



Palm Springs Desert Invitational Classic Inc. - Bylaws

- Original By-Laws Approved - January 24, 2006
- Updated and approved – March 18, 2008
- Updated and approved – December 8, 2009
- Updated and approved – January 19, 2012
- Updated and approved – March 4, 2015
- Updated and approved – March 23, 2016
- Updated and approved – May 18, 2016
- Updated and approved – March 18, 2023
- Updated and approved – February 10, 2024

Preamble

Robert's Rules of Order and USBC Tournament Rules will prevail. We also receive support from the International Gay Bowling Organization through our paid membership.

I. Purpose

The purpose of the Palm Springs Desert Invitational Classic Inc. will be to organize and present an annual bowling tournament to promote social welfare and the common good and general welfare of the people of our local community and specifically for the Lesbian, Gay, Bisexual, Transgender, Queer plus others (LGBTQ+) Community each year in the month of October.

II. Definition

The Palm Springs Desert Invitational Classic Inc. will be operated by a committee which shall consist of at least three (3) elected officers, who will serve as the Board of Directors of the Corporation and an undetermined number of appointed and volunteer members to include an Advisory Board.

A. The elected Officers shall be:

1. Director* - also known as the President/CEO
2. Assistant Director or Vice President
3. Secretary*
4. Treasurer* - also known as the CFO
5. Sergeant-At-Arms

** Required*

III. Election of Officers

The Director of the PSDIC Committee will be elected by the current Committee for the next year. The willingness to run for the position of Director will be announced by the candidate in the meeting held in September, prior to the current year's tournament. The vote for Director by the Committee will take place in the **September** meeting.

Nominations for the remaining officers will be accepted from the community bowling leagues and by the previous year's Committee and the vote for elected officer for PSDIC will take place during the first organizational meeting held no later than **February** of the current year. The new Director will inform the leagues by distributed flyer of the meeting place, date and time. Votes will be by paper ballot or via email when two or more nominees running for the same position.



IV. Amendments

Amendments to the bylaws shall be presented to the Bylaws Committee for the presentation to the Committee for voting and enforcement.

- A. The Bylaws Committee will prepare an amendment to the bylaws to all the Committee members in writing, by mail, e-mail or personal presentation.
- B. A time limit for consideration and discussion will be allowed, not longer than the second general meeting from time of disbursement.
- C. At the general meeting, a vote of two-thirds (2/3) majority of those present will be required to pass the amendment.
- D. It is the responsibility of the Bylaws Committee chair to give the secretary the official copy of the amendment to insert into the bylaws.
- E. The amendment will be effective the date it is approved by the Committee.

V. Succession

In the event an Officer/s has an inability to perform his/her duties and must step down, the Committee shall nominate and appoint a new Officer/s from within the Committee by simple majority of those present.

VI. Removal

Any Officer or Committee member can be removed for cause. Cause shall be determined by the Committee and can be introduced to the Committee by any member of the Committee. Cause and Removal can be determined and executed by at least three quarters (3/4) majority vote of the Committee present. Because of the importance and severity of Removal, the discussion and **"call to vote"** for removal must be mentioned in the agenda by mail, e-mail or telephone. This duty is assigned to the Director.

VII. Proxies/Voting

Proxies are not allowed at any time for voting on any matter within the Committee. Proxies will be allowed for the IGBO Rep who attends the Annual and Mid-Year meetings of the General Membership of IGBO (International Gay Bowling Organization) Voting will be done on all matters for the running of the annual tournament. Voting will be allowed in person at the general meeting or if the committee allows, votes can be done by e-mail.

VIII. Generalities

- A. The Committee is to meet at least once a month throughout the year beginning as soon as or no later than February after the close of the previous year's tournament.
- B. Funds to cover costs of the tournament and prize monies will be derived from those activities deemed appropriate by the Committee.
- C. Palm Springs Desert Invitational Classic Inc. will be a member of the International Gay Bowling Organization (IGBO)
- D. Paid tournament entries will be provided to the President of IGBO and to the Regional Director of the West Coast Pacific Nations Region (Region 9).



IX. Officers Duties

- A. Director/s is responsible for the total operation of the Committee, the tournament fundraisers, and any other items necessary for the performance of the Committee in general.
- B. Secretary/s is responsible for setting up the Committee meetings via Zoom, prepare the minutes of each general and special meeting and to read, answer and file any correspondence.
- C. Treasurer/s will receive and disburse funds into and from the accounts of the Committee and will be the primary contact person on all bank/financial accounts, including QuickBooks.
- D. Two officers of different capacities will be required to sign checks. E-checks are an exception, with check issuance and verification completed on the Deluxe website by another officer.
- E. Approval of disbursement of funds over \$250.00, that are not included in the budget approved by the committee, will require the approval of the Committee. Approval of disbursement of funds over \$250.00 that are included in the approved budget and expenses up to \$250.00 will require approval of the Officers.
- F. A report of funds movement will be reported to the Committee at each monthly meeting.
- G. Passwords for all committee accounts (including bank/financial, e-mail, etc.) will be changed annually following the election of officers and whenever an officer is added, removed, or replaced. Passwords will be shared only on a need-to-know basis to perform committee responsibilities and assigned duties.

X. Standing Committees

The Standing Committees for which the Director may appoint chairpersons as needed are:

- Bylaws
- Finance (Budget/Audit)
- Fundraising
- Tournament Statistician(s) - IGBOTS
- Registration/Volunteers
- Program/Advertising/Sponsorships
- Banquet/Catering
- Housing/Hospitality
- Awards/Trophies
- Web Site



Appendix Conflict of Interest Policy

Article I - Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II - Definitions

1. Interested Person

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization or with any entity or individual with which the transaction or arrangement or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the transaction or Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article III - Procedures

1. Duty to disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committee with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exist

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

Article III – Procedures (cont.)

3. Procedures for Addressing the Conflict of Interest

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during discussion of, and vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization’s best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member’s response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV - Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing boards or committee’s decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Article V - Compensation

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.
- d. All non-fixed payment compensation, if any, will be no more than \$200.00 (two hundred dollars), and MUST be approved by the governing board and committee.

Article VI - Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy.
- b. Has read and understands the policy.
- c. Has agreed to comply with the policy.
- d. Understands the Organization is charitable and in order to maintain its federal tax- exemption it must engage primarily in activities which accomplish one or more of its tax- exempt purposes.

Article VII - Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted.

The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII - Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.