

Bylaws of the
Association of Charitable Games of Missouri (ACGM)

Section 1. Name.

The name of this organization shall be **Association of Charitable Games of Missouri (ACGM)**.

Section 2. Purpose.

The purpose of 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 by advancing the public interest; and to improve conditions within the industry.

Section 3. Members.

Members shall be: Fraternal, Veteran, and Religious Charitable (or Service) Organizations (as defined in Chapter 3 13 RSMO) which are licensed to conduct the game of BINGO in the state of Missouri.

Section 4. Associate Membership.

If an Organization terminates its license while in good standing with Missouri Gaming Commission (MGC) a member of that Organization may become an Associate Member of ACGM by paying an annual membership fee of \$20. He/She becomes a non-voting member. An Associate Member may be elected to the Board of Directors and may become an officer of the Board.

Section 5. Application for ACGM Membership.

Application for membership in the ACGM shall be made on forms provided by ACGM. The organization's Bingo Chairman or other authorized Officer shall sign on behalf of the applicant organization agreeing to abide by the **Articles of Incorporation** and **Bylaws** of ACGM.

Section 6. Member Organization's Representative for Voting.

Each member organization (**Member**) shall appoint an official **Representative** who shall vote and act on behalf of the Member. A Member may change its official Representative upon giving notice thereof to the ACGM.

Section 7. Dual Organization Membership.

If an organization has an Auxiliary and both hold a BINGO license, then each organization must apply for separate membership in ACGM. If the MGC issues a license with two or more organizations named as a single licensee, then each licensed organization must apply for its own ACGM membership.

Section 8. Board of Directors.

1. Directors shall be elected from member organizations of ACGM.
2. Terms of office shall be for three years, and a Director may be a candidate for re-election to a new three-year term.
3. Director's terms shall be staggered, so approximately one-third of the terms expire each year.
4. The three-year term of office shall begin immediately following election.
5. The Board shall consist of no less than 7 nor more than 13 members.
6. Directors' elections shall be held at the Annual Convention.
7. If a director's position becomes vacant due to resignation, death, or removal from office, the President shall appoint a Representative to fill the unexpired term. Upon expiration of the appointed Director's term, he/she may file for re-election to the Board.
8. Board members must be an active member of a charitable organization holding a current BINGO operator's license in good standing with MGC and ACGM or an Associate Member.
9. Board Members are expected to attend all Board Meetings. Multiple absences can be grounds for removal from the Board. If a

Director is going to be absent, he/she should contact the President.

Section 9. Officers.

1. The officers of ACGM shall be: President, Vice President, Secretary, and Treasurer. The officers shall comprise the Executive Committee (EC) which may conduct the business of ACGM between meetings of the Board.
2. Following the election of Directors and at the close of the Annual Convention, the Directors shall reorganize itself and elect from its own membership the Officers for the coming year.
3. The term of each officer shall begin immediately after his/her election and continue until the close of the following year's Convention (Annual Meeting).
4. Officers may be reelected to their respective offices.
5. Duties of the Officers of the Board of Directors:
 - a. President – The President chairs all Board of Directors meetings and the Annual Convention; coordinates the work of the other officers and Board members; exercises supervision over the affairs of the organization; and oversees the work and activities of all committees. Ad Hoc Committees may be created for special purposes and are dissolved when the final report or action is completed. The President shall notify the Directors of Board Meetings. The President may appoint one or more individuals to be an Administrative and Legislative Liaison.
 - b. Vice President – The Vice President assumes the duties of the President in the his/her absence and reports to the President on all matters assigned to him/her by the President.
 - c. Secretary – The Secretary is responsible for maintaining the minutes and records of ACGM and for distributing accurate minutes to the Board and overseeing the conduct of elections.
 - d. Treasurer – The Treasurer is the custodian of ACGM funds and shall maintain accurate financial records. All funds shall be deposited in a recognized financial institution and disburse

payments as directed by the Board of Directors. The Treasurer shall issue a quarterly report to the Board and give an annual report to the membership on the financial status of ACGM. The Treasurer shall prepare and file the IRS Form 990 and files the Franchise Tax Form with the Secretary of State.

Section 10. Meetings.

1. The Board shall hold four (4) regular quarterly meetings.
2. Special meetings of the Board of Directors may be called at any time.
3. Directors shall be notified not less than ten (10) days before a special meeting.
4. Notification methods may be by phone call, email, text message, or US mail.
5. Meetings may be held by Zoom or other similar software application.

Section 11. Payment and Reimbursement.

All members of the Board shall serve without pay, except the Board may approve reimbursement of actual expenses incurred by Board members relating to attendance of Board meetings, MGC meetings, mini-seminars, and other ACGM related travel.

Section 12. Termination of ACGM Membership.

If a member organization fails to renew or otherwise loses its BINGO license, then ACGM membership is also void.

Section 13. Quorum.

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

Section 14. Authorization.

The Board of Directors may authorize the President of the Board to enter into any contract or execute and deliver any instrument in the name of and on behalf of 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.

Section 15. Convention.

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

Section 16. Signatures.

All ACGM checks shall require the signature of the President or the Treasurer. The Board may authorize a debit card for the President and Vice President.

Section 17. Fiscal Year.

The fiscal year of ACGM shall be from January 1st through December 31st of each year.

Section 18. Bylaws Amendments.

These Bylaws may be amended by a 2/3 vote of the majority of the members present and voting at the Annual Convention. Interpretation of the Bylaws is hereby vested in the Board.

Section 19. Dissolution of the Corporation.

Upon dissolution of the Corporation and after payment of or after provision has been made for the payment of all liabilities of the Corporation, the Board of Directors shall distribute all of the assets of the Corporation to such organization or organizations organized and operated exclusively for charitable, educational, or philanthropic purposes as shall at that time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law as the Board of Directors shall determine.

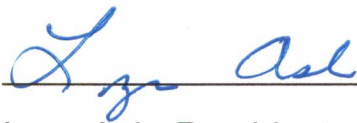
Approved by the Membership at the Annual Meeting on August 23, 2025.



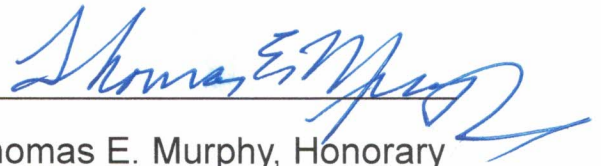
Lino Zamudio, Co-Chair



Gary Grigsby, Co-Chair



Lynn Ash, President



Thomas E. Murphy, Honorary