

**UNITED STATES BOWLING CONGRESS (USBC)
OHIO USBC WOMEN'S BOWLING ASSOCIATION BYLAWS**

**Article I
Name**

The association is chartered by the United States Bowling Congress. The name of the organization is the Ohio United States Bowling Congress Women's Bowling Association (Ohio USBC WBA)

**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 Revenues 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 Ohio USBC WBA (women only)
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 termination of its charter, the association shall transfer all of its assets remaining after payment of its lawful obligations to the organization(s) 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 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 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, 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

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

The Ohio USBC WBA delegates and Board, by two-thirds vote, determine and adopt adult dues, if any. The annual state adult dues are \$3.00.

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 that includes the Officer and Director positions. The Board and the Ohio USBC WBA delegates determine the number of positions on the Board of Directors and their term. The total number of Board members is 10, with 6 total number of Directors.

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 (Ohio USBC WBA) and complying with state and local laws in their area.
4. Implementing USBC programs as requested.
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 with the Ohio USBC WBA at the time of election and throughout their term.
2. Elected or appointed without regard to race, color, religion, disability, national origin, or age, other than the minimum age of 14 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.
 - 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%

- 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.
3. To be eligible for nomination as an officer or director, a candidate:
 - a. Must not be bowling in any uncertified American Tenpin leagues.
 - b. A member to be eligible for nomination as a director shall have served as a delegate to the Ohio USBC WBA or Ohio WBA annual meeting, or as an officer or director of the Ohio USBC WBA or Ohio WBA Board, for three or more years within a five-year period immediately preceding nomination. The year of nomination may be included in these attendance requirements.
 - c. A candidate to be eligible for nomination as an officer of the Ohio USBC WBA shall have served not less than one year as a member of the Ohio USBC WBA Board or the Ohio WBA Board. If no eligible candidates are available, the Ohio USBC WBA Board may recommend desirable candidates.
 - d. If an officer or director joins more than one local association, the first local association she joins will be the determining factor in applying the eligibility requirements.
 - e. Representation on the Ohio USBC WBA Board is not limited except that all elected officers and directors shall be so apportioned that no local association shall be represented by more than one officer and/or one director.
 - f. An officer or director may accept nomination and run for election for another office on the Ohio USBC WBA Board without resigning her present office. If defeated, she completes her term.

A candidate for Association Manager must be:

1. A member of the Ohio USBC WBA at the time of and throughout her term of employment.
2. She shall be a member of a USBC certified league at the time of employment and must not be bowling in any uncertified American Tenpin leagues.

Additional eligibility requirements, if any, will be approved by the Board and the Ohio USBC WBA delegates.

Section C. Election of Directors

Directors are elected by a majority vote¹ of the Board and the Ohio USBC WBA delegates 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 opening of the annual meeting.

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

¹ *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 (1) year. The number of years in a term, the number of terms allowed and a stagger system, are determined by the Board and the Ohio USBC WBA delegates.

ELECTION SYSTEM

<u>2017</u>	<u>2018</u>	<u>2019</u>
President	2 nd Vice President	1 st Vice President
Directors	Sergeant-at-Arms	Directors
2 – 6	Directors	4 – 5
	1 - 3	

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 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 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, Vice President and Sergeant-at-Arms.

The officers of this association shall include a president, two (2) vice presidents and a sergeant-at-arms.

Section B. Election

Officers are elected by a majority vote² of the Ohio USBC WBA delegates, officers and directors, 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 opening of the annual meeting.

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

² 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 one (1) year. The number of years in a term, the number of terms allowed and a stagger system are determined by the Board and the Ohio USBC WBA delegates.

See Article V. Board of Directors – Management, Section B. Eligibility, #3 for eligibility requirements for officers.

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.

Note: Committees should be composed of both Board members and non-Board members. (See Chapter Six of the USBC Association Policy Manual, Committees.)

2. Vice Presidents (In order of their titles)

- 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 duties as required by the Board.

4. 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 the Ohio USBC WBA delegates/alternates shall be held at a time and place approved by the Board of Directors. (See Article IX, Section B for the time frame for election of the Ohio USBC WBA delegates and alternates to the USBC Annual Meeting.)

Attendance is open to all members. Voting officers, directors and delegates/alternates must be at least 14 years of age, unless state laws mandate a specific age.

1. The Ohio USBC WBA Invites All Associations and Delegates Within its Jurisdiction, as follows:

- a. **Associations:**
Ohio USBC WBA will invite all Ohio USBC WBA associations 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 years of age at the time of election, unless state laws mandate a specific age, who are elected by chartered local associations. Only adult membership will be used to determine the number of adult delegates and alternates an

association is entitled to send to the Ohio USBC WBA state annual meeting.

- c. **Number of Ohio USBC WBA Annual Meeting Delegates.** Based on the previous season's membership as of July 31, each local association shall be entitled to delegates as follows:

1	-	300 members	5 delegates
301	-	500 members	6 delegates
501	-	1,000 members	7 delegates
1,001	-	1,500 members	8 delegates
1,501	-	2,000 members	9 delegates
2,001	-	2,500 members	10 delegates
2,501	-	3,000 members	11 delegates
3,001	-	3,500 members	12 delegates
3,501	-	4,000 members	13 delegates
4,001	-	4,500 members	14 delegates
4,501	-	up	15 delegates

Officers and directors of the Ohio USBC WBA shall not be charged against the quota of delegates of their respective associations.

Associations without membership records as of July 31 of the previous season are entitled to two delegates.

A local association is not eligible to send 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.

- d. **Credentials.** Credentials are forwarded to the state association at least sixty (60) days prior to the opening of the annual meeting.
2. **Voice and Vote**
Ohio USBC WBA Delegates, voting officers and directors of the association, 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. Ohio USBC WBA delegates and Board members shall:
a. Adopt bylaws.
b. Adopt state adult dues, up to the established maximum.
c. Elect officers and directors to the Board.
d. 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 the Ohio USBC WBA delegates at least 15 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 Board members or at least twenty-five Ohio USBC WBA delegates.

6. **Quorum**

Twenty-five (25) Ohio USBC WBA delegates constitute a quorum. The Ohio USBC WBA delegates and Board determine the number.³

7. **Action**

A majority vote of OHIO USBC WBA 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 and directors requires a majority vote⁴. Election of Ohio USBC WBA delegates and alternates requires a plurality vote⁵. Absentee and proxy voting 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 meetings shall be forwarded to the Board at least fifteen (15) days prior to the meeting.
2. **Quorum.**⁶ Seven (7) Board members constitute a quorum. The Board and Ohio USBC WBA 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, e-mail or teleconferencing. This type of action must be permissible by state law and approved by the Ohio USBC WBA delegates and 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*, shall govern all meetings.

Article VIII Committees

Section A. Standing Committees

The association shall have a Finance Committee. The committee is responsible for reviewing and monitoring association financial matters.

³ See *Meetings in the USBC Association Policy Manual*, Chapter 5.

⁴ 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.

⁵ A plurality vote is the largest number of votes cast for a given candidate. The candidate(s) receiving the most votes is (are) elected.

⁶ See *Meetings in the USBC Association Policy Manual*, Chapter 8.

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 Ohio USBC WBA delegates and officers and directors present and voting⁷.

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

Section A. Eligibility

Delegates and Alternates must be:

1. Elected by the Board and Ohio USBC WBA delegates.
2. At least 18 years of age.
3. A USBC member in good standing with the Ohio USBC WBA 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 B. Election

The delegate and alternate 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 24 hours prior to the opening of the annual meeting.

3. Plurality vote⁸. 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 position 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 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.

⁷ See Article VI, Section A of the national Bylaws for representation).

⁸ *A plurality vote is the largest number of votes cast for a given candidate. The candidate(s) receiving the most votes is (are) elected.*

Article X Amendments

Section A. Procedure

Any member of the association may submit proposed amendments to these bylaws. The Ohio USBC WBA bylaws may be amended by a two-thirds vote at any Ohio USBC WBA delegate meeting, by the delegates and Board present and voting.

The amendment must be:

1. Submitted in writing to the Association Manager or president.
2. Submitted at least by November 1 prior to the meeting when the association is considering the proposal. (See Section B, Change in Dues.) The date or number of days is to be set by the Board and the Ohio USBC WBA delegates.
3. Forwarded by the Ohio USBC WBA at least thirty (30) days before the meeting to:
 - a). Local Association Managers.
 - b). State Board of Directors.
 - c). Ohio USBC WBA delegates.

Section B. Change in Dues

Forward a notice at least fifteen (15) days prior to the meeting at which the proposed change is considered to the Board and the Ohio USBC WBA 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 otherwise specified when adopted.

Article XI Fiscal Year

The fiscal year of the 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.