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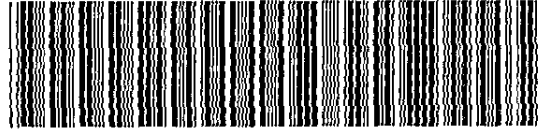
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05 AUG 23 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLA. 32301

8/24

ARTICLES OF DISSOLUTION

Pursuant to section 617.1403, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is Jacksonville Association of The Young American Bowling Alliance, Inc.

SECOND: Adoption of dissolution
(Complete Section I or II)

SECTION I

If the corporation has members entitled to vote:

The date of the meeting of members at which the resolution to dissolve was adopted was

February 20, 2005

(CHECK ONE)

☒ The number of votes cast for dissolution was sufficient for approval.

☐ The resolution was adopted by written consent and executed in accordance with 617.0701, Florida Statutes.

SECTION II

If the corporation has no members or members with voting rights:

The corporation has no members or members with voting rights.

The date of adoption of the resolution by the board of directors was _____

The number of directors in office was _____ and the vote for the resolution was _____ for and _____ against.

Signed this 16 day of August, 2005.

Signature

Kathleen F. Petersen
(By the Chairman or Vice Chairman of the Board, President or other officer)

Kathleen F. Petersen
Typed or printed name

Title

President

FILED
05 AUG 23 PM 2:51
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Officers of the Jacksonville Young American Bowling Alliance

President: Kathy Petersen
1122 Arbor Circle South
Orange Park, FL 32073
904-264-2701

1st VP: Frank Bell
7384 Irving Scott Drive
Jacksonville, FL 32209
904-768-8244

2ndVP: Michael Parenteau
10000 Gate Parkway North #1726
Jacksonville, FL 32246

Secretary/
Treasurer: Debbie Willis
802 Port Wine Lane
Jacksonville, FL 32256
904-220-3725

Sgt At Arms: Brenda Parenteau
10250 Colonial Ct. South
Jacksonville, FL 32225
904-641-6057

~~See highlighted motion~~

JACKSONVILLE YABA BOARD MEETING
FEBRUARY 20, 2005

The meeting was called to order @ 10:10 a.m. Those not present were: Allen Solomon, Brenda Parenteau, Pat Castle, Frank Bell, Linda Lowman, Anita Boldi, Jack Lowman, Chris Bonaventure Sr., Kathy Goldstein, Scott Padgett, Alison Hill, and Stacey Wilder. Guests included: Debbie Hollis, Topper, and Leilani Human.

Kathy stated that we would hold up on the officers reports and have Mike Parenteau give his Association Report as he has a family emergency and needs to go immediately.

Association Report: Mike P. stated copies of the tournament results are on table for everyone. Jack has the same copy that is on the website and it is not a full listing as it would not work out. Tournament ran well and thank you for all your help. Scores were high. The overall winner of the tournament with a scratch score of 1817 was Garrett Stewart from Jax Grove Park. Trophies have been ordered. Awards ceremony will be at Coaches Memorial on March 6 @ 10:00 a.m. Anyone who wants to help in setting up please get their by 9:00 a.m.

Make also gave the Challenge Report: It will be held at BowlAmerica Southside next Saturday on February 26, 2005—Check in at 1:00-1:45, bowl at 2:00 p.m.

Communications: Received a couple of e-mails informational from USBC answering questions regarding the transition. Received a letter of resignation from Anthony Pisani resigning his position from the board. Kathy stated in response to his resignation, I have appointed Shelley Helinsky to fill his position. I have also appointed Frank Bell to 1st Vice President for the remainder of this year.

Reading of the Minutes: Motion made by Doug Parsons to accept the minutes as written as everyone has a copy, seconded by Judy E. Motion passed.

Officers Reports:

Sgt at Arms: No report at this time, Brenda is absent.

Secretary/Treasurer: Debbie stated her books were audited by Judy, Audit Committee—she will report. I attended the transition meeting and there is a lot to do and will report on that later. I have all sanctions completed and out except what was received today. I am struggling with enough new cards and I have requested some more cards. All state entries have been signed off of as of now that I have been contacted to do. Anyone else please get with me today and I will sign off with you.

2nd Vice President: No report

1st Vice President: No Report

President's Report: I had a meeting with the Officers of the Board at my home and discussed what was learned from the transition team meeting and what had to be handled at today's meeting.

Debbie W. made a motion to accept officers reports, 2nd by Doug Parsons, motion passed.

Committee Reports: We have already had the Association Report. Audit Report: Judy E. audited the books and all was accurate and in balance. Awards: Report given by Debbie P. all awards are out per Linda. Debbie W. handed a package of this weeks awards to Debbie to give to Linda from Jax West, Cassat and Putnam. Kathy stated Linda said she was out of some awards and would get with Debbie W. to order more. Debbie has not heard from her at this time. Kathy will speak to her this week for an update. Mike H. asked if High Average Awards have been ordered, Debbie W. stated she had ordered them and checked and they will be ready for pick up when the city and Coaches Memorial awards are ready next week for pick up.

Bylaws & Legislation: No report

Hall of Fame: Debbie Parsons stated letters have been sent out to the inductees. D. J. is coordinating the speakers this year. Debbie P. announced at the GJBA Board meeting and they in turn decided to dedicate this years open tournament to the memory of all the bowlers who have passed away this year. They have asked Rachel Potts to throw out the first ball in honor of Ray and the Parson brothers to bowl in honor of David. New recommendations will be made a the annual board meeting for changes to the Hall of Fame.

JJBT: Kathy reported it was held yesterday at Mayport Lanes with 35 entries. 16 were in the Masters division and all winners were announced. The next tournament will be held at Archer Lanes on March 12, 2005.

Public Relations/Website: No report

Scholarship Tournament: Two people have graciously accepted to co-chair this tournament and they are Judy Heal and Debbie Parsons. Fliers have been printed and sent out and the sanction for the tournament has been sent in to Nationals. We will try to use the Youth Leader computer for the tournament as it has a tournament package on it already. Back to the flier, it states "space limited to 90 tournament.entries" Not true will take all we can get.

Special Tournament: Rickie reported the Youth Doubles was held on January 15, 2005, at Jax Lanes West, 88 different bowlers with 16 re-entries. Winners were announced. We also raffled off a ball and raised \$25.00 for Youth Leaders. I had a lot of help which made the tournament go smoother.

Training: No report

Youth Leaders: Vanessa reported that \$582.00 was raised to be donated to the Ray Potts Scholarship Fund at the city tournament through the Ways & Means Table, Ball raffle and Jaguar colored ribbons, all being sold. The next meeting will be today at Jax Lanes Grove Park.

Scholarship Trustees: Kathy reported that a meeting will take place prior to our annual meeting.

Doug P. motioned to accept Committee reports, seconded by D.J. Motion passed.

Before we go into the Old Business, Judy brought to our attention there is a correction to be made in the minutes. It states that if you are on the Transition Team you can not serve on the Nominating Committee, this is not true it is stated backwards. Correction: If you serve on the Nominating Committee, you can not serve on the Board for any Office.

Old Business:

Ray Potts Scholarship Fund: Kathy stated in December, Ray had given us \$250.00 for the Paul Kovac Scholarship Tournament, since we had decided to do something for Ray from the Board, I will entertain any motion from the floor on what we want to do. Debbie P. makes a motion that we give the \$250.00 donation back to the Ray Potts Scholarship Fund, seconded by D. J. Bethune. Debbie P. amended her motion that the Youth Leaders give the additional \$18.00 to total \$600.00 from the Youth Leaders and another \$250.00 from our Association. Motion passed. The presentation will be at the Coaches Memorial in two separate checks. Youth Leaders can make the determination on presentation on their behalf at their meeting today.

Kathy stated that we at the last meeting we voted to merge with the new Board forming with the Men and Women, however, we must vote to dissolve our existing association in order to send this information to the IRS. Debbie called the state and the IRS and have ordered the forms from the state to dissolve to corporation. As far as the IRS, we have to file a copy of the dissolution papers which we file with the state, and we have to have a resolution signed by the Officers and a copy of the minutes of the meeting where we voted to merge and where we voted to dissolve our corporation. If the new board was a board that was existing and no new tax ID # was being issued and we just joining them we would not have to go through all this.

But because this is a new corporation with a new tax ID # we have to go through all this. We do have in the minutes of the last meeting a vote to merge but none to dissolve the corporation. It can be in two separate meetings at two different times. We also have to include a disposition of our assets and the best way to do this is to use the ending fiscal year date for us that would be July 31, 2005. We have to list what we will do with our assets as of this date, a list of the name, address and phone numbers of all officers and send all this to the IRS in Cincinnati, Ohio.

Since we do not have a lot of assets, we do not have to have an attorney and this would be the best way to handle our dissolution. Doug Parsons made motion that the JAYABA be dissolved as of July 31, 2005, seconded by D.J. Bethune, no discussion, motion passed by unanimous vote. Kathy stated that the JAYABA will cease to exist as of July 31, 2005.

New Business:

USBC Logo and Colors

Judy Heal will present the new USBS logo and colors. The new name will be First Coast Bowling Congress and the colors are red and black. Logo and colors are still to be approved by USBC—the name has been approved. Judy has stated that all meetings have been attended by all 45 people and the meetings are going well and very positive. Everyone seems to be very pleased with the results of the meetings. Margaret Adams stated that she had heard nothing but positive things from other people not on the board or transition team about the meetings as well. The next transition team meeting is Saturday, March 12, 2005 at 1:00 p.m.

Delegates

Kathy stated that we have to vote for our delegates and Debbie spoke to Pat Pidgeon and they do not have the forms ready to mail yet and she does not know how many delegates we can have right now. So we will vote for 4 and if we can only have 3, then the fourth vote will be the first alternate along with 2 other alternates. So vote for a total of 6-top three are delegates and the next 3 are alternates. I open the floor up to nominations. Nominations are: Mike Helinsky, Rickie Petersen, Kathy Petersen, Debbie Parsons, Linda Lowman and Brenda Parenteau. Jack and Allen are both zone 1 directors and we do not want to nominate them. Tellers are Judy E and Margaret A. Result of the vote is as follows: Delegates are: Mike Helinsky, Kathy Petersen, Rickie Petersen, and the alternates are Brenda Parenteau, Linda and Debbie.

Debbie W. made a motion to certify and destroy the ballots, seconded by D.J., motion passed.

New Sanction Fees

The new USBC Board of Directors votes on the sanction fee for the new year with the recommendation from our Youth Committee. Debbie W. explained that presently we pay \$110.00 for sanction fee, of that \$8.50 goes to Nationals, \$2.50 goes to local association and nothing to state dues. We propose that we increase the \$12.00 for each sanction fee, using \$8.50 for the national fee, \$3.50 for local fee. We would no longer charge the 50 cents surcharge for each tournament entry that presently goes into the general account. We would get this by charging the extra in sanction fee from everyone in the association as they sanction because not everyone bowls in the tournaments and presently we only get the 50 cent surcharge from tournament bowlers. Mike H. motioned to increase the sanction fee to \$12.00, seconded by D. J. After a lengthy discussion, motion passed with 1 opposition.

Kathy stated that the bylaws that the transition board approved come directly from the transition manual. The new board of directors will be made up of 30 members, 5 of those members will be the Officers as follows: President, 1st VP, 2nd VP, 3rd VP and Sgt at Arms. The third VP will be chosen from our Youth Committee. They will have 20 directors from their annual meeting and our committee will vote on the 5 additional members to make up that board. They will also hire an association manager. They are required to have 3 standing committees and they are, 1 nominating committee, 1 youth committee and 1 finance committee. They already have a nominating committee in place and it is chaired by Susan Scott. If you want to run for any of the officers or one of the 20 director positions on the board you take this resume form we have here and fill it out and mail to Susan Scott by March 15, 2005.

USBC Committee Makeup

You all have been given a chart how the youth committee is to be made up. Today we have to decide how many we need to have to represent the Youth on our committee form each center. D.J. made a motion that we have 2 committee members from each bowling center, seconded by Mike H. After a lengthy decision, the second and the motion were rescinded. Debbie P. motioned that we would have 2 directors per center, 2 youth leaders, and an appointment at large to equal 30 members total on the youth committee. Jennifer seconded this motion. Margaret has asked if we were picking up St Augustine youth, Judy Heal stated we are not picking up any new centers at this time. Motion passed.

Kathy stated that at our April meeting we have to decide some things that we have to do for the next year. At the June 4th annual meeting for the new board, all directors and officer positions will be voted on and completed so the new members will have 2 months to get things in place for the new season beginning August 1, 2005. We will go ahead and vote for the 6 people that we will send to the USBC board. Debbie gave out another nominating resume that we will use to nominate who we want to represent us as the 3rd VP and 5 directors for the Youth Committee. What we need is to put the nominating committee in place and have a chairperson who these resumes can be mailed to and by what deadline. I think we should have the March 15, 2005 deadline also. The nominating committee members can not run for an office. The 5 directors that we vote on does not have to have 3 years experience but the 3rd VP does need to have 3 years experience. Shelley Helinsky has volunteered to be on the nominating committee, both Jennifer Stoetzer and Bess Lachowicz also volunteered. Kathy asked Shelley to chair this person, so mail these resumes to her at her address by March 15, 2005. We will vote on all nominations at our April meeting. At the annual meeting in July we will vote for our Chairperson, VP, Secretary and Sgt at Arms. All sanctions will go to the new Association Manager on the new board beginning August 1, 2005. The Youth Committee needs to decide what the quorum will be for their meetings. We have decided to have a 30 member committee and we need to decide what our quorum will be. Bill motioned that we have our quorum be 50% with a minimum of 13 members. Mike H seconded the motion. Motion passed.

Standing Policies & Procedures

Kathy states we need to appoint a committee to revise our standing policies and procedures to be presented at our April meeting. Is there anyone who would like to volunteer to chair this committee? Doug P. has volunteered to chair this committee and Kathy states he is to choose the youth and other members for this committee.

Annual Meeting

We need to move our annual meeting back to a July date as we have now voted to merge. We will by then have our dissolution in place as well as our bank accounts and everything will be finishing. We will keep our May meeting for our tournament changes, this helps so our annual meeting is not so long. It was decided to have a tournament meeting on May 15, 2005, at Jax Grove Park, and the annual meeting on July 24, 2005, at Jax Lanes West.

Assets

After this meeting we will need to go through the things we have stored in the room next door and list all assets. The people to handle this will be Jennifer S, Debbie P., Kathy P., Rickie P. and Debbie W. You must keep 7 years financial records and 5 years records only.

Additional USBC Info

Debbie W. also told our board that it was determined that our board will need to turn over to the new board 1 years operating expense. This number was decided by taking the number of bowlers we have and multiplying this by our new sanction fee of \$12.00. Our one years expense will be \$5,250.00 due August 1, 2005 to the new board. Each board has to give accordingly. All the monies we have earmarked for scholarship monies stays as such and the youth leader money stays as such, but all we have left is up to us to do whatever we feel we need to do. The only thing we need to keep in mind is we need to have all expenses paid by the June 4th meeting and then all that is left to come in and out of our bank accounts would be the summer sanctions. Kathy stated that at our annual meeting on July 24, 2005, we will have final numbers with which to do whatever we need to do. The transition team will find out at the next meeting who will process the summer sanctions and who will receive the sanction fees for these summer sanctions.

Debbie W. motioned to adjourn the meeting, Judy seconded, motion passed.

August 16, 2005

ASSET LISTING

Equipment: 1 Compaq Presario 2.7 GHZ
248 MBRAM
Windows XP
1 Link 802.11 B Router
2 Belk Fastcats Patch Red 7' Cables
1 Belk CBI USB A/B 6 ft
1 HP Laserjet 1012 Printer

Funds

\$2500.75 Youth Leaders Fund (to promote Youth Activities in bowling)

\$19345.51 Scholarship Funds Awarded to Youth Bowlers in Tournaments

\$6664.80 Jacksonville Junior Bowling Tournament Scholarship Funds

\$2968.36 Operating Fund