

**NEBRASKA  
STATE BOWLING  
PROPRIETORS'  
ASSOCIATION**

**CONSTITUTION & BY-LAWS**

***LAST UPDATE ON AUGUST 6, 2013***

**2015**

**NEBRASKA STATE  
BOWLING PROPRIETORS'  
ASSOCIATION, INC.  
BY-LAWS**

**As Amended  
at the Annual State Meeting  
August 6, 2013 at the Holiday Inn in  
Grand Island, NE**

**Nebraska State Bowling Proprietors  
Association State By-Laws**

# Constitution & By-Laws of the Nebraska State Bowling Proprietors Association (Updated last on August 6, 2013)

## Section 1. Purpose

These bylaws and any amendments hereafter adopted are authorized by the constitution of this association to provide governing rules implementing and subject at all times to the constitution.

## Section 2. Fiscal Year

1. The fiscal year of this association shall be from January 1st to December 31st.
2. The registered office of the Association shall be located at 621 Six Flags Drive, in the city of Arlington, County of Tarrant, State of Texas, and the name of its registered agent at said address is BPAA, but the registered agent may be changed from time to time by action of the board of directors. The physical office for the State Association is 621 Six Flags Drive, Arlington, TX 76011.

## Section 3. Dues

1. **When dues are payable and failure to pay.** State dues will be \$20.00 per lane bed annually. Dues shall be payable at the beginning of the fiscal year, or may be made in four installments, one installment due each month preceding the delinquency dates. All membership dues must be paid in full by February 1<sup>st</sup> of the current year in order for a center to host a tournament. If such dues are not paid by March 1st following, such non-paying members shall be considered delinquent, suspended; reported as such by the president or secretary to the delinquent member, to BPAA, and to the local association to which the delinquent member may belong. Therefore, until June 1 following, such delinquent member may apply for restoration to good standing, but only upon payment of full dues; or such member may appeal to BPAA as provided in its constitution and by-laws. If such application or such appeal is not made by June 1, such suspended member shall be dropped from the association immediately. Thereupon he shall forfeit outright any privileges of membership. Members dropped for nonpayment shall not be eligible to apply for reinstatement except upon terms approved by the Board of Directors.
2. **Pro-rata dues.** New members shall pay dues on a monthly pro-rata basis for the unexpired portion of the year.
3. **New Members.** New member centers shall be those who have not been a member for a minimum of two association membership years, or centers with new ownership within the two-year period.

## Section 4. Meetings of Members

1. **Annual Meeting.** The annual meeting of the association will be held at such time and place as shall be fixed by the Board of Directors. All members shall be notified thereof at least thirty days in advance of the meeting. The election of officers, and BPAA Directors, Tournament Dates, as provided herein, shall take place at the annual meeting.
2. **Regular Meetings.** Regular meetings of the Association, in addition to the annual meeting, may be provided as often and at such time and place in the ensuing year as members approve at any annual meeting.
3. **Special Meetings.** Special meetings of the association shall be held at such time and place within the membership territory of the Association as may be designated in the notice thereof, upon the call of the President, acting upon the request of a majority of the Board of Directors, or upon the written request of at least 25 percent of the regular members in good standing of the association. Any such notice and any such request for the call of a special meeting shall state the notified thereof at least ten days in advance of the meeting.
4. **Quorum and Action.** A quorum at any meeting of the members shall consist of 10 percent (10%) of the regular members in good standing. Action shall be taken by a majority of the regular members present and voting on any question except as may be provided herein.

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**Section 5. Board of Directors**

1. **Authority of Board of Directors.** The property, business and affairs of this association shall be vested in the Board of Directors except where expressly reserved to the regular members hereunder. All actions by the Board of Directors shall be reported at the next annual or special meeting of this association. Subject to the rights of third parties, the regular members shall have a right to rescind such actions upon a two-thirds vote of the regular members present and voting, except as to such matters specifically authorized by this constitution, or authorized by a prior vote of the membership, or initiated or completed prior to the consideration by membership thereof.
2. **Number: Qualifications and terms of Districts.** The Board of Directors shall consist of the President, Vice President, Treasurer, Sgt.-at-Arms, immediate Past President and regional board directors. The elected directors shall be representatives of regular members of the association in good standing, and shall serve for terms of three years, staggered so that not less than one-third of the board (exclusive of ex-officio members) is elected at each annual district meeting. The Board of Directors may establish districts in this associations membership territory, in which event, elected directors shall be selected from each district. For this purpose, the board may designate the membership territory of a qualified local association as a district and may authorize the local association in each such district to elect three directors to serve on the board from that district.
3. **Nomination and Election.** The directors shall be elected by the regular members at the district annual meeting.
4. **Meetings.** The Board of Directors shall regularly meet preceding any meeting of the members of the association, and at such other times designated by the board, and shall specifically meet upon the call of the president whenever he or she considers such a meeting to be in the interest of the association. Notice of each such meeting shall be given as the Board of Directors may by resolution determine, but in no event less than twenty-four hours-notice.
5. **Quorum and Action.** 10% of the entire membership of the Board of Directors (excluding vacancies) shall constitute a quorum for the transaction of the directors present and voting on any question.
6. **Executive Committee.** The President, Vice President, Treasurer, Sgt.-at-Arms and the immediate Past President shall constitute the Executive Committee, which is hereby vested with the property, business and affairs of the association between meetings of the Board of Directors. The president shall serve as chairman of the Executive Committee and it shall regularly meet at such times and places as it may determine at any meeting, and shall specially meet upon the call of the president with at least 24 hours-notice. All provisions of the constitution and of these by-laws applicable to the Board of Directors shall apply to the Executive Committee when acting in place of the Board of Directors.
7. **Vacancies.** Vacancies among the elected members of the Board of Directors shall be filled by the Board of Directors on an interim basis until the next election of the general membership at the annual meeting.

**Section 5.5. Executive Director**

1. The Executive Director position will be on a permanent basis and facilitated by the Bowling Proprietors Association of America and the state office will be located at 621 Six Flags Drive, Arlington, TX 76011.
2. Duties - The Nebraska State Bowling Proprietors Association Executive Board of Directors will define the job duties of the Nebraska State Executive Director.

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**Section 6. The Officers**

1. The officers of the association shall be the President, Vice President, Treasurer, Sargent of-Arms and immediate Past President. All of such officers must be representatives of regular members in good standing.
2. **Nomination and Election.** In an election year, the officers of the association shall be elected by the regular members at the annual meeting. Preceding the annual meeting, the nominating committee appointed and constituted as aforesaid shall report its recommendation of each of such offices to the President at least fifteen days prior to the annual meeting. The recommendations of the nominating committee shall be incorporated in the notice of the annual meeting and shall be deemed nominations when the nominating committee reports at the annual meeting. At the annual meeting, any member in good standing may nominate from the floor an additional candidate or candidates for any office. A majority of the votes of the regular members present and voting shall be required to elect.
3. **Terms.** The elected officers shall serve for a term of two years, commencing at the close of business at the annual meeting. The President-elect shall be considered elected President at the close of their two-year term as President-elect. With the exception of the President and President-elect, any officer may be elected for successive two-year terms.
4. **Duties.**
  - A. **President.** The president shall be chief executive officer of the association and preside at all meetings of the association and Board of Directors. He shall exercise the authority vested in the office of the President by the constitution and these bylaws and shall perform all acts otherwise ordinarily incident of the office of president.
  - B. **Vice President.** The Vice President in the absence of the President shall perform the duties and responsibilities which ordinarily pertain to the office of the President. He shall otherwise assist the president and carry out such other duties as may be delegated to him from time to time by either the President or the Board of Directors.
  - C. **Treasurer.** The Treasurer shall verify and authenticate all funds of the association as reported by the Executive Director, and report the financial condition of the association at all meetings of the Board of Directors and the general membership. The Treasurer will also serve as chairman of the auditing committee as appointed by the President. He shall perform such other duties as may be delegated to him from time to time by the Board of Directors.
  - D. **Sargent-at-Arms.** The Sargent-at-Arms shall determine if a quorum is present at all meetings of the Board of Directors and the general membership meetings, and carry out such other duties as are usually prescribed for that office and such other duties as may be delegated to him from time to time by the president.
  - E. **State Tournament Director Duties.**
    1. Complete tournament mailings in a timely manner.
    2. Be responsible for the in-state tournament accounts.
    3. Expenses will be reimbursed for paper, envelopes, postage, etc.
    4. Oversee the tournament committee and work closely with the co-chairpersons.
    5. Attend tournament committee meetings and keep accurate minutes of each meeting.
    6. Work to keep communication open between committee members, the Executive Director and state president.
  - F. **Vacancies.** Vacancies in any of the elected offices shall be filled by action of the Board of Directors for the unexpired term or wait until the Annual Meeting of the general membership.

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**Section 7. Bonds**

- A. As a condition precedent to qualifications to serve the Treasurer and such other officers and employees as may be designated by the Board of Directors, shall be bonded in such amount as shall be fixed by the Board of Directors.

**Section 8. Compensation and Reimbursement of Expenses**

- A. Unless previously authorized by the regular members, no elected officer of the association shall receive compensation for his services as such. If the Board of Directors approves in advance, reasonable expenses incurred by any officer, director or committee member in the course of his duties as such shall be reimbursed by the association.

**Section 9. Indemnification of Directors, Officers and Staff**

- A. As and to the extent authorized by the regular members and available to this association, the association shall obtain insurance to provide indemnification to officers and directors.

**Section 10. Mail Vote**

- A. At the discretion of the president, questions may be submitted by the Executive Director for decision by mail to the Board of Directors, calling for mail vote by the Board of Directors in order to avoid the call of a special meeting or for other good reason. Any question thus presented shall be determined according to a majority of the votes received and placed on file after such submission, provided that in each case, votes of at least sixty percent or two-thirds of the total members of the Board of Directors (Excluding vacancies) shall be received. The Executive Director shall cause the vote and its result to be recorded in the minutes of the association and the decision shall be considered as binding upon the association as though an actual meeting had been held. The actual ballots mailed and received by the association shall be kept available by the Executive Director until he is authorized by the Board of Directors to dispose of them. At the discretion of the chairman of any committee, except the appeals committee, a mail vote may be taken on any question.

**Section 11. Business of Order**

- A. Robert's Rules of Order, when not inconsistent herewith, shall govern all proceedings of the association. The Board of Directors may designate the order of business at meetings of the association and of the board. In the absence of which the order of business shall be as follows:
  - 1. Roll Call
  - 2. Reading, correction and ratification of minutes.
  - 3. Approval of Agenda
  - 4. Financial Update
  - 5. Membership Report
  - 6. Committee Updates
  - 7. Old Business
  - 8. New Business
  - 9. Election and installment of officers and directors (at annual meeting only)
  - 10. Future meeting dates and sites
  - 11. Adjournment

Any questions of priority of business shall be decided by the President without debate.

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**Section 12 Amendments**

1. **Authority to adopt or amend By Laws and Constitution.** The Board of Directors and the regular membership hereof are each empowered to adopt and thereafter may amend such By Laws for the association as it or they deem necessary or desirable, provided that no by law or amendment thereto shall be effective if, in the language or effect, it is inconsistent with any other provision of this constitution, and also provided that at least ten days' notice of the proposed amendment shall have been given.
2. **Required Vote.** In adopting or amending the by-laws, the Board of Directors shall act by one-thirds vote of the entire board, excluding vacancies. The regular members shall act by majority vote of that present, vote by telephone of that absent and prior vote by mail as it applies.

**Exhibit A**

1. This association shall adhere to the BPAA Constitution and By Laws as and to the extent such pertain to this association and, in particular, but without limiting and foregoing, neither this association nor its members in any way:
  - A. Fix, suggest, establish, determine or maintain or attempt to fix, suggest, establish, determine or maintain the prices, terms or conditions charged or imposed by any member for the use of his bowling establishment or facilities.
  - B. Hinder, restrict or prevent any member from soliciting the patronage of customers of another member or from otherwise determining the manner, method or form in which he may compete with another member.
2. Participation in any tournament sponsored or conducted by or in behalf of this association is open, upon the same terms and conditions, to all bowlers who do or have done any league, tournament, advertised exhibition or any other type of bowling
  - A. In a BPAA-member establishment or in a non-BPAA member establishment: or whether such bowler is or is not a member of any bowling proprietor association.
3. As a condition of membership in this association, each member establishment shall be a member of the comparable class of the BPAA for which it is eligible, unless in particular cases this condition is waived by the BPAA's Executive Committee.
4. Membership in this association shall not be refused to any bowling establishment eligible, therefore, unless for a reason determined by BPAA to be a lawful reason and then only after reasonable notice and fair opportunity to be heard are afforded to the member concerned.
5. The membership in this association of any member shall not be terminated by the association unless for a reason determined by BPAA to be a lawful reason, and then only after reasonable notice and fair opportunity to be heard and afforded to the member concerned.
6. Anything in the constitution or bylaws of this association or in any other rules, resolutions or code of ethics of the association, if such there be or in any agreement or understanding to which this association or any of its members is a party, if such there be, which is in conflict with or otherwise in derogation of any of the above provisions is hereby revoked and of no further effect as to either this association or any member.