

Key Governance Documents



CONGRESSIONAL CHARTER

BOYS & GIRLS CLUBS OF AMERICA – INCORPORATION

(Public Law 84-988, S. 4184, approved August 6, 1956, as amended
by Public Law 102-199, H.R. 525, approved December 10, 1991)

AN ACT TO INCORPORATE THE BOYS & GIRLS CLUBS OF AMERICA

Be it enacted by the Senate and House of Representatives of the United States of America in Congress assembled, That: The following persons: Herbert Hoover, New York, New York; William E. Hall, New York, New York; Albert L. Cole, Pleasantville, New York; James A. Farley, New York, New York; Albert C. Wedemeyer, New York, New York; Matthew Woll, New York, New York; Jeremiah Milbank, New York, New York; Stanley Resor, New York, New York; James B. Carey, Washington, District of Columbia; J. Edgar Hoover, Washington, District of Columbia; Lewis L. Strauss, Washington, District of Columbia; General Robert E. Wood, Chicago, Illinois; Frederic Cameron Church, Boston, Massachusetts; H. Bruce Palmer, Newark, New Jersey; Edgar A. Guest, Detroit, Michigan; Nicholas H. Noyes, Indianapolis, Indiana; George A. Scott, San Diego, California; E. E. Fogelson, Dallas, Texas; Ernest Ingold, San Francisco, California; Jessie Draper, Atlanta, Georgia; Julius Epstein, Chicago, Illinois; and their successors, and Gerald W. Blakeley, Jr., Boston, Massachusetts; Roscoe C. Brown, Jr., Bronx, New York; Cees Bruynes, Stamford, Connecticut; Honorable Arnold I. Burns, New York, New York; John L. Burns, Greenwich, Connecticut; Hays Clark, Hobe Sound, Florida; Mrs. Albert L. Cole, Hobe Sound, Florida; Honorable Michael Curb, Burbank, California; Robert W. Fowler, Atlantic Beach, Florida; Thomas G. Garth, New York, New York; Moore Gates, Jr., Princeton, New Jersey; Ronald J. Gidwitz, Chicago, Illinois; John S. Griswold, Greenwich, Connecticut; Claude H. Grizzard, Atlanta, Georgia; George V. Grune, Pleasantville, New York; Peter L. Haynes, New York, New York; James S. Kemper, Northbrook, Illinois; Plato Malozemoff, New York, New York; Edmund O. Martin, Oklahoma City, Oklahoma; Donald E. McNicol, Esq., New York, New York; Jeremiah Milbank, New York, New York; C. W. Murchison III, Dallas, Texas; W. Clement Stone, Lake Forest, Illinois, and their successors; and are hereby created and declared to be a body corporate of the District of Columbia, where its legal domicile shall be, by the name of the Boys & Girls Clubs of America (hereinafter referred to as the corporation) and by such name shall be known and have perpetual succession and the powers, limitations, and restrictions herein contained.



Completion of Organization

- Section 1** A majority of the persons named in the first section of this Act are authorized to complete the organization of the corporation by the adoption of a constitution and bylaws, not inconsistent with this Act, and the doing of such other acts (including the selection of officers and employees in accordance with such constitution and bylaws) as may be necessary for such purpose.

Purposes of the Corporation

- Section 2** The purposes of the corporation shall be to promote the health, social, educational, vocational and character development of youth throughout the United States of America; to receive, invest and disburse funds and to hold property for the purposes of the corporation.

Corporate Powers

- Section 3** The corporation shall have the power:
1. to have succession by its corporate name;
 2. to sue and be sued, complain and defend in any court of competent jurisdiction;
 3. to adopt, use and alter a corporate seal;
 4. to choose such officers, managers, agents, and employees as the business of the corporation may require;
 5. to adopt, amend, and alter a constitution and bylaws, not inconsistent with the laws of the United States or any State in which the corporation is to operate, for the management of its property and the regulation of its affairs;
 6. to contract and be contracted with;
 7. to take by lease, gift, purchase, grant, devise, or bequest from any private corporation, association, partnership, firm or individual and to hold any property, real, personal or mixed, necessary or convenient for attaining the objects and carrying into effect the purposes of the corporation, subject, however, to applicable provisions of law of any State (A) governing the amount or kind of property which may be held by, or (B) otherwise limiting or controlling the ownership of property by a corporation operating in such State;
 8. to transfer, convey, lease, sublease, encumber and otherwise alienate real, personal or mixed property; and
 9. to borrow money for the purposes of the corporation, issue bonds therefore, and secure the same by mortgage, deed of trust, pledge, or otherwise, subject in every case to all applicable provisions of Federal and State laws.

Principal Office: Scope of Activities: District of Columbia Agent

- Section 4**
- (a) The principal office of the corporation shall be located in New York City, New York, or in such other place as may be later determined by the Board of Directors, but the activities of the corporation shall not be confined to that place, but may be conducted throughout the various states, territories, and possessions of the United States.
- (b) The corporation shall have in the District of Columbia at all times a designated agent authorized to accept service of process for the corporation; and notice to or service upon such agent, or mailed to the business address of such agent, shall be deemed notice to or service upon the corporation.

Membership

- Section 5**
- (a) Eligibility for membership in the corporation and the rights, privileges, and designation of classes of members shall, except as provided in this Act, be determined as the constitution and bylaws of the corporation may provide. Each member of the corporation shall have the right to one vote on each matter submitted to a vote at all meetings of the members of the corporation.
- (b) Each organization which is a member of the corporation as provided in the constitution thereof shall be entitled to all the benefits of incorporation under this Act, but such benefits shall cease immediately either upon its resignation from the corporation or in the event that its membership in the corporation is canceled or otherwise terminated by the board of directors, as provided in the constitution of the corporation.



Board of Directors: Composition, Responsibilities

Section 6

(a) Upon the enactment of this Act the membership of the initial board of directors of the corporation shall consist of the present members of the board of directors of the Boys Clubs of America, the corporation described in Sec. 16 of this Act, or such of them as may then be living and are qualified members of said board of directors, to wit: Hoyt Ammidon, New York, New York; Wendell W. Anderson, Detroit, Michigan; Sewell L. Avery, Chicago, Illinois; Richard E. Berlin, New York, New York; Arthur T. Burger, Boston, Massachusetts; Hendry S.M. Burns, New York, New York; John L. Burns, New York, New York; Peter Capra, New York, New York; James B. Carey, Washington, District of Columbia; Colby M. Chester, New York, New York; Frederic C. Church, Boston, Massachusetts; Albert L. Cole, Pleasantville, New York; Carle C. Conway, New York, New York; Donald K. David, New York, New York; Morse G. Dial, New York, New York; Robert W. Dowling, New York, New York; Kempton Dunn, New York, New York; Gilbert D. Eaton, Oakland, California; Julius Epstein, Chicago, Illinois; James A. Farley, New York, New York; Horace C. Flanigan, New York, New York; E.E. Fogelson, Dallas, Texas; Phillip G. Geiger, Pawtucket, Rhode Island; M. Preston Goodfellow, Washington, District of Columbia; J. Peter Grace, Jr., New York, New York; John S. Griswold, New York, New York; Powell C. Groner, Kansas City, Missouri; Edgar A. Guest, Detroit, Michigan; William Edwin Hall, New York, New York; Robert B. Heppenstall, Pittsburgh, Pennsylvania; William Edwin Hill, New York, New York; Allan Hoover, New York, New York; Herbert Hoover, New York, New York; J. Edgar Hoover, Washington, District of Columbia; Arthur Huck, New York, New York; Austin S. Iglehart, New York, New York; Ernest Ingold, San Francisco, California; Edward Ingraham, Bristol, Connecticut; Gordon Jeffrey, Toledo, Ohio; Frank R. Jelleff, Washington, District of Columbia; Grant Keehn, New York, New York; James S. Kemper, Chicago, Illinois; Major William G. Kiefer, Louisville, Kentucky; Philip Le Boutillier, New York, New York; Philip Le Boutillier, Jr., Toledo, Ohio; James A. Linen, New York, New York; John D. Lockton, New York, New York; Fred Looch, Milwaukee, Wisconsin; David I. McCahill, Pittsburgh, Pennsylvania; Charles P. McCormick, Baltimore, Maryland; Everett McCullough, Wichita Falls, Texas; Ira McGuire, Muncie, Indiana; Charles R. Messier, Newark, New Jersey; Jeremiah Milbank, New York, New York; Theodore G. Montague, New York, New York; W. R. Nicholson, Jr., Philadelphia, Pennsylvania; Nicholas H. Noyes, Indianapolis, Indiana; Harry L. Olden, Cincinnati, Ohio; Frank Pace, Jr., New York, New York; August K. Paeschke, Milwaukee, Wisconsin; H. Bruce Palmer, Newark, New Jersey; Richard S. Perkins, New York, New York; Samuel F. Pryor, New York, New York; Stanley Resor, New York, New York; Captain E.V. Rickenbacker, New York, New York; Victor F. Ridder, New York, New York; Frederic E. Schluter, Trenton, New Jersey; George A. Scott, San Diego, California; Irving J. Seher, Milwaukee, Wisconsin; Grant G. Simmons, New York, New York; P.C. Spencer, New York, New York; Clifford L. Strang, Tonawanda, New York; Edward K. Straus, New York, New York; Lewis L. Strauss, Washington, District of Columbia; Kenneth C. Towe, New York, New York; Maxwell M. Upson, New York, New York; Virgil P. Warren, Atlanta, Georgia; Albert C. Wedemeyer, New York, New York; Morgan D. Wheelock, New York, New York; J. Dugald White, New York, New York; Myron A. Wick, Jr., Stamford, Connecticut; Alfred G. Wilson, Detroit, Michigan; William S. Wilson, New York, New York; Matthew Woll, New York, New York; General Robert E. Wood, Chicago, Illinois; Gordon G. Wormal, Santa Barbara, California; E.A. Wright, Detroit, Michigan; Paul S. Young, Schenectady, New York; William Zeigler, Jr., New York, New York.

(b) Thereafter the board of directors of the corporation shall consist of such number as may be prescribed in the constitution of the corporation, and the members of such board shall be selected in such manner (including the filling of vacancies), and shall serve for such terms, as may be prescribed in the constitution and bylaws of the corporation.

(c) The board of directors shall be the managing body of the corporation and shall have powers, duties and responsibilities as may be prescribed in the constitution and bylaws of the corporation.



Officers: Election and Duties of Officers

- Section 7** (a) The officers of the corporation shall be a chairman of the board of directors, a President, one or more Vice Presidents (as may be prescribed in the constitution and bylaws of the corporation), a Secretary and a Treasurer, and one or more Assistant Secretaries and Assistant Treasurers as may be provided in the constitution and bylaws.
- (b) The officers of the corporation shall be elected in such manner and for such terms and with such duties as may be prescribed in the constitution and bylaws of the corporation.

Use of Income: Loans to Officers, Directors or Employees

- Section 8** (a) No part of the income or assets of the corporation shall inure to any of its members, directors or officers as such, or be distributed to any of them during the life of the corporation or upon its dissolution or final liquidation. Nothing in this subsection, however, shall be construed to prevent the payment of compensation to officers of the corporation in amounts approved by the board of directors of the corporation.
- (b) The corporation shall not make loans to its officers, directors or employees. Any director who votes for or assents to the making of a loan or advance to an officer, director or employee of the corporation, and any officer who participates in the making of such a loan or advance, shall be jointly and severally liable to the corporation for the amount of such loan until the repayment thereof.

Nonpolitical Nature of Corporation

- Section 9** The corporation, and its officers and directors as such, shall not contribute to or otherwise support or assist any political party or candidate for public office.

Liability for Acts of Officers and Agents

- Section 10** The corporation shall be liable for the acts of its officers and agents when acting within the scope of their authority.

Prohibition against Issuance of Stock or Payment of Dividends

- Section 11** The corporation shall have no power to issue any shares of stock or to declare or pay any dividends.

Books and Records: Inspection

- Section 12** The corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its members, board of directors, and committees having any authority under the board of directors; and it shall also keep at its principal office a record of the names and addresses of its members entitled to vote. All books and records of the corporation may be inspected by any member entitled to vote, or his agent or attorney, for any proper purpose, at any reasonable time.

Use of Assets on Dissolution or Liquidation Audit of Financial Transactions

- Section 13** (a) The financial transactions shall be audited annually by an independent certified public accountant in accordance with the principles and procedures applicable to commercial corporation transactions. The audit shall be conducted at the place or places where the accounts of the corporation are normally kept. All books, accounts, financial records, reports, files, and all other papers, things or property belonging to or in use by the corporation and necessary to facilitate the audit shall be made available to the person or persons conducting the audit; and full facilities for verifying transactions with the balances or securities held by depositories, fiscal agents, and custodians shall be afforded to such person or persons.
- (b) A report of such audit shall be made by the corporation to the Congress no later than March 1 of each year. The report shall set forth the scope of the audit and shall include a verification by the person or persons conducting the audit of statements of (1) assets or liabilities, (2) capital and surplus or deficit, (3) surplus or deficit analysis, (4) income and expense, and (5) sources and application of funds. Such report shall not be printed as a public document.



Use of Assets on Dissolution or Liquidation

Section 14 Upon dissolution or final liquidation of the corporation, after discharge or satisfaction of all outstanding obligations and liabilities, the remaining assets, if any, of the corporation shall be distributed in accordance with the determination of the board of directors of the corporation and in compliance with the constitution and bylaws of the corporation and all Federal and State laws applicable thereto.

Transfer of Assets

Section 15 The corporation may acquire the assets of the Boys' Clubs of America, a corporation organized under the laws of the Commonwealth of Massachusetts, upon discharging or satisfactorily providing for the payment and discharge of all of the liability of such corporation and upon complying with all laws of the Commonwealth of Massachusetts applicable thereto.

Reservation of Right to Amend or Repeal Charter

Section 16 The right to alter, amend or repeal this Act is expressly reserved.



BOYS & GIRLS CLUBS OF AMERICA CONSTITUTION

Successor to Boys' Clubs of America, Inc.
(As Amended and Restated through November 18, 2013)

PREAMBLE

The Boys & Girls Club Movement is a nationwide affiliation of local, autonomous Member Organizations and Boys & Girls Clubs of America working to help youth of all backgrounds.

Boys & Girls Clubs are recognized as leading advocates for youth who provide girls and boys with effective diverse programs and services; and demonstrate that caring adults can truly help young people grow into contributing human beings with the necessary skills for living.

Boys & Girls Clubs are united by a common mission to inspire and enable all youth, especially those who need us most, to become responsible, productive and caring citizens.

Boys & Girls Clubs believe that the following principles developed by our founders are important and viable: a mission of providing hope and opportunity for youth; a focus on youth from disadvantaged circumstances; a system of informal guidance; opportunities for youth to develop ongoing relationships with caring adults; a unique youth development philosophy; and a commitment to character development that also provides fun, diverse and interesting experiences for youth.

We therefore, reaffirm these beliefs and principles and adopt this Constitution.



Article I – Name

The name of the Corporation shall be BOYS & GIRLS CLUBS OF AMERICA.

Article II – Purposes

Section 1 The purposes of this nonprofit, charitable, educational Corporation shall be to promote the health, social, educational, vocational and character development of all youth throughout the United States of America; to receive, invest and disburse funds and to hold property for the purposes of the Corporation.

Section 2 These purposes shall be achieved by providing national leadership in the development of the Boys & Girls Clubs of America Movement; developing activities which will enable Member Organizations to render better service to their members; and providing assistance to communities in the establishment of new Clubs.

Article III – Board of Governors

Section 1 The business, property and affairs of the Corporation shall be managed by a board of directors who shall be known as the Board of Governors which shall have the power to establish policies not inconsistent with those established by the National Council; to initiate, approve and carry out plans and programs of service to Member Organizations; to elect Member Organizations; to charter new Clubs; to adopt the annual budget of the Corporation; to borrow money; to raise and disburse funds; to invest and reinvest funds of the Corporation; to sell, buy and exchange properties and securities of the Corporation; to make contracts; to appoint, or delegate the power to appoint, employees of the Corporation and fix their compensation; to appoint or delegate the power to appoint certain standing committees (in addition to the Executive Committee and the Board Governance Committee) at least a majority of the members of each of which shall be members of the Board of Governors; and to perform such other duties and exercise such other powers as may be necessary to carry out the purposes of the Corporation.

Section 2 The Board of Governors of the Corporation shall consist of at least twenty-one (21) members. The members of the Board of Governors shall be elected by the National Council, by a plurality vote at the annual meeting of the National Council and each shall serve a term of three years or until a successor is elected and qualified.

Section 3 The Board of Governors shall have power to fill vacancies in its own membership caused by any reason whatsoever until a successor or successors are elected by the National Council.

Section 4 The Board of Governors may establish Trustee groups of the Corporation to further the mission, goals and objectives of the Boys & Girls Club Movement. The Board of Governors shall elect a Chairman for each Trustee group.

Section 5 The Board of Governors shall have no control over the affairs of the Member Organizations, including, but not limited to, safety; compliance with federal, state, and local laws; physical facilities; finances; policies and programs; and personnel policies and decisions. The Board of Governors shall have no authority to hire, terminate, discipline, fix the compensation of, prescribe the duties of, or establish the terms of employment of the officers and employees of Member Organizations.



Article IV – Membership

- Section 1** The membership of the Corporation shall consist of Member Organizations which operate one or more Clubs in accordance with requirements for membership and operating standards established by the National Council of the Corporation and which have been elected to membership by the Board of Governors of the Corporation.
- Section 2** Any Member Organization may resign from the Corporation upon written notice addressed to the Secretary of the Corporation.
- Section 3** If any Member Organization does not meet the established requirements for membership or operating standards, upon written notice, the membership of such Member Organization or any Club within such Member Organization may be terminated, put on provisional status or otherwise conditioned. Decisions to terminate membership will be in the judgment of the Board of Governors of the Corporation, who can authorize the President to take such action on their behalf. Decisions to put on provisional status or otherwise condition membership will be in the judgment of the President of the Corporation.
- Section 4** Member Organizations shall have control of their own affairs, including but not limited to safety; compliance with federal, state and local laws; physical facilities; finances; policies and programs, and personnel policies and decisions. Member Organizations shall have sole authority to hire, to terminate, to discipline, to fix the compensation of, to prescribe the duties of and to establish the terms of employment of its employees and officers. Neither the Board of Governors of the Corporation nor the Corporation itself shall have authority with respect to employment policies or decisions of Member Organizations.

Article V – The National Council

- Section 1** The policies of the Corporation shall be determined by a National Council which shall also, as provided in this Constitution, establish requirements for membership in the Corporation; establish operating standards; elect members of the Board of Governors; determine annual membership dues to be paid by Member Organizations and act on all matters which may properly come before it.
- Section 2** The National Council shall consist of one (1) delegate or one (1) alternate designated annually by each Member Organization and the individuals provided for in Article V, Section 4 below, all of whom shall be deemed Members of the National Council.
- Section 3** Each Member Organization shall have the right to one vote either by its delegate or alternate, or by proxy on matters submitted to a vote at meetings of the National Council.
- Section 4** All members of the Board of Governors of the Corporation, Professional Officers, each professional member of the National Staff of the Corporation, and all Chairmen of Area Councils, as hereinafter established, shall be Members of the National Council during their respective terms of office and each shall be entitled to be present at any meeting of the National Council and to speak on any question but shall not be entitled to vote.
- Section 5** The National Council shall have no authority to hire, terminate, discipline, fix the compensation of, prescribe the duties of, or establish the terms of employment of the officers and employees of Member Organizations, or to otherwise establish personnel policies for Member Organizations.



Article VI – Meetings of the National Council

- Section 1** The annual meeting of the National Council shall be held at the time and place of the annual national conference of the Corporation, or at any other time and place as may be fixed by the Board of Governors of the Corporation. An itemized agenda of the business to come before the annual meeting shall be determined by the National Area Council Committee and the Chairman of National Council, as defined below in Section 5 and in Article X. At least sixty (60) days before the date of the annual meeting of the National Council, the Secretary of the Corporation shall send notice of the time and place of the meeting and submit an itemized agenda of the business to come before the meeting to each Member Organization and to the individual Members of the National Council. Items not on the agenda may be introduced for discussion at the annual meeting but will not be voted upon at such meeting.
- Meetings of members may be held either in person, by teleconference or by any other electronic means of participation that enables all persons participating in the meeting to hear each other and vote during the meeting. Participation by such means shall constitute presence in person at a meeting.
- Section 2** In case of failure by the Board of Governors to fix the time and place of the annual meeting of the National Council as herein provided, any twenty-five (25) Member Organizations may request that an annual meeting be called by the Board of Governors.
- Section 3** Special meetings of the National Council shall be held at the call of the Board of Governors or at the request of the National Area Council Committee through the Chairman of the National Council; provided notice shall be given by the Secretary of the Corporation of the time, place and purposes of such meeting to the members of the National Council at least thirty (30) days before the date of such meeting. No action, however, shall be taken at such meeting upon any matters other than those stated in such notice.
- Section 4** Twenty-five percent (25%) of the voting Members of the National Council present in person or by proxy shall constitute a quorum at any meeting of the National Council, but in the absence of a quorum, a majority of those voting Members present at the time and place set for a meeting may take an adjournment from time to time until a quorum is present. Proxy voting may be done prior to the meeting through submission by mail, facsimile, online voting or other electronic means.
- Section 5** The Chairman of the Board of Governors shall be Chairman of the National Council and in the event of the Chairman's absence; the Chairman-elect of the Board of Governors shall act as Chairman thereof. In the absence of both the Chairman of the Board of Governors and the Chairman-elect of the Board of Governors, any Vice Chairman of the Board of Governors shall act as Chairman of the National Council.
- Section 6** At all meetings of the National Council, all matters shall be determined by a majority vote of the Member Organizations present in person or by proxy, unless otherwise provided by this Constitution.



Article VII – Board Governance Committee

- Section 1** At each annual meeting of the National Council the Members of the National Council shall elect, or authorize the Chairman of the Board of Governors to appoint the members of a Board Governance Committee comprised of at least three (3) Members of the National Council, whose duty shall be to present to the National Council at its next annual meeting following such election, nominations for members of the Board of Governors.
- Section 2** Any Member of the National Council may nominate candidates for the Board of Governors of the Corporation. Such nominations shall be sent in writing to the Board Governance Committee at least one hundred and twenty (120) days prior to the annual meeting of the National Council.

Article VIII – Executive Committee

The Chairman of the Board of Governors may appoint an Executive Committee consisting of the officers of the Corporation and such members of the Board of Governors as the Chairman shall appoint. Said Committee shall have all the responsibility and powers and exercise all the authority of the Board of Governors in the management of the business of the Corporation during intervals between meetings of the Board of Governors. The members of the Executive Committee shall serve until their successors are elected or appointed, or until they are removed by the Board of Governors. The Chairman of the Board of Governors shall serve as Chairman of the Executive Committee.

Article IX – Officers

- Section 1** The Board of Governors shall elect from among the volunteers in its membership, a Chairman of the Board, a Chairman-elect, one or more Vice Chairmen, a Treasurer, a Secretary, and other such officers as it shall determine from time to time each for a term of one (1) year, with the exception of the Chairman who shall serve for a term of two (2) years, or until his or her respective successor is elected and shall qualify (the "Volunteer Officers").
- Section 2** The Board of Governors shall elect, a President of the Corporation, an Assistant Secretary of the Corporation and an Assistant Treasurer of the Corporation, each of whom will be, or upon such election become, a professional member of the National Staff of the Corporation, each for a term of one (1) year or until his or her respective successor is elected and shall qualify (collectively, the "Professional Officers").
- Section 3** The Board of Governors shall have the authority to fill any vacancy in any office described in this Article IX occurring by any reason whatsoever.
- Section 4** The Board of Governors shall fix the compensation of and prescribe the duties and terms of employment of the President of the Corporation and the President of the Corporation shall direct the compensation, duties and terms of the other Professional Officers and employees of the Corporation subject to, and in accordance with, the instructions of the Board of Governors.
- Section 5** The National Council or the Board of Governors may elect life or honorary governors, who shall attend such meetings of the Board of Governors as the Board of Governors shall from time to time determine; but none of such honorary members of the Board of Governors shall have or exercise any of the powers of the members of the Board of Governors of the Corporation.



Article X – Area Councils

- Section 1** The Board of Governors shall provide for the establishment of a National Area Council Committee which shall include at least three, but not more than six, representatives of Member Organizations acting as representatives from each of the regions of the Corporation, as well as up to four at-large representatives. The National Area Council Committee shall provide for the establishment of Area Councils and shall designate areas in which each Area Council shall function.
- Section 2** The membership of each Area Council shall consist of at least one volunteer member of the governing body of each Member Organization in the area of such Area Council and the Chief Professional Officer [*] of each such Member Organization.
[*] [Also known as "Chief Executive Officer"]
- Section 3** Area Councils shall be created to provide a liaison function between constituent Member Organizations and the Corporation, to provide a forum for constituent Member Organizations and for any purpose consistent with the purposes and policies of the Corporation; provided, however, that in promoting any of such purposes, no Area Council shall commit or subject the Corporation to any obligation without the Corporation's prior express written consent. Area Councils will receive information from Member Organizations for proposed agenda items at the National Council meeting. It will be the responsibility of each Area Council to discuss and decide whether the proposed agenda item should be submitted to the National Area Council Committee for consideration for the agenda of the National Council meeting. Each Member Organization shall appoint a member of its governing body to serve as a liaison for their Area Council; such member shall serve on the executive committee of their governing body, OR regularly update the executive committee of their governing body on the issues discussed at the Area Council.
- Section 4** The Area Councils shall have no authority to hire, terminate, discipline, fix the compensation of, prescribe the duties of, or establish the terms of employment of the officers and employees of Member Organizations within each Area Council's area, or to otherwise establish personnel policies for those Member Organizations.

Article XI – Membership Dues

In return for the privileges of membership, Member Organizations shall pay annual membership dues to the Corporation in such amounts and on such terms and conditions as the National Council may from time to time determine.

Article XII – By-Laws

The Board of Governors of the Corporation shall have the power to adopt by-laws regulating the affairs and prescribing the duties of the officers of the Corporation, which by-laws shall not be inconsistent with this Constitution.



Article XIII – Use of Assets on Dissolution and Use of Income

- Section 1** Upon the dissolution of the Corporation, the Board of Governors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) as the Board of Governors shall determine. Any of such assets not disposed of shall be disposed of by a court of competent jurisdiction, in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as the court shall determine which are organized and operated exclusively for such purposes.
- Section 2** No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its charitable purposes.

Article XIV – Indemnification

In accordance with and subject to the policies and procedures established by the Board of Governors, the Corporation shall, to the fullest extent permitted by the District of Columbia Nonprofit Corporation Code, indemnify, defend and hold harmless each member of the Board of Governors, officer, employee, or agent of the Corporation from and against any and all liabilities, costs and expenses (including attorneys' fees and expenses) reasonably incurred by him or her or on his or her behalf in connection with any legal action or proceeding to which he or she may be a party by reason of his or her being or having been a member of the Board of Governors, officer, employee or agent of the Corporation, or by reason of any action alleged to have been taken or omitted by him or her in such capacity. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any constitution, by-law, agreement, vote of disinterested member of the Board of Governors, or otherwise.

Article XV – Amendments

This Constitution may be amended upon the affirmative vote of two-thirds of the Member Organizations present in person or by proxy at any meeting of the National Council; provided, however, that a copy of each proposed amendment to be considered at any meeting of the National Council shall have been mailed to each Member Organization and each Member of the National Council at least sixty (60) days before the date of such meeting.



REQUIREMENTS FOR MEMBERSHIP

RIGHTS AND RESPONSIBILITIES

When an organization is accepted as a Member Organization of Boys & Girls Clubs of America, the following rights and privileges are conferred:

- The right to be identified with the Boys & Girls Club Movement
- The right to receive services from Boys & Girls Clubs of America
- The right to use the Boys & Girls Club name, logo and other intellectual property of Boys & Girls Clubs of America
- The right to participate in and vote at annual meetings of the National Council

Member Organizations assume the following obligations:

- To fully comply with all requirements adopted and approved by the National Council
- To act in accordance with the Constitution of Boys & Girls Clubs of America and any policies or procedures adopted by the National Council
- To maintain and advance public trust and reputation for their Member Organization

Boys & Girls Clubs of America, the national organization, assumes the following responsibilities to its Member Organizations:

- To uphold the articles and provisions of the Constitution, including membership requirements adopted and approved by the National Council
- To assist with the establishment of new Boys & Girls Clubs
- To provide services that further the purposes of the Boys & Girls Club Movement
- To maintain and advance public trust and the reputation of the Boys & Girls Club Movement



Any non-profit corporation or organization may be elected to membership by the Board of Governors of Boys & Girls Clubs of America (thereby becoming a "Member Organization") if it:

- Has as its purpose education, career development, character and leadership, health and wellness, the arts, and sports and recreation.
- Operates at least one Club Unit with all associated sites chartered (defined as a Unit, Extension or Community Impact Program) in compliance with the requirements set forth herein and the operating standards adopted and approved by the National Council; and
- Is led by a governing body whose members have been selected irrespective of race, ethnicity, gender, gender expression, sexual orientation, ability, religion, age or national origin.

Organizations may apply for an exemption from certain membership requirements. All Military-affiliated organizations must comply with the assigned branch of service rules and regulations.

1. SAFETY

1.0: Preamble

All Member Organizations must provide a safe environment for children, teens, staff, volunteers and any visitors in accordance with the requirements, as adopted and approved by the National Council.

1.1: Compliance with safety laws

Each Member Organization shall comply with applicable mandated reporting statutes and regulations and all applicable tribal, federal, state and local laws (including those pertaining to licensing, for licensed organizations) for the protection and safety of youth.

1.2: Performance of criminal background checks

Each Member Organization shall secure criminal background checks on all staff (including minors), board members and any individual serving on a board standing committee. In addition, all volunteers and third-party professionals who have direct, repetitive interaction with young people must have background checks. Such background checks shall be secured prior to employment, volunteer engagement or other affiliation and at least once every 12 months thereafter.

Name- or fingerprint-based record searches may be used in any combination but shall, at a minimum:

- a. Verify the person's identity and legal aliases through verification of a social security number;
- b. Provide a national Sex Offender Registry search;
- c. Provide a comprehensive criminal search that includes a national search; and
- d. Provide a comprehensive local criminal search that includes a statewide or county-level criminal search, depending on jurisdiction.

This membership requirement must also be shared with each Member Organization's background check provider.



1.3: Applying background check findings

In accordance with state and federal laws, all background check findings shall be considered by a Member Organization when making employment or volunteer decisions. Member Organizations are prohibited from hiring or engaging potential staff, board members or volunteers – or continuing to employ or engage current staff, board members or volunteers – who have direct, repetitive interaction with youth if such individual:

- a. Refuses to consent to a criminal background check;
- b. Makes a false statement in connection with such criminal background check;
- c. Is registered or required to be registered on a state or national sex offender registry;
- d. Has been convicted of a felony consisting of, but not limited to:
 - 1. Murder
 - 2. Child abuse
 - 3. Domestic violence
 - 4. Abduction or human trafficking
 - 5. A crime involving rape or sexual assault
 - 6. Arson
 - 7. Weapons
 - 8. Physical assault or battery
 - 9. Drug possession, drug use or distribution of drugs in the last five years; or
- e. Has been convicted of any misdemeanor or felony against children, including child pornography.

1.4: Applying reference checks

Every Member Organization shall conduct reference checks on any candidate for employment or volunteer with direct, repetitive interaction with young people. Every Member Organization must inquire with any potential candidate for employment or a potential volunteer as to previous Boys & Girls Club experience. Should candidates for employment or volunteer service in a role that has direct, repetitive interaction with young people have previous experience with a Boys & Girls Club, information on the candidate's eligibility for rehire/volunteering must be obtained from all previous Boys & Girls Clubs the candidate worked at prior to extending an offer for employment or volunteer service.

Additionally, all Member Organizations shall provide an accurate assessment of a potential candidate's eligibility for rehire/volunteering when asked by other Member Organizations.

1.5: Policies for the protection of youth

Every Member Organization shall have in place and follow policies and standards to protect youth that incorporate policies approved by the National Council and include but are not limited to:

- a. Child abuse prevention and response, including guidance on staff-to-child ratios and prohibition of private one-on-one interactions between youth and staff, volunteers and board members;
- b. Drug-and alcohol-free workplace;
- c. Facilities, including guidance on restroom usage;
- d. Screening and onboarding;
- e. Incident reporting and investigation;
- f. Emergency operations;
- g. Transportation; and
- h. Technology acceptable use, including prohibition of inappropriate technology-based interactions between youth and staff, volunteers, board members and other youth during and after Club hours.



1.6: Reporting of critical incidents

Each Member Organization shall immediately report any known allegation of abuse or any potential criminal matter to law enforcement or the appropriate authorities. In addition, each Member Organization shall report the following known critical incidents to BGCA within 24 hours:

- a. Any instance or allegation of child abuse, including physical, emotional or sexual abuse; sexual misconduct or exploitation (Club-related or not) against any child by a current employee or volunteer; or any Club-related instance by a former employee or volunteer.
- b. Any instance or allegation of child abuse, including physical, emotional or sexual abuse; or sexual misconduct or exploitation by a youth towards another youth at a Club site or during a Club-sponsored activity.
- c. Any child who might have been abducted or reported missing from a Club site or Club-sponsored activity.
- d. Any major medical emergency involving a child, staff member or volunteer at a Club site or during a Club-sponsored activity leading to extended hospitalization, permanent injury or death; or a mental health crisis with a child requiring outside care.
- e. Any instance or allegation of abuse, including physical, emotional or sexual abuse; sexual misconduct; harassment; or exploitation (Club-related or not) alleged against any staff member; or any Club-related instance or allegation of abuse, including physical, emotional or sexual abuse; sexual misconduct; harassment; or Club-related exploitation against a volunteer or visitor.
- f. Failure of an inspection by a childcare licensing agency or organization.
- g. Any instance or allegation of a felony-level criminal act committed at a Club site or during a Club-sponsored activity.
- h. Any misappropriation of organizational funds in the amount of \$10,000 or greater; or any amount of federal funds.
- i. Any criminal or civil legal action involving the organization, its employees or volunteers, as well as any changes in the status of an open organization-related legal action.
- j. Negative media attention that could compromise the reputation of the Member Organization or the Boys & Girls Club brand.
- k. Any other incident deemed critical by the Member Organization.

1.7: Safety Committee

The governing body of each Member Organization must establish and maintain a Safety Committee that is chaired by an active board member and leads the organization's Safety agenda.

The Committee shall:

- Meet at least three times each year
- Implement solutions to ensure the safety of all members, staff, volunteers and visitors
- Verify the organization's submission of an annual online safety assessment
- Review the results of all safety assessments to identify areas for improvement
- Review the organization's safety policies
- Submit Committee chair name and contact information annually to BGCA

1.8: Safety Committee annual assessment and review

The Safety Committee of each Member Organization's governing body shall conduct annual facility assessments, review safety policies and review the results of all safety assessments to identify safety needs and areas of improvement.



1.9: External organizational and site safety assessment

Each organization will undergo an annual organizational and site safety assessment, conducted by BGCA or its designee, with each Club site being assessed every 24 months against a defined set of child and Club safety standards.

This requirement will be reviewed in 2027 by a national committee, appointed by the President & CEO of Boys & Girls Clubs of America. Recommendations for revisions will be made to the National Area Council Committee and the Chair of the National Council for their review and any proposed changes will be presented to the National Council for consideration in 2028. This taskforce will be composed of local Club professionals, the Membership Governance & Compliance Advisory Committee, board members and external safety experts and supported by BGCA staff.

1.10: Safety training

Every Member Organization shall conduct and report through a BGCA-approved process the following training for all staff members and volunteers with direct, repetitive interaction with young people before providing services to young people, and annually thereafter:

1. BGCA-approved child abuse prevention,
2. BGCA-approved mandated reporting,
3. BGCA-approved grooming prevention,
4. The Member Organization's policies, including all safety policies.

1.11: CPR and first-aid training

Each Member Organization shall have at least one staff member or volunteer present at each site during all operating hours when youth are being served – or during any Club-sponsored offsite program activity/trip – who is either American Red Cross certified or fully trained through a qualifying comprehensive adult and infant/child CPR and first-aid training.

1.12: Display of safety collateral

Each Club site must prominently display BGCA-approved collateral that shares ethics hotline, crisis text-line and safety helpline information with members, staff, volunteers and families.

1.13: Sharing of safety policies with parents/guardians

Every Member Organization must make available its safety policies to parents and/or guardians upon receiving a minor youth membership application.

1.14: Club members and minors serving as Club employees or volunteers

Each Member Organization shall have in place and follow policies and procedures clearly defining the scope of how minors can serve as employees, volunteers or work-based learning participants in the Club and shall ensure that any such minors complete mandatory training before they begin working with other young people. Additionally, all Club staff who supervise minor employees, volunteers or work-based learning participants must complete mandatory training on such supervision.

1.15: Insurance

Every Member Organization shall maintain comprehensive General Liability and Sexual Misconduct insurance from a BGCA-reviewed carrier, each with a minimum policy limit of \$1 million per occurrence/\$3 million aggregate. Member Organizations agree Boys & Girls Clubs of America must be named as an additional insured with primary coverage under the General Liability and Sexual Misconduct policy and the certificate of insurance and declarations page must be filed with Boys & Girls Clubs of America annually. Organizations will have a third party review the sufficiency of coverage amounts every two years to reflect their size, location and range of services.

Every Member Organization shall maintain comprehensive Directors and Officers Liability insurance coverage and Employment Practices Liability insurance coverage, each with a minimum policy limit of \$1 million.



2. PEOPLE

2.0: Preamble

Every Member Organization must employ qualified staff and engage qualified volunteers committed to providing for the safety, health, education, development (including social, vocational and character development) and guidance of the members of the Clubs it operates, in accordance with the requirements, as adopted and approved by the National Council.

2.1: Compliance with employment laws

Every Member Organization shall comply with all applicable regulations, tribal, federal, state and local laws, including those around employment practices, benefits and licensing. Such compliance shall be reviewed by the local organization's governing body at least annually.

2.2: Employment of a Chief Executive Officer (CEO)

Every Member Organization shall employ a paid, full-time Chief Executive Officer (CEO). The CEO shall:

- a. Be responsible directly to the governing body of the Member Organization.
- b. Be responsible for executive and administrative control of the finances, operations and personnel of the Member Organization, in accordance with policies and procedures established by said governing body.
- c. Have the capability to effectively run the organization and demonstrate positive organizational performance, as established by said governing body.

All newly hired CEOs must begin active participation in and adherence to a comprehensive CEO onboarding process within the first seven days after the start date. The overall onboarding process will include a mandatory BGCA-facilitated New Executive Orientation program.

2.3: Staff-to-youth ratio for program operations

Every Member Organization shall establish supervision levels to not exceed a trained staff- or trained adult volunteer-to-youth ratio of 1:20 for program operations at each chartered site.

Staff may include trained minor employees, who must be under the direct supervision of an adult in the same program space.

Adult volunteers, who are to be counted as part of the ratio, shall be trained to the same level as staff, according to the organization's training policy.

2.4: Site supervision

Each chartered site shall provide for a designated supervisory position separate from the CEO that is responsible for site-level operations. This supervisor must complete a BGCA-facilitated training within the first six months of hire.

2.5: Written training and development plan for all employees

Every Member Organization shall have in place a documented training plan for all employees that includes orientation, onboarding and ongoing learning and development.

2.6: Orientation, onboarding & tracking volunteer participation

All volunteers who have direct, repetitive interaction with youth must complete a documented orientation/onboarding process. All volunteer participation must be tracked by Member Organizations (e.g., by tracking sign-in, program participation, sign-out, etc.).



2.7: Employee benefits

Each Member Organization shall provide the following plans to all eligible employees:

- I. Retirement Plan – Provide an Internal Revenue Service (IRS)-qualified retirement plan to all eligible employees as defined by the plan and provide either:
 - a. a nonelective employer contribution equal to at least 3% of eligible employee pay, or
 - b. a minimum matching employer contribution equal to 100% of employee contributions up to at least 3% of employee pay.
- II. Comprehensive Medical Insurance – Provide a comprehensive medical insurance plan available to all eligible employees and pay at least 50% of the cost for employee only coverage.
- III. Group Term Life Insurance – Provide a group term life insurance plan available to all eligible employees and pay at least 50% of the cost for employee only coverage.
- IV. Long Term Disability Insurance – Provide a long-term disability insurance plan available to all eligible employees and pay at least 50% of the cost for employee only coverage.

2.8: Employment policies for workplace behavior

Each Member Organization shall develop employment policies that provide the framework by which employees are expected to behave. The policies should include all areas of employment, including safety, training, recruitment, compensation, termination, benefits, employee relations and leaves of absence.

2.9: Employee compensation

Each Member Organization shall establish and maintain a comprehensive, non-discriminatory employee compensation program to pay wages and salaries that are competitive with other employers in the sector and within the relevant market.



3. GOVERNANCE

3.0: Preamble

All Member Organizations shall be governed by a constitution, by-laws and a Code of Ethics that are consistent with the requirements, as adopted and approved by the National Council.

3.1: Governing bodies

Every Member Organization shall operate one or more Clubs which meet the requirements for membership and operating standards and shall have a governing body (such as a Board of Directors, administrative committee, or otherwise-named entity) of no fewer than 7 members that provides for board-appointed committees as necessary to conduct organizational business. No more than two members of the Member Organization's governing body may be employees of the Member Organization or of the Club(s) it operates. The CEO of a Member Organization may serve as a voting member of the Member Organization's governing body but may not serve as the governing body's Chair. All members of a Member Organization's governing body shall participate in BGCA-provided or approved training on Board Roles and Responsibilities.

3.2: Fiduciary oversight of Member Organizations

The governing body of the Member Organization shall meet its fiduciary duty and responsibility to provide reasonable and effective oversight of the Member Organization's:

- Governance
- Hiring and performance management of the CEO
 - Operations
 - Personnel
- Fiscal management
- Adoption of policy and procedures
- Planning and strategy
- Ensuring public trust

Demonstrating positive organizational performance as established by said governing body.

3.3: Naming convention

All newly chartered Member Organizations must have as the first words in their organization name "Boys & Girls Club(s) of..."

Organizational name changes must be approved by BGCA.

3.4: Code of ethics

All members of a Member Organization's staff and governing body must annually sign, execute and/or acknowledge the Member Organization's Code of Ethics, which must address at a minimum: conflicts of interest, records retention, and whistleblower protection.



4. FINANCIAL SUSTAINABILITY

4.0: Preamble

Member Organizations shall ensure effective oversight and management of their funds, in accordance with the requirements as adopted and approved by the National Council.

4.1: Policies, procedures and controls

Each Member Organization shall adopt, implement, and adhere to board-approved financial and accounting policies, procedures and controls, including appropriate segregation of duties, that comply with Generally Accepted Accounting Principles (GAAP). Such policies shall address key financial areas, including, but not limited to:

- a. Roles and responsibilities for both staff and board;
- b. Receipt of cash, checks, and other methods of payment;
- c. Credit card usage and oversight (including CEO);
- d. Check signing processes and bank reconciliation;
- e. Employee reimbursements;
- f. Debt and use/repayment of line of credit;
- g. Gift acceptance, including in-kind;
- h. Accounting for restricted donations; and
- i. Chart of accounts and general ledger.

These policies shall be reviewed annually with any recommended amendments or additions being approved by each Member Organization's board of directors.

4.2: Financial audit

Each Member Organization shall cause an audit to be made and reported on by an independent certified public accountant and cause a copy of such audit and SAS 115 letter, if issued, thereof to be sent to BGCA within nine months of the close of its fiscal year. A board-ratified plan of action must be submitted to BGCA in the event the organization is deemed, by their local auditor, to have a "Material Weakness" and/or a "Significant Deficiency" in any given fiscal year. Member Organizations with annual revenues totaling less than \$250,000 may submit a review of financial statements by an independent certified public accountant in lieu of such audit. As well, a current IRS Form 990 and all related correspondence shall be submitted to BGCA within three months of completion and in accordance with IRS deadlines, inclusive of any applicable extensions.

4.3: Cash reserve policy

Each Member Organization shall have a board-adopted cash reserve policy in place.

4.4: State and federal debt

No Member Organization shall have unresolved state or federal debt without a formal and agreed-upon workout plan, in writing and provided to BGCA, with the appropriate government agency.



5. OPERATIONS

5.0: Preamble

Each Member Organization shall operate in a safe, appropriate and compliant manner. Additionally, the Member Organization shall be easily identified as a Boys & Girls Club (where allowed) in accordance with the requirements, as adopted and approved by the National Council.

5.1: Compliance with building codes, regulations and occupancy laws

Each Member Organization shall comply with all applicable tribal, federal, state and local laws, including those around building codes, local/state transportation requirements, regulations and occupancy requirements.

5.2: Logo usage

Each operating site of all Member Organizations must display the current Boys & Girls Club logo/service mark on the outside of buildings (where allowed) and on all appropriate printed matter and digital platforms, and must comply with approved graphic standards.

(Revision effective January 1, 2025)

5.3: Site operations

All Member Organizations and operating sites/branches (including Units, Extensions, and Community Impact Programs) shall have a Clubhouse or separate Club quarters that can be identified as a Club for its members. Use by any others shall not substantially limit the use of rooms, facilities and equipment by the members during Club hours or in designated areas.

Each of these sites must be registered and chartered through BGCA, and must meet the requirements below, as adopted and approved by the National Council. Additionally, each operating site must have a minimum of two adults, one of whom is a paid Club professional, present and involved with programs during operating hours.

All forms of youth outreach not requiring the use of a chartered site – including but not limited to Mobile Programs, Virtual Programming and Offsite Activities – must be operated in accordance with all applicable organizational policies and membership requirements. Each Member Organization shall report activities and attendance as part of the organization's annual reporting process.

Units shall be open and make activities available at least ten months per year, five days per week, and four hours per day. Each unit must maintain annual membership of at least 100 members.

Extensions shall be open and make activities available at least eight months per year, three days per week, and 3 hours per day. A waiver for minimum hours per day may be considered as part of a partnership with local school entities. Each extension must maintain annual membership of at least 50 members.

Each site operating at the Community Impact Program level must be open and make available activities to its members at a consistent location during the calendar year but does not have to meet the extent of operations of an extension. Programs must be conducted in accordance with all other organizational operating standards.

Each Military-Affiliated Outreach program shall be open and make available activities at least nine months per year and 3 hours per day for at least 3 days per week. Each Military-Affiliated Outreach program must maintain annual membership of at least 20 members. Programs must be conducted in compliance with the applicable branch of service operating policies and procedures.

Each site operating at the Residential Program or Camp level shall provide service in accordance with all state and federal regulations and, where applicable, Tribal regulations and laws regarding residential care and facility management. This includes all relevant certifications and licenses.

Sports Programs and Leagues are defined as those operated or governed by a chartered Boys & Girls Club organization and any operating sites that offer instructive or competitive sports programs, including those in partnership with other entities. Sports Programs and Leagues must be operated in accordance with all organizational requirements and policies, including:

- Sports Programs and Leagues must be supervised by a staff member of the local organization who shall have the responsibility for the management and operation for the league(s).



- All practices and games must be conducted with at least two adult volunteers in attendance at all times.

Mobile Programs are defined as self-contained program operations that repetitively move between planned locations to provide quality programs and services to various groups of youth.

Virtual Programming includes any live, synchronous program activities facilitated by the organization that exclusively interface with youth through technology. This includes but is not limited to virtual schools or academies and virtual Clubhouses.

Offsite Activities are defined as organizational activities that are conducted offsite for youth and are not operated by a chartered site.

5.4: Record keeping

All Member Organizations shall keep accurate records of the youth served by the Clubs it operates, their activities, programs and attendance. Annual membership information must be collected on all youth/teens participating in the program.

5.5: Commitment to quality programming

Each Member Organization shall execute all programs and activities with a high level of quality and shall demonstrate a commitment to Continuous Quality Improvement, demonstrated by completion of an annual, site-level program quality assessment.

5.6: Annual improvement planning

Each Member Organization shall conduct an organizational assessment utilizing a continuous quality improvement assessment process and, in conjunction with BGCA staff, shall develop a board-approved annual improvement plan.

5.7: Non-sectarian and non-political programming

Member Organizations shall not instruct on or promote any sectarian or partisan political belief.

5.8: Membership dues and fees

Any Member Organizations that collect Membership Dues and Fees from its members shall ensure all dues and fees are within the means of its members and shall not be so large as to exclude any individual from membership and participation.

5.9: Submission of annual report to BGCA

Each Member Organization shall submit to BGCA an annual report of its organization, membership, activities, attendance and finances. In such annual report, the Member Organization's CEO and governing body chair shall confirm compliance with the requirements for membership as adopted and approved by the National Council.

5.10: Electronic communications

Each Member Organization shall maintain the ability to communicate electronically with Boys & Girls Clubs of America.

Additionally, each Member Organization shall have in place a data management system(s) capable of electronic submission of Membership and Organizational data, excluding donor information and financial data, contained consistent with data found in the Boys & Girls Clubs of America Annual Report. Data will be sent from each Member Organization to Boys & Girls Clubs of America on a regular basis and will not contain personally identifiable information.

The data management system(s) chosen by each Member Organization must meet the Boys & Girls Clubs of America's system integration requirements for electronic data submission.



5.11: Payment of membership dues to BGCA

Each Member Organization shall pay membership dues annually to Boys & Girls Clubs of America based on its total operating expenses of the previous year, as determined and approved by the National Council. Dues are payable in full by October 1, and the amount of dues is determined by the formula listed below (see: Boys & Girls Club Dues Structure).

Member Organizations shall pay any fees for special services that are unusual and over and above those normally expected to result from the payment of dues, established by the President of Boys & Girls Clubs of America with the approval of the Board of Governors.

Membership Dues

Club Operating Expenses	Rate Of Dues Payable
\$99,999 or less	1.25 percent of the total amount
\$100,000-\$199,999	\$1,500 plus 1 percent of the excess over \$100,000
\$200,000-\$499,999	\$2,500 plus .5 percent of the excess over \$200,000
\$500,000-\$999,999	\$4,000 plus .25 percent of the excess over \$500,000
\$1,000,000 – \$4,999,999	\$6,000 plus .25 percent of the excess over \$1,000,000
Over \$5,000,000	\$15,000 plus .25 percent of the excess over \$5,000,000

5.12: Service areas

All Member Organizations shall adhere to clearly defined service areas and naming of organizations and sites. Agreed-upon boundaries are to be established collaboratively with other impacted Member Organizations, with final approval by BGCA.



Exemptions for Tribal Organizations	
1.5	Policies for the protection of youth
1.15	Insurance
2.7	Employee benefits
3.1	Governing bodies
3.2	Fiduciary oversight of Member Organizations
4.2	Financial audit
4.3	Cash reserve policy
4.4	State and federal debt

Exemptions for Military Organizations	
Military organizations are exempt from these requirements and will abide by regulations set forth by the Department of Defense or the assigned branch of service rules and regulations which meet or exceed Boys & Girls Clubs of America's Membership Requirements.	
1.0	Preamble
1.1	Compliance with safety laws
1.2	Performance of criminal background checks
1.3	Applying background check findings
1.4	Applying reference checks
1.5	Policies for the protection of youth
1.6	Reporting of critical incidents
1.7	Safety Committee
1.8	Safety Committee annual assessment and review
1.9	External organizational and site safety assessment
1.10	Safety Training
1.11	CPR and first-aid training
1.12	Display of safety collateral
1.14	Club members and minors serving as Club employees or volunteers
1.15	Insurance
2.2	Employment of a Chief Executive Officer (CEO)
2.3	Staff-to-youth ratio for program operations
2.4	Site supervision
2.5	Written training and development plan for all employees
2.6	Orientation, onboarding & tracking volunteer participation
2.7	Employee benefits
2.9	Employee compensation
3.1	Governing bodies
3.2	Fiduciary oversight of Member Organizations
4.0	Preamble
4.1	Policies, procedures and controls
4.2	Financial audit
4.3	Cash reserve policy
4.4	State and federal debt
5.3	Site operations
5.6	Annual improvement planning
5.8	Membership dues and fees
5.9	Submission of annual report to BGCA
5.11	Payment of membership dues to BGCA
5.12	Service Areas

Exemptions apply for certain partners (e.g., The Salvation Army, Tribal Nations, etc.)	
5.7	Non-sectarian and non-political programming

