

Illinois Shuffleboard Association

By-Laws

[ratification/approval/acceptance]

January 4th, 2022

ARTICLE I - NAME

This association shall be known as the Illinois Shuffleboard Association (ILSA)

ARTICLE II - OBJECTIVES

The objectives of the Association shall be to promote interest and play in the game of shuffleboard; to encourage and assist in the formation and organization of new clubs throughout the state; to promote construction developments in playing equipment and the improvement of the rules of play; to arrange for and to direct State Championship Tournament Contest(s). It shall also exercise its vested duty and authority toward securing and maintaining a uniformity of observance among all of its affiliated clubs and members, to the full extent of the latest approved Official Rules of the Illinois Shuffleboard Association.

The Association is organized exclusively for purposes pursuant to section 501(c)(3) of the Internal Revenue Code.

ARTICLE III - POLICY

The policy of the Association shall be non-political, non-sectarian, and non-profit making.

ARTICLE IV - MEMBERSHIP

Any individual may join the Association by signing up on the Association's website and paying their annual dues. The Membership period shall be for one year from the date of payment.

ARTICLE V - MEETINGS

The Annual Meeting of the Association shall be held between January 1st and March 1st. The Officers of the Executive Board, named in Article IX, shall be elected at the annual meeting by the membership base. Each officer shall serve a term of one year, or until a successor has been elected and qualified.

The Officers of the Executive Board shall comprise the membership of meetings of the Association. Any member may attend any of the open meetings conducted by the Executive board, including the Annual Meeting. The Annual Meeting and any open meeting must have a two weeks notice to the general membership base. Dues for the year will be set by the Executive Board in the annual meeting.

ARTICLE VI - SPECIAL MEETINGS

A special meeting of the Association may be called at any time by the President of the Association or by the written request of a qualified voting majority of such body. The officers of the Association shall hold an Annual Meeting and regular and special meetings between the dates of the Annual Meeting as often as may be deemed to be necessary for the efficient functioning of the Association, in accordance with the Constitution and By-Laws of the Association, and for orderly and expeditious transaction of routine business.

ARTICLE VII - PLACE OF MEETING

Meetings shall be held at the association's principal place of business unless otherwise stated in the notice. Unless the articles of incorporation or bylaws provide otherwise, the executive board may permit any or all officers to participate in a regular or special meeting by, or conduct the meeting through the use of, any means of communication by which all officers participating may simultaneously hear each other during this meeting. An officer participating in a meeting by this means shall be deemed to be present in person at the meeting.

ARTICLE VIII - INFORMAL ACTION

Any action required to be taken, or which may be taken, at a meeting, may be taken without a meeting and without prior notice if a consent in writing, setting forth the action so taken, is signed by the executive board with respect to the subject matter of the vote.

ARTICLE IX - OFFICERS OF THE EXECUTIVE BOARD

The Association shall be managed by the Executive Board. The officers of the Association shall consist of the President, First and Second Vice Presidents, Secretary and Treasurer. The President may not serve concurrently as a Vice President. These offices shall be elected positions by duly qualified members of the Association as defined in Article IV. These officers shall be elected at the annual meeting. Each officer shall serve a one year term, or until a successor has been elected and qualified. There is also a non-elected position for President Emeritus. The officers are responsible for carrying out the Objectives and Policy of the Association.

ARTICLE X - OFFICIAL AND FISCAL YEAR

The official and fiscal year of the Association shall begin on January 1.

ARTICLE XI - QUORUMS

Quorum is four members of the Executive Board, and shall constitute a legal quorum for electing officers or for the transaction of business. In the absence of a quorum, a majority of the officers may adjourn the meeting to another time without further notice. If a quorum is represented at an adjourned meeting, any business may be transacted that might have been transacted at the meeting as originally scheduled. The officers present at a meeting represented by a quorum may continue to transact business until adjournment, even if the withdrawal of some officers results in representation of less than a quorum.

ARTICLE XII - PROCEDURES

Association meetings shall be conducted as open forums for members, moderated by the highest ranked officer present. Should the need arise, a simple majority of present executive officers may choose to change the format of the meeting to be governed by the By-Laws. Any issue not governed by the By-Laws shall be governed by Robert's Rules of Order.

ARTICLE XIII - REMOVAL OR VACANCY

The Executive Board shall have the power to remove an officer, agent or member of the organization. Any vacancy that occurs for any reason may be filled by the Executive Board.

ARTICLE XIV - COMMITTEES

To the extent permitted by law, the Board of Directors may appoint from its members a committee or committees, temporary or permanent, and designate the duties, powers and authorities of such committees.

ARTICLE XV - CORPORATE SEAL, EXECUTION OF INSTRUMENTS

The association shall not have a corporate seal. All instruments that are executed on behalf of the association which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the organization, including a release of mortgage or lien, may be executed by the President or any Vice President.

Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the Executive Board.

ARTICLE XVI - AMENDMENTS

The Constitution and By-Laws of the Association may be amended, altered, or rescinded by a 14 day notice and two-thirds majority vote of the qualified voting members of the Executive Board, including written and sealed absentee ballot votes delivered to the President.

ARTICLE XVII - INDEMNIFICATION

Any director, officer, or committee member who is involved in litigation by reason of his or her position as a director, officer, or committee member of this Association shall be indemnified and held harmless by the Association to the fullest extent authorized by law as it now exists or may subsequently be amended (but, in the case of any such amendment, only to the extent that such amendment permits the organization to provide broader indemnification rights).

ARTICLE XVIII - DISSOLUTION

The association may be dissolved only with authorization of its Executive Board given at a special meeting called for that purpose, and with the subsequent approval by no less than two-thirds (2/3) vote of the general membership. In the event of the dissolution of the association the assets shall be applied and distributed as follows:

All liabilities and obligations shall be paid, satisfied and discharged, or adequate provision shall be made therefore. Assets not held upon a condition requiring return, transfer, or conveyance to any other organization or individual shall be distributed, transferred, or conveyed, in trust or otherwise, to charitable and educational organization, organized under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, of a similar or like nature to this organization, as determined by the Executive Board.