

# New Mexico High School Association (NMHSBA) Bylaws

## **Article I Name**

The name of the organization is the New Mexico High School Bowling Association (NMHSBA), sanctioned by the New Mexico Activities Association (NMAA).

## **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 sanctioned by NMAA and subject to its authority. To maintain its sanction, the association must:

1. Provide services for the sport of bowling to all NMAA member High School Students in the State of New Mexico.
2. Adopt bylaws approved by NMHSBA membership.
3. Not enact any bylaws or rules inconsistent with NMAA's bylaws.

## **Article III Purpose**

The purposes of the association, include, but are not limited to:

1. Provide opportunity for spirit of team competition and community pride while participating in the sport of bowling.
2. Provide an equal opportunity for all in the sport of bowling without regard to race, religion, age, gender, disability, or national origin.
3. Provide opportunity for students to travel and meet bowlers from other schools.
4. Promoting the game of American Tenpins.
5. Conducting and supporting bowling competition.

## **Article IV Membership and Dues**

High Schools who have obtained NMAA membership, in accordance with NMAA bylaws, become members of this association through the payment of applicable annual state dues, if any. The representatives by two-thirds vote, based on how many people are at the meeting, (see

Article 6, Section A) determine and adopt dues, if any. The annual dues if any are to be determined.

## **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 representatives representing high school membership and board determine the number of directors. The total number of directors is 7. The total number of board members is 9.

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 *NMAA Bylaws*.
3. Conducting championship level competition for its membership constituency (youth) and complying with state and local laws in their area.
4. Providing education, training, evaluations, recognition and other services as determined by NMAA.
5. Implementing NMAA programs.
6. Selecting/appointing and evaluating the performance of the Association Manager.
7. Approving use of membership records.

### **Section B. Eligibility**

A candidate for the board (elected or appointed) must be:

1. A representative identified as Activity Director, Athletic Director, bowling sport sponsor, bowling coach, bowling parent, bowling proprietor, previous high school bowler who has graduated high school, or active bowler over the age of 14 on the bowling team roster.
2. A maximum of one bowling center proprietor 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. Maximum of 1 youth.
4. In good standing with NMAA and NMHSBA throughout their term.
5. Elected or appointed without regard to race, color, religion, gender, disability, national origin, or age, other than the minimum age of 14, unless state laws mandate a specific age, and be reasonably representative of the membership. Any member of the board authorized to sign contracts or acting as a signatory on association accounts must be a minimum age of 18.
6. Not create a situation of more than two immediate family members on the board or more than three members considered to be associated to the same school.

Additional eligibility requirements, if any, will be developed by the Nominating Committee to be approved by the representatives, and board.

### **Section C. Election of Directors**

Directors are elected by a majority vote of the membership representatives at the annual meeting as noted in that section. A slate will be provided by the nominating committee.

Qualifications must be submitted to the Nominating Committee, in writing, at least seven days prior to the opening of the annual meeting in order to provide to representatives for review. Voting will be by ballot if there is more than one nominee for each position.

### **Section D. Term**

The term for directors is staggered (see below). The representatives and board determine the number of terms allowed.

#### **7 Directors:**

- 2 – three year term
- 3 – two year terms
- 2 – one year terms

As these terms expire, all subsequent terms are on a three year basis.

### **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, as per eligibility, 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 alleged, 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 to be determined by the board. An appeal may be filed with NMHSBA 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 in positions on the board are filled for the unexpired portion of each term as follows:
  - a. If elected by the representatives, director vacancies are filled by the president, subject to approval by the board.
  - b. The board fills vacancies in officer positions.

## **Article VI Officers**

### **Section A. President and Vice President**

The officers of this association shall include a president and vice president.

### **Section B. Election**

Officers are elected by a majority vote of the representatives, present and voting, from a slate provided by the Nominating Committee.

Qualifications must be submitted to the Nominating Committee, in writing, at least seven days 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 staggered term for elected officers is 3 years for President and 2 years for Vice President. Thereafter the term is 3 years for each. The representatives and board determine the number of terms allowed.

### **Section D. Authority and Duties**

#### **1. President**

- a. Presides at all meetings.
- b. Acts as spokesperson for the association.
- c. Appoints committees, except nominating, 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 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. Association Manager**

- a. Selected/hired by and accountable to the board. Salary to be determined by 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 *NMHSBA Association Policy and Procedures Manual*.

## **Article VII Annual Meeting**

### **Section A. Annual Meeting**

An Annual Meeting of association representatives shall be held at a time and place approved by the board of directors. Attendance is open to all members. Voting officers, directors, representatives/alternates must be at least 14 years of age, unless state laws mandate a specific age.

#### **The Association Invites All High Schools within Its Jurisdiction, As Follows:**

1. **Voice and Vote:** In addition to voting officers and directors, each school will be allowed 3 voting representatives, to include 2 adults and one active bowler on the school roster, 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 permitted in accordance with NMHSBA Policy and Procedures.

2. **Responsibilities:** Representatives shall adopt bylaws and changes.
3. **Meeting Notice:** Written notice of the meeting shall be forwarded to the board, and representatives, at least 15 days prior to the annual meeting.
4. **Special Meetings:** Special representative meetings may be called by the president or upon written request of at least two-thirds of the board members or at least two-thirds of the representatives.
5. **Quorum:** Number of representatives present must be equal to or greater than Fifty-percent + 1 of the number schools participating in previous season constitute a quorum. [For example: If there were 30 High Schools participating in the previous season, then there must be 16 ( $30 \cdot .5 + 1$ ) representatives present. This does not mean 16 representatives representing 16 different High Schools. It could be 6 High Schools, if 5 High Schools bring three representatives each and one brings one, or 8 High Schools who bring two reps each, etc] The representatives representing adult membership, Youth Representatives, and board determine the number.
6. **Action:** A majority vote of the representatives 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 requires a majority vote. Election of directors requires a majority vote in accordance with these bylaws. Absentee and proxy voting are permitted in accordance with NMHSBA Policy and Procedures.

### **Section A. Board Meeting**

The board shall meet at least twice annually. 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 15 days prior to the meeting.
2. **Quorum:** Five (5) board members constitute a quorum.
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 permitted in accordance with NMHSBA Policy and Procedures.
4. **Meeting Place:** Electronic means (email, web, etc.) are acceptable means of communication, including voting in accordance with NMHSBA Policies and Procedures.

### **Section B. 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:

(Each committee must consist of at least 3 members. A representative of the youth committee will sit on each of the other committees.)

1. **Nominating Committee:** The committee reviews candidates and prepares slates for board positions. The committee publicizes criteria and procedures for the elected positions.
2. **Financial Committee/Ways & Means Committee:** The committee is responsible for reviewing and monitoring the annual budget and other financial matters. They are also responsible for identifying and executing means of securing funds to operate.
3. **Tournament Committee:** Will be responsible for making a schedule for representatives, board members and officers to assist with both squads of all tournaments. They will also help plan and facilitate both the Senior Tournament and State Tournament in accordance with NMHSBA Policies and Procedures.
4. **Youth Committee:** A committee of current, active high school bowlers, who will come up with suggestions regarding the high school bowling program and present them to the board. Suggestions including but not limited to tournament formats, pins, dress code, etc.

#### **Section B. Other Committees**

The president may establish other committees, with board approval.

### **Article IX Amendments**

#### **Section A. Procedure**

Any member of the association may submit proposed amendments to these bylaws. The bylaws may be amended at first annual meeting by a two-thirds vote of the representatives, and board present and voting. The amendment must be:

1. Submitted in writing to the Association Manager or president.
2. Submitted at least 20 days prior to the meeting when the association is considering the proposal.
3. Forwarded by the association at least 15 days before the meeting to the board and representatives:

#### **Section B. Change in Dues**

1. Forward a notice to each representative and board member at least 15 days prior to the 1<sup>st</sup> annual meeting at which the proposed change is considered.
  - a. The notice must: 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 representative.

**Section C. Effective Date**

All amendments are effective July 1, following adoption, unless otherwise specified when adopted.

**Article X Fiscal Year**

The fiscal year of this association is July 1<sup>st</sup> through June 30th.

**Article XI 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.

By-Law changes to date:

**2010 update.**

Corrections due to clerical error:

Page 4 Article VI Officers, Section C. Was The term for elected officers is 3 years for President and 2 years for Vice President. Did not refer to starting as 2 and 3 year stagger.

Page 4 Article number incorrect. Was VI Officers. Is VII Annual Meeting.

Page 5 Article VII, B, 5 Quorum. Was Fifty-percent + 1 representatives constitute a quorum. The representatives representing adult membership, Youth Representatives, and board determine the number. Needed updated to clarify what this meant based on discussion at last Annual Meeting.

**Proposal: BL 10-01 Approved at 2010 Annual Meeting**

Overview:

Change board size from 7 to 9. Increase the directorship from 5 to 7.

Document sections affected originally stated:

By-Laws Article V Section A and C

Section A Board Composition, sentence 3:

Total number of directors is 5. The total number of board members is 7.

Section D TERM:

5 DIRECTORS

1-three year

2-two year

2-one-year