

ACGM BY-LAWS

- Section 1. The name of this organization shall be Association of Charitable Games of Missouri, Also known as (ACGM)
- Section 2. The purpose of the ACGM shall be to promote the common business interest and general welfare of the bingo industry in the state of Missouri, to assist licensed bingo operators and suppliers, to improve the industry's service in advancing the public interest, and to improve conditions within the industry.
- Section 3. Classes of Members for voting and other purposes shall be: Fraternal, Veteran, Religious, Charitable or service organizations (as defined in Chapter 3 13 RSMO who are licensed to conduct the game of bingo in the State of Missouri.
- Corporate Sponsor:** Any distributor or manufacturer of bingo equipment and supplies or licensed hall provider. Corporate Sponsors may counsel or advise the board but do not have a vote on the board.
- Section 4. The President, Vice President, Secretary, and Treasurer shall comprise the Executive Committee and may conduct business of the ACGM between meetings of the Board as may be authorized by the Board.
- Section 5. Member's application for membership in the **ACGM** shall be made on forms provided by the ACGM and shall be signed by the Representative and shall agree to abide by the Articles of Incorporation and By-Laws of the ACGM.
- Section 6. Each organization shall appoint and certify to the secretary of the ACGM and official representative who shall represent, vote and act for the member in **predetermined affairs** of the ACGM. A member may change its official representative at will upon giving notice thereof to the secretary an alternate as its official representative. For purpose of these By-Laws, the term organization shall be the officially designated representative or the alternate.
- If an organization has an Auxiliary Associate and both parties hold a bingo license, both groups must pay a registration fee to belong to the ACGM and to register for the Convention. Both groups cannot register under one license.
- Section 7. Directors shall be members of the ACGM and shall be elected from the membership at each Annual Convention and shall serve a three-year term. During their third year they shall continue to serve until newly elected Directors are elected and qualified. Such number of Directors shall be elected at each annual meetings as is required to fill the seats of all Directors, whose terms on the Board have expired. Current Board Members may run for reelection.
- Section 8. The Board shall consist of no less than 7 members and no more than 13 members including the President, who only has a tie breaking, vote.
- Section 9. Following the election of Directors each year, the Directors shall organize themselves as a Board and elect from their own membership the following: President, Vice President, Secretary, and Treasurer. The term of each officer shall begin immediately after their election and continue until the close of the following year's convention.

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- Section 10. The Board shall hold (4) regular meetings and special meetings, as it deems necessary. Special meetings of the Board of Directors may be called at any time. The time and place must be sent to all Directors not less than ten (10) days and not more than twenty (20) days prior to such meeting.
- Section 11. All officers and members of the Board shall serve without remuneration. However, the board may approve reimbursement of actual expenses incurred by members of the board relating to the attendance of board meetings, MGC meetings and Mini Seminars.
- Section 12. In the event that any member of the ACGM whose official representative is serving on the Board of Directors of the ACGM shall terminate its membership with ACGM, the status of such official representative of such a member as a member of the Board of Directors shall automatically terminate.
- Section 13. Board members must be an active member of a charitable organization holding a current bingo operator's license in good standing with the Missouri Gaming Commission, as well as a member in good standing of the ACGM. Any Board member who misses two (2) unexcused meetings of the Board of Directors shall forfeit his/her position on the Board of Directors. **The President or Vice President shall note an excused absence.**
- Section 14. Vacancies on the Board that occur for any reason between Annual Conventions may be filled by a vote of the remaining Directors. Directors so elected shall serve only until the next Annual Convention when a new Director shall be elected for the un-expired term. The Interim Director may run for election to fulfill the term of that vacancy.
- Section 15. Duties of the Officers:
President: The president shall serve a one (1) year term, chair all board of directors meetings and the annual Convention, coordinate the work of the other officers and board members, exercise supervision over the affairs of the organization and oversee the work and activities of all committees, Including Membership, Education, Inquiry, and all others deemed necessary by the board.
Vice- President: The vice president shall serve a one (1) year term. Report to the President on all matters assigned to him by the president and Board and take over the duties of the President in his/her absence. **Chair the Membership and Education committees.**
Secretary: The secretary shall serve a term of one (1) year. Be responsible for maintaining the minutes, records and corporate papers of the association and for the distribution of accurate minutes to the board members. Notify Directors of board meetings, cause notices to be issued, Prepare letter to be sent with membership dues notices, and oversee the conduct of elections.
Treasurer: The Treasurer shall serve a one (1) year term. Be custodian of all funds and maintain accurate financial records. All funds shall be deposited in a recognized financial institution and disbursed as directed by the board of directors. Be responsible for preparing membership dues notices. Issues a quarterly report to the board and give an annual report to the membership on the financial status of the ACGM.

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Section 16. A majority of the members of the board shall constitute a quorum for the transaction of business at any board meeting.

The Directors may elect or appoint one (1) or more committees, which shall consist of two (2) or more Directors. The Directors may delegate to a committee or committees any and all their powers. Unless the Directors otherwise designate, committees shall conduct their affairs in the same manner as provided in those By-Laws for the Directors. The members of any committee shall remain in office at the pleasure of the Directors.

Section 17. The Board shall adopt the annual budget of the ACGM. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the ACGM, and such authority may be general or confined to special instances. No loans shall be contracted on behalf of the ACGM, and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to a specific instance.

Section 18. The President may appoint a person or persons subject to approval of the Board to act in behalf of the Board on administrative and legislative matters.

Section 19. There shall be an annual Convention of the ACGM, at such time, place and date designated by the Board. Notice of time and place of such meeting shall be sent to all members at least sixty days (60) prior to such meeting. Each member organization shall have one vote on each issue brought before the convention.

Section 20. The membership of any member may be terminated by two-thirds vote of the members of the Board present at any duly called meeting of the Board, provided however, that by a similar vote, the Board shall first find that such membership is prejudicial to the best interest of the ACGM. Such actions shall not be taken until the procedure outlined below has been followed.

Outlined Action:

Charges against a member must be proffered in a sworn statement by a member in good standing and filed with the Secretary. The secretary shall notify the accused member of such charges and also notify the **Inquiry Committee**. The accused member shall have the opportunity to refute the charges before the Inquiry Committee.

The Inquiry Committee shall inform the member of the nature of the charges filed against them and shall conduct a confidential investigation of the charges.

No recommendation shall be made until the member against whom the charges have been filed has been given the adequate opportunity to be heard by the Inquiry Committee.

When the Inquiry committee has decided on a recommendation it shall take such recommendation to the Board at the next meeting of the Board.

Termination of membership shall require a two-thirds vote of the members of the Board in attendance when the vote is taken. Such action shall not be taken until member has been given the opportunity to be heard by the board.

Upon termination of membership, the dues paid for the current year **shall not be returned**.

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- Section 21. Resignation of a member organization shall be in writing and addressed to the Secretary. The resignation of the member shall include the resignation of the official representative and of any alternate, or of any other person connected with the member.
- Section 22. Any member's obligation to the ACGM or its creditors shall be limited to any sum due or owing the ACGM by such member. The members, Directors, and officers of the ACGM shall not be personally liable for any debt, liability, or obligation of the ACGM. All persons, corporations, or other entities extending credit to, contracting with, or having any claim against the ACGM may look only to the funds and property of ACGM for the payment of any such contract or claim, or for the payment of any debt, damage judgment or decree, or of any money that may otherwise become due or payable to them from ACGM.
- Section 23. The interest of each member in the funds, investments, and other assets of the ACGM, the membership of which shall terminate for any reason except, through dissolution of the ACGM, shall immediately cease and desist, and any such member shall have no interest or right therein. The ACGM any funds remaining will be distributed to one (1) or more regularly organized and qualified charitable, education, fraternal, or philanthropic organizations to be selected by the Executive Committee.
- Section 24. All checks shall require two (2) Signatures; the officers with authority to sign checks shall be the President, Vice President and Treasurer and one active board Member who shall be named. The board may authorize the issue of a debit card to the following members: President, Vice President and Treasurer.
- Section 25. The fiscal year of ACGM shall be Jan. 01 – Dec. 31 of each year.
- Section 26. These By-Laws may be amended by a 2/3 vote of the majority of the delegate members present and voting at the annual convention.
- Section 27. Interpretation of the By-Laws is hereby vested in the board.
- Section 28. Any additions or deletions please make request in writing to Current ACGM President, Vice-President or Secretary.

Approved by the General Membership at the Annual Meeting on October 17, 2009

Lino Zamudio, Chairman of the By-laws

Harold Palmer, Co-Chairman

Thomas E. Murphy, President