

PROPOSED LEGISLATION:

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**PROPOSAL ONE**

Current Bylaw Article V section D

**Section D. Term - The term for directors is 2 years.** The members/Youth Representatives determine the number of years in a term and the number of terms allowed. For two- and three-year terms the members and Youth Representatives establish a stagger system. (See the *USBC Association Leaders' Handbook* for suggested terms of office and stagger systems. **One Half if the directors will be elected in odd years, the other half in even years. Officers will be elected annually. Directors will have a term limit of 5 terms.**

**Proposed change:**

**Section D. Term**

**The term for directors is 2 years.** The members/Youth Representatives determine the number of years in a term and the number of terms allowed. For two- and three-year terms the members and Youth Representatives establish a stagger system. (See the *USBC Association Leaders' Handbook* for suggested terms of office and stagger systems. **One Half of the directors will be elected in odd years, the other half in even years. Officers will be elected annually. There will be no term limits for Directors.**

**Reason for proposal:**

When we merged there was hope that we would get more involved in the association and board. Since then due both a reduction of bowlers and lack of seemed interest to be on the board we continue to have vacancies. As we approach the time when many board members will be terming out and the lack of interest in bowlers to join the board, we cannot afford to lose directors that have experience to term limits.

## PROPOSAL TWO

Current Bylaw - Article VI - Officers

### Section A. President and Vice President

The Officers of this association shall include a President and Vice President. *(The association determines if more than one Vice President or a Sergeant-at-Arms is necessary and defines their duties and responsibilities to be placed in the association's operations manual.)*

### Section B. Election

The Board, adult members and Youth Representatives<sup>1</sup> determine the election process. **(Check one)**

1. **Officers are elected by a majority vote<sup>2</sup> of the Board from among the current Directors, unless state laws mandate otherwise; or**
2. **Officers are elected by a majority vote<sup>2</sup> of the Board, adult members and Youth Representatives, present and voting from:**
  - a. **A slate.**
  - b. **Nominations from the floor.**

Qualifications must be submitted in a format specified by the Board.

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

PROPOSED CHANGE of BYLAW

Article VI - Officers

### Section A. President and Vice President

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2. **Officers are elected by a majority vote<sup>2</sup> of the Board, adult members and Youth Representatives, present and voting from:**
  - a. **A slate.**
  - b. **Nominations from the floor.**

Qualifications must be submitted in a format specified by the Board.

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

Reason for Change - One of the other bylaw changes is to reduce the board size. By doing so, we feel that both to be consistent with the practice of the national board and letting the board decide who is best for president is appropriate.

## PROPOSAL THREE

Change ByLaw Article V - Board of Directors - Management

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**This proposal will be presented if PROPOSAL TWO passes**

### Current Bylaw:

#### Section A. Board Composition, Authority and Duties

The management and governance of the association is vested in the Board of Directors, which includes the Officer and Director positions. At least 20% of the total number of Board members must be Youth Directors. The Board, adult members and Youth Representatives<sup>1</sup> determine:

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

**The total number of Board members is 15, with 13 total number of Directors. The number of Youth Directors is 3.**

### PROPOSED CHANGE

#### Section A. Board Composition, Authority and Duties

The management and governance of the association is vested in the Board of Directors, which includes the Officer and Director positions. At least 20% of the total number of Board members must be Youth Directors. The Board, adult members and Youth Representatives<sup>1</sup> determine:

- a.1.a.1.i.4. The number of positions on the Board.
- a.1.a.1.i.5. Terms.
- a.1.a.1.i.6. Term limits, if any.

**The total number of Board members is 11, with 11 total number of Directors.  
The number of Youth Directors is 3.**

### Reason for Change:

As of recent we have had trouble getting enough nominations to fill the existing spots on the board and with vacant spots it has also been difficult at best to have a quorum for meetings. With our membership on the continual decline, we should consider reducing the board so as to have a full compliment elected and a higher potential for a quorum at meetings. By having a total of 11 (odd number) any contentious action should not end up in a tied vote. This would be accomplished over a two year period as those already in office in their second year of their term in 2018-19 season will remain. If there are vacancies, appointments will only be made to bring the total number of regular directors to 4 whose term will end in July of 2019.

## PROPOSAL FOUR

Change ByLaw Article V - Board of Directors - Management

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**This proposal will be presented if PROPOSAL TWO does not pass**

### Current Bylaw:

#### Section A. Board Composition, Authority and Duties

The management and governance of the association is vested in the Board of Directors, which includes the Officer and Director positions. At least 20% of the total number of Board members must be Youth Directors. The Board, adult members and Youth Representatives<sup>1</sup> determine:

- a.1.a.1.i.7. The number of positions on the Board.
- a.1.a.1.i.8. Terms.
- a.1.a.1.i.9. Term limits, if any.

**The total number of Board members is 15, with 13 total number of Directors. The number of Youth Directors is 3.**

### PROPOSED CHANGE

#### Section A. Board Composition, Authority and Duties

The management and governance of the association is vested in the Board of Directors, which includes the Officer and Director positions. At least 20% of the total number of Board members must be Youth Directors. The Board, adult members and Youth Representatives<sup>1</sup> determine:

- a.1.a.1.i.10. The number of positions on the Board.
- a.1.a.1.i.11. Terms.
- a.1.a.1.i.12. Term limits, if any.

**The total number of Board members is 11, with 9 total number of Directors.  
The number of Youth Directors is 3.**

### Reason for Change:

As of recent we have had trouble getting enough nominations to fill the existing spots on the board and with vacant spots it has also been difficult at best to have a quorum for meetings. With our membership on the continual decline, we should consider reducing the board so as to have a full compliment elected and a higher potential for a quorum at meetings. By having a total of 11 (odd number) any contentious action should not end up in a tied vote. This would allow the officers (President and Vice President) to be elected by the membership.

## PROPOSAL FIVE

### Article VII (Meetings) Section B (Board Meetings) Item 2 (Quorum)

#### Current Bylaw

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, which should be at least 15 days prior to the meeting.
2. **Quorum.** 8. **Board members constitute a quorum.** The Board, adult members and Youth Representatives<sup>1</sup> determine the number.
3. **Action.** A majority vote<sup>2</sup> of those 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 Board, adult members and Youth Representatives.
  - a. The procedures found in the *USBC Association Policy Manual*, Chapter Eight, Section E must be followed.
  - b. **The association Does Not allow the Board to vote via mail, e-mail, or teleconference.** (*This action also applies to committees.*)

#### Proposed Change:

Regardless of passing of any of the previously proposed legislation

Change Article VII, Section B , Item 2 to:

2. **Quorum.** 6. **Board members constitute a quorum.** The Board, adult members and Youth Representatives<sup>1</sup> determine the number

Reason for change: Over the past few years, between vacancies and simple conflicts, we have had several board meetings where we did not have a quorum and thus could not legitimately conduct business. That has happened at our last two meetings. While it is customary for a quorum to be one more than half of the board strength, it is not required that to be the case. Thus we are recommending a smaller number in order to have a quorum and be able to conduct business at a board meeting.

## PROPOSAL SIX

### Article VII (Meetings) Section B (Board Meetings) Item 4 (Actions without a meeting)

#### Current Bylaw

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 Board, adult members and Youth Representatives.
  - a. The procedures found in the *USBC Association Policy Manual*, Chapter Eight, Section E must be followed.
  - b. **The association Does Not allow the Board to vote via mail, e-mail, or teleconference.** (*This action also applies to committees.*)

#### Proposed Change

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 Board, adult members and Youth Representatives.
  - 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, e-mail, or teleconference.** (*This action also applies to committees.*)

Reason for change. In today' world, more and more is being done electronically. Meeting times are tough to schedule to get a quorum and sometimes simple items just need a simple approval without much as any discussion (i.e. approval of a tournament prize list). In practice, we are doing this now to an extent and want to formally make it allowable in our bylaws.