

This Sunday, at 12:30 pm, before the regularly schedule Sunday game, a special meeting will be held, for the review and approval of several **recommended Bylaw changes**. Barbara Harrid led the committee that reviewed the Bylaws. The changes are needed to update the Bylaws due to ACBL Disciplinary rule changes and the need to adjust our structure due the declining club membership. There are additional items that just need clarification or correction.

We need 20% of the club membership in attendance for a quorum. To encourage you to attend, **we will also have an Ice Cream Social**. We will also **present the Mini-McKenney awards** for most Master Points won in designated levels.

The recommended Bylaw changes are attached.

I hope to see you there.

Ashley Erwin, Unit 159 president



See following changes to Bylaws

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AMERICAN CONTRACT BRIDGE LEAGUE
Bylaws of
International City Unit 159

ARTICLE I
DESIGNATION

Section 1 The name of the nonprofit organization shall be the International City Unit No.159, El Paso, Texas, hereinafter called the Unit, of the American Contract Bridge League, hereinafter called the League.

Section 2 The Unit is a subsidiary of the League; recognizes the League as the parent organization having authority and control over tournament bridge in the United States; exists under the sanction of the League and functions within the constitution, Bylaws and regulations of the League.

ARTICLE II
UNIT FUNCTIONS AND OBJECTIVES

Section 1 To promote and stimulate interest in competitive contract bridge.

Section 2 To expand and increase Unit membership by active efforts to interest new players and enroll new members.

~~Section 3 To consider and pass upon reports of dishonest, unethical or improper conduct of participants in tournaments and other bridge activities, and to expel, suspend or otherwise discipline members guilty of such conduct.~~

Section 3 To establish and maintain contact with neighboring units in furtherance of cooperation on matters of mutual interest and activities.

Section 4 To cooperate with District 17 in the conduct of bridge activities within the Unit and the District.

Section 5 To cooperate with and assist the League in the promotion of bridge tournaments.

Section 6 To prescribe rules of eligibility for participation in tournaments conducted under Unit auspices.

Section 7 To exercise the Unit vote in the election of members to the National Board of Directors of the League, and in the election of a member of ~~Unit 159~~ **at large** to the District 17 Board of Directors.

Section 8 To promote the development and organization of affiliated clubs within the jurisdiction of the Unit.

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Section 9 To exercise general supervision over each affiliated club operating within the jurisdiction of the Unit to ensure the observance and enforcement of the League regulations and policies.

Section 10 To fulfill its responsibilities as prescribed in League rules and regulations with regard to applications for affiliated club franchises or renewals of existing franchises.

Section 11 To conduct such other activities as may be in keeping with the accomplishment of these functions and objections.

ARTICLE III UNIT JURISDICTION

Section 1 The geographical area in which the Unit may operate shall be that which is assigned in the Unit Charter by the Board of directors of ACBL, to wit: El Paso, Hudspeth, Culberson, Jeff Davis and Presidio counties in the State of Texas.

ARTICLE IV MEMBERSHIP

Section 1 Any person of good moral character residing within the area of jurisdiction assigned to the Unit is eligible for membership and upon application favorably acted upon by the League shall become a member.

Section 2 The filing of an application shall bind the applicant to full compliance with these Bylaws and the Handbook of Rules and Regulations of the American Contract Bridge League.

Section 3 A member shall enjoy and possess all rights of membership equally with all other members.

Section 4 Unless otherwise approved by the League, an ACBL member must reside within the geographical jurisdiction of the Unit in order to be a member thereof.

Section 5 A member remains in good standing unless:

- a. He has failed to pay his dues within the time prescribed by the League, or
- b. His status is changed as a result of disciplinary action. ~~under Article VII, Section 8, Subsection f, of these Bylaws.~~

ARTICLE V DUES

Section 1 Annual dues shall be prescribed by the League, payable at such times as specified by the League.

Section 2 The Board of Directors shall have no power to levy any special assessment.

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ARTICLE VI MEMBERSHIP MEETINGS

Section 1 The annual meeting of the members shall be held during the month of October.

Section 2 The Board of Directors shall fix the time and place of the annual meeting and shall give written or e-mail notice of such meeting to all members at least ~~thirty (30)~~ **twenty-one (21)** days prior to the meeting.

Section 3 Special meetings of the members may be called at any time by the President, with the consent of the Board of Directors, or upon petition signed by at least twenty (20) percent of the members. The President shall provide written notice **or email** of such meeting to the membership within ~~45~~ **30** days of such petition. The meeting shall be held no fewer than 10 days nor more than 20 days from the announcement of a special meeting. The notice of any special meeting shall contain an agenda of the matters to be taken up at such meeting, and a brief description of the substantive matters to be presented. Only those matters specifically provided for in the agenda shall be considered at a special meeting of the members.

Section 4 A quorum for the transaction of business at any annual or special meeting shall consist of twenty (20) percent of the members. Voting by proxy is prohibited.

ARTICLE VII UNIT BOARD OF DIRECTORS

Section 1 General

The affairs of the Unit shall be managed and conducted by the Board of Directors which shall consist of ~~eight (8)~~ **six (6)** persons, all of whom must be members **in good standing** of the Unit.

Section 2 Term of Office

a. The normal term of office for directors shall be for two (2) years with four **(3)** directors being elected each year. No members shall be eligible to be elected to the Board of Directors for more than two (2) consecutive terms.

b. Directors shall take office at a meeting of the new board to be held as early as possible in December following the election and immediately following the final meeting of the old board for completion of action on old business.

Section 3 Nominations.

a. The Board of Directors, at least sixty (60) days prior to the annual membership meeting, shall select an **Election Nominating Chair**. ~~Committee composed of four (4) persons, a majority of whom shall not be members of the current Board of Directors. Said election committee shall prepare a slate of nominees to be placed in~~

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nomination by the chair of the ~~board~~ **Nominating Committee** at the annual meeting of the members.

b. The ~~Election~~ **Nominating Chair Committee** shall select for nomination to the board only those eligible members who are (1) willing and able to serve on the board and (2) willing and able to serve actively as chair of one or more of the standing committees set forth in Article XII of the Unit Bylaws.

c. The ~~Election~~ **Nominating Chair** Committee shall use reasonable measures such as announcements at unit and other franchised games, bulletin board notices, ~~newsletter publication~~, **unit website**, etc., to ensure participation of the slate of candidates nominated for director by the ~~Election~~ **Nominating Chair Committee** well in advance of the annual membership meeting.

d. At the annual meeting, nominations will be accepted from the floor providing that prior permission has been obtained from the nominee. Any such nominee from the floor shall meet the criteria set forth in sub-paragraph "b" above.

e. Following the annual meeting, numbered ballots containing the revised slate of candidates shall be prepared by the ~~Election~~ **Nominating Chair Committee** and distributed to each member of the Unit.

Section 4 Elections

a. The election of the Board of Directors, if not affirmed by acclamation at the Membership Meeting, shall be conducted during the last (15) days of November.

b. Voting may be by mail or by votes being handed to Unit officers, directors or members of the Election Committee. Voting by proxy is prohibited. A deadline for receiving ballots shall be set by the Election Committee and printed on the ballots.

c. Every qualified member shall be entitled to one vote (non-cumulative) for each director vacancy shown on the ballot. All ballots shall be secret. The ~~Election~~ **Nominating Committee** shall conduct the counting of votes. Any candidate may have a witness present during the count.

d. Candidates receiving the largest number of votes shall stand elected to the board. In the event of a tie vote for the last position on the board, the election thereon shall be decided by lot.

Section 5 Vacancies

Any vacancy on the Board of Directors shall be filled by a member at large elected by the Board of Directors, and the person so appointed shall hold office during the unexpired term.

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Section 6 Meetings

a. The Board of Directors shall meet at the call of the President. The President shall convene special meetings upon the request of at least a majority of the members of the board. The **President or** Secretary shall notify each board member by our website, mail, **phone**, or email ~~no fewer than ten (10) days~~ prior to the proposed meeting, except in the case of special meetings of an emergency nature for which telephone notice will suffice. There shall be a minimum of six meetings per year with a maximum of two (2) months between meetings.

b. If a member of the Board of Directors misses two (2) meetings in succession, he shall be asked by the President to explain the reasons for his absences. If the reasons are considered insufficient by the Board of Directors, he may be removed from membership on the board by action consistent with provisions of Article IX Impeachment.

c. Issues or problems arising between board meetings that the President feels require action before the next scheduled meeting but which do not warrant calling a special meeting shall be handled as follows:

1. The President shall formulate a proposed solution and poll board members by telephone or mail until the approval of at least four **(3)** board members has been obtained.

2. The board will be formally advised at its next meeting of any such action taken.

Section 7 Quorum

A quorum of the Board of Directors for the transaction of business shall consist of no fewer than ~~five (5)~~ **four (4)** voting directors **physically present**. Voting by proxy is prohibited. The President votes only to break a tie but is counted among the ~~five (5)~~ **four (4)** members to make a quorum.

Section 8 Powers and Duties

a. To acquire, hold, administer, maintain and dispose of all property of the association; PROVIDED THAT, acquisition or disposition of real property (**real property is buildings and land**) of an appraised value of \$10,000 or more must be approved by vote of sixty-six and 2/3rd % of the total membership of the board and by a majority of the total Unit membership in attendance at a regular or special meeting of the membership;

b. To appropriate the funds of the Unit for the purpose set forth in these Bylaws;

c. To hire and discharge any employees that the Unit may require and to supervise their conduct and fix their compensation;

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d. To ensure an audit of the records of the Treasurer at the end of each calendar year;
e. To conduct, manage, supervise and control all of the business of the Unit to include the conduct of tournaments, the selection of all dates and locations for holding such tournaments, and the making of all contracts in connection therewith;

~~f. To censure, suspend, expel or otherwise discipline any member, but no member shall be censured, suspended, expelled or otherwise disciplined until the member has been furnished with written charges, to which the member has had time to reply and until after a hearing of which the member has received reasonable notice. The member may be represented by counsel. For expulsion from the league eighty (80) percent of the board members must vote for expulsion. For suspension from the league seventy (70) percent of the board members must vote for the suspension. For other formal disciplinary actions such as probation, reprimand or admonition, sixty (60) percent of the board members must vote for the action. Disciplinary action by the unit may be appealed to the District, against whom charges are pending, to play in tournaments during each pendency shall not be affected unless otherwise directed by the board.~~

ARTICLE VIII UNIT OFFICERS

Section 1 Designation

The officers of the Unit shall consist of a President, a Vice-President, a Treasurer and a Secretary.

Section 2 Election

The Board of Directors shall elect the President, the Vice-President, and the Treasurer from its own membership at its first meeting following the election of the Board of Directors, and the persons elected shall hold office for one year or until their successors have been duly elected, provided that, no member shall be eligible to be elected to any particular one of these positions for no more than three (3) consecutive years. The Secretary may be elected by the Board of Directors from its own membership or from the membership-at-large. If elected from the membership-at-large the Secretary shall not have a vote in actions by the Board of Directors.

Section 3 Vacancies

Vacancies due to death, resignation or other causes shall be filled by action of the Board of Directors.

Section 4 Duties

The duties of the officers shall be as set forth in subparagraphs a through d below:

a. President

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1. Shall preside at all membership and Board meetings;
2. Consistent with the provisions of Article XII, shall appoint such committees as are considered necessary or desirable by the Board of Directors and shall define their duties consistent with the Board's intent. The President is an ex-officio member of all committees except the Election Committee.
3. Shall exercise general supervision over the activities of the Unit and perform such other duties as are conferred by the Board:
4. Shall arrange for an impartial audit of Unit financial records at the end of each fiscal year;
5. Shall establish procedures to maintain custody of Unit property;
6. Shall be empowered to make expenditures from Unit funds, in the absence or incapacity of the Treasurer.
7. The "Immediate Past President," if not currently a member of the Board of Directors, shall be an "Ex-officio" member of the Board of Directors but shall not have a vote in actions of the board.
8. Shall vote at meetings of the Board of Directors only to break a tie vote of a legally constituted quorum of the board.

b. Vice-President

1. Shall perform, with the consent of the Board of Directors, those duties in lieu of the President;
2. In the absence or incapacity of the President, shall assume the duties of the President.

c. Treasurer

1. Shall be custodian of the funds and securities of the Unit, shall deposit the funds in banks designated by the Board of Directors, and shall make authorized expenditures from Unit funds;
2. Shall submit a financial report at each general membership meeting and at each regularly scheduled meeting of the Board of Directors;
3. Shall, in the absence or incapacity of both the President and Vice-President, assume the duties of the President.

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d. Secretary

1. Shall be the custodian of the official files of the Unit. All other officers acting under authority set forth in these Bylaws are charged with responsibility for filing records of official action with the secretary;
2. Is responsible for notification of members and directors of all general membership and board meetings;
3. Shall record the minutes of all board and general membership meetings;

e. ~~Unit~~ Representative at Large to District 17 Board of Directors

1. Shall become a non-voting member of Unit 159 Board of Directors.
2. Is responsible for notifying the Unit 159 Board of Directors of matters discussed at the District 17 meetings that are directly related to, or of interest to, the Unit.
3. Is responsible for presenting ideas to the District Board that are directly or indirectly related to Unit 159, and those specifically designated by the Board of Directors of Unit 159 as matters that should be brought before the District 17 board.

**ARTICLE IX
IMPEACHMENT**

Any officer or director may be removed for cause at any meeting of the Board of Directors provided 80 percent of the board is present, and 80 percent of those present vote affirmatively for removal. Any officer or director against whom impeachment charges have been made shall be notified in writing, by registered mail, of the charges against him, at least ten (10) days prior to the meeting, and shall be given an opportunity to be heard before the Board of Directors and to be represented by counsel of his own choosing. The action taken by the Board of Directors shall be conclusive and final.

**ARTICLE X
AMENDMENTS TO THE BYLAWS**

These Bylaws may be amended by a two-thirds vote of the members in attendance at any annual or special meeting held in pursuance of and in accordance with the provisions of Article VI hereof.

**ARTICLE XI
TOURNAMENTS**

The Unit shall have complete authority over all tournaments conducted by it, subject to the

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regulations of the American Contract Bridge League.

ARTICLE XII COMMITTEES

Section 1 Committees, as follows, shall have jurisdiction within the areas enumerated, and shall operate under the laws, regulations, policies, and guidelines provided by the League, District, and Unit Board of Directors. Reports of their activities and accomplishments shall be submitted to the Unit Board of Directors as directed by the board.

a. ~~Standing committees~~—The following committees **may be formed as needed and have, having** a continuing function in the operation of the Unit, ~~are responsible in the areas specified:~~ **in the specified area.**

1. Conduct and Ethics Committee:

~~Responsible for receiving, either directly or through the Board of Directors, and for investigating allegations of misconduct or other improper actions by a member of the Unit, and the submission of appropriate reports and recommendations to the board.~~

1. Bridge Center Management Committee:

Responsible for the maintenance and operation of the Unit bridge center and the providing of supplies and equipment needed for the center or needed for the operation of games and events held at the center.

2. Special Events Committee

Responsible for the scheduling, membership participation, and operation of special Unit games and events other than sectional and higher-rated tournaments, but including Continent wide, Charity Pairs, North American Open Pairs and Teams, or similar events.

3. Tournament Committee:

Responsible for the scheduling, membership participation, and operation of all Sectional and Regional tournaments within the Unit area.

4. Membership Secretary:

Cooperate closely with the Unit Secretary in maintaining an up-to-date roster of all Unit members. Shall make available to the club managers information as to changes in membership and master point holding of members.

b. Special Committees:

1. As need arises to carry out a specified task not falling within the jurisdiction of a ~~Standing~~ **the above** Committees, the President, with advice and consent of the

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board, shall create a special Committee for performance of the specified task. Upon completion thereof and making an appropriate report to the board, the committee automatically ceases to exist.

2. The ~~Election~~ Nomination **Chair Committee**, referred to in the Article VII hereof, shall be established at least sixty (60) days prior to the annual meeting and shall cease to exist after formal notice of final result of the annual election of the Board of Directors has been made to the board.

c. Composition of Committees:

1. The President, with advice and consent of the Board of Directors, shall appoint the chairman of all committees. The chairman of the committee, with advice and consent of the President, shall appoint the members of all committees.

2. The chairman and members of the standing committees shall serve until replaced by the same or a succeeding administration, or terminated through resignation or other cause.

3. The chairman and members of special committees shall serve until the assigned task has been completed and report rendered, or until terminated by the administration or through resignation or other cause.

4. All decisions of a committee shall be by majority vote. A vacancy in any committee shall be filled forthwith by the appointing authority.

ARTICLE XIII CONTINUITY

Matters of procedure and policy which may be established from time to time by the Board of Directors shall be set forth in writing and filed by the Secretary for ready reference. They shall remain in effect until canceled or superseded by subsequent action of the Board of Directors.

ARTICLE XIV PARLIAMENTARY AUTHORITY

Robert's Rules of Order Revised shall govern all meetings in matters covered by this set of Bylaws