt state adult dues, up to the established maximum.
    - 3) Elect up to eighty percent (80%) of the total number of members of the Board.
  - c. Youth Delegates and officers and directors who hold youth membership 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 at least twenty percent (20%) of the total number of members of the Board.
4. **Meeting Notice**  
Written notice of the meeting shall be forwarded to the board, delegates representing adult membership and Youth Delegates, at least thirty (30) days prior to the annual meeting.
5. **Special Meetings**  
Special delegate meetings may be called by the president or upon written request of at least three (3) board members or at least twenty-five (25) delegates.
6. **Quorum**
  - a. **Forty-five (45) Delegates representing adult membership and board members constitute a quorum.** The delegates representing adult membership, Youth Delegates, and board determine the number required for a quorum.
  - b. **Fifteen (15) Youth Delegates and board members holding youth membership constitute a quorum for youth related elections and activities.** The delegates

representing youth membership and board members holding a youth membership determine the number required for a quorum.

7. **Action**

A majority vote of the delegates representing adult membership and Youth 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 bylaws. Election of officers requires a majority\* vote. Election of directors requires a plurality\*\* vote. Election of delegates and alternates requires a plurality\*\* vote. Absentee and proxy voting are not permitted.

*\*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.*

**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 at least fifteen (15) days prior to the meeting.
2. **Quorum. Nine (9) board members constitute a quorum.** The delegates representing adult membership, Youth Delegates, and board determine the number required for 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 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 delegates representing adult membership, Youth Delegates, and board.

The procedures found in the *USBC Association Policy Manual*, Chapter Five, 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*, 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 annual budget and other financial matters.
2. **Youth Committee.** Youth Committee members whose positions are subject to election are elected by a plurality\* vote of those Youth Delegates, officers and directors who hold youth membership, present and voting from:
  - a. A slate provided by the Youth Committee.
  - b. Nominations from the floorQualifications must be submitted, in writing, at least twenty-four (24) hours prior to the opening of the annual meeting.

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

The Youth Committee is responsible for:

- a. Developing eligibility requirements for Board members representing the youth to be approved by the delegates representing adult membership, Youth Delegates and Board.
- b. Developing eligibility requirements for the Youth Committee, subject to approval of the Youth Delegates and officers and directors who hold youth membership.
- 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 Delegates and Alternates to USBC Annual Meeting**

### **Section A. USBC Annual Meeting**

Two (2) delegates and two (2) alternates are elected by plurality vote\* of those delegates representing adult membership, Youth Delegates, and officers and directors, present and voting.

### **Section B. Eligibility**

Delegates and Alternates must be:

1. Elected by the board and delegates.
2. At least eighteen (18) 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 (1) 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. A slate.
2. Nominations from the floor.

Qualifications must be submitted, in writing, at least twenty-four (24) hours prior to the opening of the annual meeting.

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 Annual Meeting requirements.

*\*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 D. Vacancies**

Vacancies in delegate positions are filled for the un-expired portion of each term by an alternate, 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.

## **Article X Amendments**

### **Section A. Procedure**

Any member of the association may submit proposed amendments to these bylaws. The state association bylaws may be amended at any delegate/Youth Delegate meeting by a two-thirds vote of the delegates representing adult membership, Youth Delegates, and board, present and voting. The amendment must be:

1. Submitted in writing to the Association Manager or president.
2. **Submitted at least sixty (60) days prior to the meeting when the association is considering the proposal.**
3. **Forwarded by the state association at least thirty (30) days before the meeting to:**
  - a. Local Association Managers.
  - b. State Board of Directors.
  - c. Delegates representing adult membership and Youth Delegates eligible to vote.

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

Forward a notice to each delegate representing adult membership and board member at least fifteen (15) 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 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 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.