



**DUCKPIN BOWLING
PROPRIETORS OF AMERICA
CONSTITUTION AND BY-LAWS**

As adopted on October 28, 2019

CONSTITUTION AND BY-LAWS
OF THE
DUCKPIN BOWLING PROPRIETORS OF AMERICA

ARTICLE I **Names, Offices**

Section 1.01 Name: The name of this Association shall be the Duckpin Bowling Proprietors of America. Its offices shall be located at 621 Six Flags Drive, Arlington, TX 76011 The Duckpin Bowling Proprietors of America will operate on a calendar year basis. Its offices shall be set by the Board of Directors within the continental United States.

Section 1.02 Corporate Structure: The Association shall be a non-profit association incorporated under the laws of the State of Maryland in the name of the Duckpin Bowling Proprietors of America.

ARTICLE II **Purposes and Objectives**

The objectives of this organization shall be subject at all times to law, to perpetuate the best interests of its members and Duckpin Bowling as a whole; To promote closer relationships and understandings amongst the members; to disseminate information beneficial to the conduct of their business; to assist and cooperate with one another in the furtherance of the best interest of Duckpin Bowling; to obtain beneficial publicity through all available communications media which will best serve the interest of Duckpin Bowling; to encourage clean, wholesome and ideal conditions under which bowling shall be conducted; to strive to attain the highest level standards possible in the duckpin industry as a whole.

The activities of this organization shall be only those which are consistent with and directed to the attainment of the aforesaid objectives.

ARTICLE III **Membership**

Section 1 **Qualifications**

Any person, firm, partnership or corporation engaged in the business of operation duckpin bowling lanes is eligible for membership in this organization, provided that such person, firm, partnership or corporation abides by the constitution and by-laws and is a member of recognized state and local (where applies). Duckpin proprietor's association in the state in which the establishment is physically located. In the absence of a state or local association, direct application may be made. The recognized state associations currently are Connecticut, Rhode Island, Virginia-At-Large, Maryland-At-Large. The recognized local associations currently, are Metro Washington, D.C., and Baltimore, MD.

Section 2 **Admission to Membership**

Application for membership TO be submitted through the respective state or local/area association, local/area association taking precedence, OR IN WRITING to the Board of Directors. If no state or local/area assertion, application must be submitted, in writing, to the Board of Directors

Section 3 **Withdrawal from – Membership**

Any member may resign from this organization provided that all dues, assessments and other obligations have been fulfilled. Membership shall automatically terminate upon bankruptcy, receivership or cessation of business.

Article IV **Organization**

Section 1 This organization shall be comprised of member proprietors whose establishments are equipped for Duckpin bowling.

Section 2 The business and affairs of this organization shall be managed by a Board of Directors.

Section 3 The Board of Directors shall be composed of one official representative from each recognized (state and local association specified in Article III, Section I, and the following elected or appointed officers of this organization; the President, Vice President, Secretary/Treasurer, and Sergeant-At-Arm.

Section 4 Actions taken by the Board of Directors will be reported to the membership at its next regular or special meeting. The membership, as specified by these By-Laws, may rescind any action of the Board of Directors upon a two-thirds vote, except in matters specifically authorized by these By-Laws or which have been so authorized at a prior meeting.

Section 5 The Board of Directors shall meet at least twice a year. They will always meet prior to and following all full membership meetings. Special meetings may be called by the President upon fifteen (15) days' notice when he or she thinks such a meeting is in the best interest of the organization.

Section 6 Any Director who misses two (2) consecutive meetings may be removed from the Board of Directors by a majority vote.

Section 7 At least four (4) members of the Board of Directors must be present to constitute a quorum.

Section 8 Directors, other than the President, Vice President and Sergeant-at-Arms, Treasurer are elected to two (2) year terms.

Section 9 A vacancy caused by death, resignation or removal of any officer or by the failure of the Association to elect, may be filled for the unexpired term by the Board of Directors. Such vacancy must be filled with a member from the same state in which the vacancy occurs.

Section 10 Members of the Board of Directors shall be elected by the states according to the respective state By-Laws.

Article V **Dues, Fees, Assessments**

The dues of this organization shall be at the rate determined by its members at their Annual meeting.

The fiscal year shall be from January 1 through December 31 of each year. New members joining the organization after March 31 of any year shall pay the prorated membership dues.

This organization shall have the power to levy assessments at a general or special meeting of the Board of Directors or the membership, provided such notice shall have been sent to the members prior to the meeting. Annual dues shall be due and payable on or before January 31.

Article VI **Annual Meetings**

Section 1 **Where Held**

The Annual Meeting of this organization shall be held anywhere in the United States as determined by the Board of Directors.

Section 2 **Notification**

All members of record shall have sent to their last known address, at least thirty- (30) days prior to the meeting date, notification of such meeting.

Section 3 **Voting Power**

Each member-bowling center shall be entitled to one (1) vote. If any person, firm, or corporation operates greater than six (6) establishments, said person, firm, or corporation shall have one (1) vote for each establishment, provided that the votes the multi-unit operator shall not exceed the independent vote being cast.

Section 4 **Quorum**

Those members present, either in person or electronically, at any official meeting representing 20% or greater of total membership, shall constitute a quorum.

Article VII **Officers**

Section 1 The officers of this organization shall be: President, Vice-President, Secretary/Treasurer, Sergeant-At-Arms.

Section 2 Officers shall, except as otherwise provided herein, be elected by the membership at Annual Meeting.

The order of the election shall be as follows:

- A. President
- B. Vice President
- C. Secretary/Treasurer
- D. Sergeant-At-Arms

Section 3 The nominating committee shall recommend candidates for election to each elected office.

Section 4 Officers are eligible for re-election.

Section 5 Officers are elected by a majority vote of the membership present or electronically in attendance.

Section 6 An elected officer shall not serve more than three consecutive terms.

Section 7 An elected officer must be present in person for the annual meeting. If he or she is not present, then he/she will be subject to be replaced.

Section 8 For a proprietor to be elected as an Officer of the Board, he or she must be present in person in at least 50% of the previous year's meetings. If he or she is not present, then he/she will be subject to Board of Directors consideration.

Article VIII **Officers Duties**

Section 1 **The President**

The President shall preside at all meetings of the Association and of the Board of Directors: serve ex-officio on all committees, with the right to vote on all except the nominating committee; communicate, at the Annual meeting and at such other times as he or she may deem proper, to the Association or Board of Directors, such matters and make such recommendations as may, in his or her opinion, tend to promote the welfare and usefulness of the Association; perform such other duties as are prescribed herein or by the Board of Directors.

Section 2 **Vice President**

The Vice President shall have such powers and perform such duties as the Board of Directors may prescribe or as the President may delegate to him/her. The Vice President may, in the case of the President's absence or inability to act, temporarily act in his/her place. In the case of the death of the President, or in the case of his or her absence or inability to act without having designated the Vice President to act temporarily in his or her place, the Vice President shall perform the duties of the President.

Section 3 **Secretary/Treasurers**

The Secretary/Treasurer shall certify and authenticate the official records of the Association, supervise the custody thereof, and perform such other duties as may be Prescribed herein or by the Board of Directors.

Section 4 **Sergeant-At-Arms**

The Sergeant-At-Arms shall, under the direction of the President or the Board of directors, be the guardian of the entrance to the various meetings of the Association and shall keep an accurate record of those in attendance. He/she shall supervise the conduct of members during the meetings. It shall be his/her duty to see that only those holding membership in the Association are admitted to any Association meeting, except for invited guests. He/she shall perform any such functions required by the Board of Directors.

Section 5 **Executive Director**

The Executive Director: ***a) Employment:*** At the discretion of the Board of Directors, the Association may employ an Executive Director on a permanent or temporary basis. The Board of Directors shall make all determinations respecting terms and conditions of employment. The Executive Director need not be a representative of a member of this Association.

b) Duties: The Executive Director shall be held directly accountable to the Board of Directors and shall adhere to the Board of Directors' Policy or Strategic Plan.

Article IX **Committees**
The President shall appoint the Chairperson of all committees with the approval of the Board of Directors.

Article X **Order of Business**
Robert's Rule of Order, when not inconsistent with these By-Laws, shall govern all proceedings of the Association.

Article XI **Amendments**
These By-Laws May be amended, repealed, or altered in whole or in part by a two-thirds vote of the members present at any official meeting