

NORTH CAROLINA USBC ASSOCIATION, INC. BYLAWS

Introduction

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

The association must abide by state corporate law and may adopt additional provisions provided they do not conflict with the mandatory bylaws or state law. The appropriate provision of state law takes precedence over the bylaws.

Note and footnotes appear only to provide clarification and examples. Parenthetical statements are for information only.

Article I Name

The name of the organization is the North Carolina State USBC Association, Inc., chartered by the United States Bowling Congress. (USBC must approve the name and jurisdiction of the association prior to granting a charter.)

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

(See Chapter One, *USBC Association Policy Manual*, for renewal, revocation and appeal procedures.)

Article III Purpose

The purpose of the association as stated in the Article 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 activity 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 bylaws, become members of this association through the payment of applicable annual state dues; if any. The delegates representing adult membership, and officers and directors by two-thirds vote, determine and adopt adult dues. The annual state dues are \$1.00. (Cannot exceed \$1.)

The board, by two-thirds vote, determines and adopts youth dues, if any, based on the recommendation of the Youth Committee. The annual state youth dues are \$0.50. (Cannot exceed \$0.50.)

The board may waive all or part of state 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. The delegates representing adult membership and Youth Representatives determine the number of directors. The total number of directors is 12. The total number of board members is 15. At least 20% of the total number of board members will be elected by youth delegates. The number of board members elected by the youth delegates is 4, one of which must be a Youth Leader (Director #12.)

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. Ensuring adherence to all USBC Performance Standards.
4. Adopting youth dues, up to the maximum established by USBC, based on the recommendation of the Youth Committee.
5. Conducting championship level competition for its membership constituency (men, women and youth) and complying with state and local laws in their area.
6. Providing education, training, evaluation, recognition and other services as determined by USBC.
7. Implementing USBC programs.
8. Selecting/appointing and evaluating the performance of the Association Manager.
9. Approving use of membership records.

The officer positions are: President, Vice President and Sergeant-at-Arms. All officers and directors will serve a three-year term with the exception of the Youth Leader (Director #12), who will serve a one-year term.

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, unless state law 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. At least 20% of the board must be represented by youth and elected by youth delegates.
 - 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 corporation 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 delegates representing adults and Youth Delegates.

A candidate for an officer position must have served a minimum of two (2) years during the past five (5) years on the board of the NCSBA, NCWBA, NCYABA or NCS USBCA.

Directors 9 – 12 will be elected by youth delegates. Director #12 must be a Youth Leader who will serve a one-year term.

Section C. Election of Directors

Directors are elected by plurality vote by the members. Director 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 provided by the Nominating Committee.
2. Nominations from the floor. Qualifications must be submitted to the Nominating Committee at least 24 hours prior to the opening of the annual meeting.

At least 20% of the board is elected by youth delegates.

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

Section D. Term

The term for directors is three (3) years with the exception of the Youth Leader (Director #12) whose term is one (1) year. The delegates representing adult membership and Youth Representatives determine the number of years in a term and the number of terms allowed. For two- and three-year terms the delegates representing adult membership and Youth Representatives establish a stagger system. (See the *USBA Association Policy Manual* for suggested terms of office and stagger systems.)

The stagger system will be:

A	B	C
President	Vice President	Sergeant-at-Arms
Directors 1 – 3	Directors 4 – 6	Directors 7 – 8
Director 9	Director 10	Director 11
Director 12	Director 12	Director 12

“A” will be elected 2009-2012-2015, etc.

“B” will be elected 2008-2011-2014, etc.

“C” will be elected 2007-2010-2013, etc.

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 Procedure in the Suspension and Reinstatement Chapter. An appeal may be filed with USBC 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. If elected by the delegates representing adult membership, director vacancies are filled by the President, subject to approval by the board.
 - b. If elected by youth delegates, director vacancies are filled by the Youth Committee.
 - c. The board fills vacancies in officer positions.

Article VI Officers

Section A. President, Vice President and Sergeant-at-Arms

The officers of this association shall include the President, Vice President and Sergeant-at-Arms.

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 at least 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.

Section C. Term

The term for elected officers is three years, not to exceed three years. The delegates representing adult membership, Youth Representatives and board determine the number of years in a term and the number of terms allowed.

The office of President is limited to two consecutive three-year terms.

[See Article V. Board of Directors - Management, Section D Term for stagger.]

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, except nominating and youth, with board approval.

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

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. Sergeant-at-Arms

- a. Performs those duties as prescribed by the board of directors or as 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 *USBA 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. (See Article IX, Section C for the time frame for election of delegates and alternates to the USBC Annual Meeting.)

Attendance is open to all members. Voting officers, directors, delegates/alternates representing adult membership and youth delegates/alternates must be at least 14 years of age, unless state law mandates 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 Representatives/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 Associations).

Youth delegates/alternates. Association membership will be used to determine the number of Youth Representatives/alternates to which an association is entitled. Youth Representatives/alternates are defined as members, at least 14 years of age 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 is as follows:

Adult Delegate Structure:

<u>Merged</u>		<u>Non-Merged</u>	
250 and less	2	250 and less	1
251 – 500	3	251 – 500	2
501 – 750	4	501 – 750	3
751 – 1000	5	751 – 1000	4
1001 – 1250	6	1001 - 1250	5
1251 – 1500	7	1251 – 1500	6
1501 – 1750	8	1501 – 1750	7
1751 – 2000	9	1751 – 2000	8
2001 and up	10	2001 and up	9

Youth Delegate Structure:

<u>Merged and Non-Merged</u>	
Up to 100	2 Minimum of one must be a youth.
101 – 250	3
251 – 500	4
501 – 1000	5
1001 and up	6

A local association is not eligible to send delegates representing adult membership and youth delegates/alternates, 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.

- e. **Credentials.** Credentials are forwarded to the state association at least 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 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. Delegates representing adult membership and officers and directors shall:
 - 1) Adopt bylaws, with the exception of youth dues.
 - 2) Adopt state adult dues, up to the established maximum.
 - 3) Elect up to 80% of the total number of members of the board.
 - 4) Elect two delegates and two alternates for the USBC Annual Meeting.
 - b. Youth Delegates shall:
 - 1) Adopt bylaws with the exception of adult and youth dues.
 - 2) Elect the Youth Committee.
4. **Meeting Notice**
Written notice of the meeting shall be forwarded to the board, delegates representing adult membership and Youth Representatives, at least 15 days prior to the annual meeting. Special meetings may be called by the President or upon written request of at least three board members.
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. 50 delegates representing adult membership constitute a quorum. The delegates representing adult membership and Youth Representatives determine the number.
 - b. 20 youth delegates constitute a quorum for youth related elections and activities. The delegates representing adult membership and Youth Representatives determine the number.
{See the *USBC Association Policy Manual* for suggested quorums.}
7. **Action**
A majority vote of the delegates representing adult membership and Youth Delegates, state 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. Elections of officers require a majority vote. Elections of directors, delegates and alternates require a plurality 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. Absentee and proxy voting are not permitted.

Section B. Board Meeting

The board shall meet at least annually. Special meetings may be held upon the request of any board member if a majority of the board approves.

1. **Notice.** Written notice of all regular and special meetings shall be forwarded to the board at least 15 days prior to the meeting.
2. **Quorum.** 8 board members constitute a quorum. The delegates representing adult membership and Youth Representatives determine the number.
3. **Action.** A majority vote of the officers and directors, present and voting, at a properly called 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 the 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 and e-mail.

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, Finance and Youth.

1. **Nominating Committee.** The committee reviews candidates and prepares slates for adult board, delegates and alternate positions. The committee will prepare slates for the youth delegates based on the recommendations of the Youth Committee. The committee publicizes criteria and procedures for the elected positions. (See the *USBC Association Policy Manual* for composition of the Nominating Committee.)
2. **Finance Committee.** The committee is responsible for reviewing and monitoring the annual budget and other financial matters.
3. **Youth Committee.** The Youth Committee is elected by plurality vote, unless majority vote is adopted by the youth delegates and officers and directors who hold youth membership. Youth Committee members whose positions are subject to election are elected by a majority vote of those youth delegates, officers and directors who hold youth membership, present and voting. The Youth Committee is responsible for:
 - a. Developing eligibility requirements for board members representing the youth.
 - b. Developing eligibility requirements for the Youth Committee, subject to approval of the board of directors.
 - c. Recommending youth dues, to be approved by the board.
 - d. 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 Adult Delegates and Alternates to USBC Annual Meeting

Section A. USBC Annual Meeting

Two delegates and two alternates are elected by plurality vote of those delegates representing adult membership, youth delegates, and officers and directors, present and voting.

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

Section B. Eligibility

Delegates and Alternates must be:

1. Elected by the delegates representing adult members
2. At least 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 association to attend the same meeting, the first election shall stand and any succeeding election shall be declared null and void.

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

Section C. Elections

Delegates and alternates serve for 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 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.

Section D. Vacancies

Vacancies in delegate positions 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.

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 Representative meeting by a two-thirds vote of the delegates representing adult membership and Youth Representatives present and voting. The amendment must be:

1. Submitted in writing to the Association Manager or President.
2. Submitted by November 1 of that year when the association is considering the proposal. (The date or number of days to be set by the delegates and Youth Representatives. See Section B Change in Dues.)
3. Forwarded by the state association at least 30 days before the meeting to:
 - a. Local Association Managers
 - b. State Board of Directors
 - c. Delegates representing adult membership and Youth Representatives eligible to vote.

Section B. Change in Dues

1. **Adult Dues.** Forward a notice to each delegate representing adult membership and Youth Representatives at least 15 days prior to the meeting at which the proposed change is considered. The notice must:
 - a. Be in writing.
 - b. Specify the amount of the change.
 - c. Specify the reason for the change.
2. **Youth Dues.** Changes in youth dues are adopted by the board, based on recommendations of the Youth Committee. Forward a notice to the Youth Committee and board members at least 15 days prior to the meeting at which the proposed change is considered. The notice must:
 - a. Be in writing
 - b. Specify the amount of the change.
 - c. 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.

Adopted: Feb. 12, 2006

Effective date: March 15, 2006

Amended: June 28, 2008
May 21, 2010 (USBC mandated)
May 21, 2011 (USBC mandated)