

## **ACBL District 8 Unit 239 By-laws: Northwestern Illinois Bridge Association**

The Northwestern Illinois Bridge Association is a unit of the American Bridge Contract League (ACBL). It recognizes the ACBL as the parent organization, exists under the League's sanction, and functions within the Constitution, By-laws and Regulations of the League and District 8.

### **OBJECTIVES OF THE ORGANIZATION:**

- A) To preserve and promote interest in the art of playing competitive duplicate contract bridge and any modification thereof.
- B) To promote and conduct ACBL sanctioned bridge tournaments.
- C) To encourage and enforce the highest standards of conduct and ethics by its members.
- D) To promote the organization and development of affiliated clubs within the Unit.
- E) To cooperate in the League's charity program and to sponsor and conduct charity events devoted to worthy humanitarian causes.
- F) To conduct such other activities as may be in keeping with the principal objectives of Unit 239.

### **ARTICLE I - JURISDICTION:**

- A) The geographical area within which this Unit shall have jurisdiction shall be such area as is presently or may in the future be assigned to it by the Board of Directors of the ACBL.
- B) The area presently assigned to this Unit consists of the following northwestern Illinois counties: Boone, Carroll, DeKalb, Jo Daviess, Kane, Lee, McHenry, Ogle, Stephenson, Whiteside and Winnebago.

### **ARTICLE II - MEMBERSHIP:**

- A) Any person residing within the jurisdiction the Unit, subject to District regulations, or any person residing in a neighboring jurisdiction of who has obtained ACBL and District approval of transfer, is eligible for membership, and no person shall be denied membership because of race, creed, color or sex.
- B) Upon payment of currant ACBL dues, a person shall become and remain a member unless:

1) He or she changes residence to a place outside the Unit's jurisdiction, in which case he or she shall become a member of the new Unit immediately upon the League's processing of the change of address.

2) He or she has been suspended or expelled from membership in accordance with regulations established by the ACBL and the Board of Directors of the Unit, provided that such regulations shall conform to the rules and regulations of due process applicable to membership corporations.

### **ARTICLE III - Dues:**

A) Annual dues shall be in the amount fixed by the ACBL.

B) The Unit Board of Directors shall have no authority to levy any special assessments. It may, however, request voluntary donations for approved Unit projects.

### **ARTICLE IV - MEMBERSHIP MEETINGS:**

A) Meetings of the membership maybe called at any time by the Board of Directors, or by the petition of ten (10) percent of the members. Ten (10) days' written notice of the meeting shall be provided to all Club Directors with instructions to announce at each game and to visibly post the notice for all to review. The notice shall contain an agenda of the matters to be taken up at the meeting.

B) A quorum for the transaction of business at any membership meeting shall consist of more than one (1) percent of the current Unit membership, but no fewer than 20 members.

C) No proxies shall be permitted.

### **ARTICLE V - UNIT BOARD OF DIRECTORS:**

A) The affairs of the Unit shall be managed and conducted by the Board of Directors, which shall consist of eight (8) persons, all of whom shall be members of the Unit.

B) Each director shall take office on July 1 and serve for a period of two (2) years or until his or her successor shall have been duly elected.. The Directors' terms of office shall be staggered so that at least one-half (1/2) of the total number of Unit Directors will be elected annually.

C) The Unit Board of Directors shall select a Nominating Committee composed of five (5) persons, a majority of whom shall not be members of the current Board of

Directors. The Nominating Committee shall meet and prepare a slate of Directors to be placed in nomination.

1) The names of the persons nominated as Directors by the Nominating Committee shall be made known to the members. Written notification listing the Nominating Committee's slate and procedure for nominations by the membership will be provided to all Club Directors with instructions to announce at each club game and to visibly post for membership review.

2) Additional nominations may be made by the membership. Such nominations must be in writing, signed by at least ten (10) members in good standing and mailed to the Unit Secretary.

3) If no additional nominations are received from the membership, the Nominating Committee's slate may be accepted by the Unit Board of Directors.

4) If additional nominations are received from the membership, an election shall be held either at a membership meeting or during a one-week voting period at Clubs within the Unit. Every member in good standing shall be entitled to vote for each Director to be elected. All ballots shall be secret. Each candidate is entitled to have a witness at the counting.

5) The Board of Directors is responsible for developing a schedule that allows time for the Nominating Committee to deliberate and make its slate known, for the membership to submit additional nominations, and for an election to be held, if necessary, such that new directors can take office on July 1.

**D)** Any vacancy on the Board of Directors resulting from death, incapacity, resignation or relocation shall be filled by the Board of Directors, and any person so selected shall hold office during the unexpired term. In addition, if a Director fails to attend three (3) consecutive Board meetings without cause, his or her office shall be declared vacant, and that vacancy shall also be filled by the Board of Directors.

**E)** The Unit Board of Directors shall hold a minimum of two (2) meetings each year, one of which shall be shortly after the election of Directors.

1) The Unit President shall be responsible for calling all regular Board meetings.

2) The Unit Secretary shall notify Directors at least ten(10) days in advance of the date, time and place of any meeting.

**F)** A quorum of the Board of Directors for the transaction of business shall consist of more than fifty (50) percent of the Directors..

**G)** At the discretion of the Unit President, specific issues, due to timeliness or convenience, may be resolved by telephone and/or email balloting of the Board of Directors.

**H)** The Unit Board of Directors shall have powers and duties including, but not limited, the following:

- Unit.
- 1) To conduct, manage, supervise, and control the business of the Unit.
  - 2) To conduct Regional, Sectional, Unit and Local tournaments.
  - 3) To employ and discharge employees, supervise their conduct, and their compensation.
  - 4) To appropriate the funds of the unit for the purposes set forth in these By-laws.
  - 5) To audit all receipts and disbursements of the Unit.
  - 6) To censure, suspend, expel, or otherwise discipline any member, but no member shall be censured, suspended, expelled or otherwise disciplined until he or she has been furnished with written charges, to which he or she has had reasonable time to reply, or until after a hearing to which he or she has had reasonable notice. The member may be represented by counsel. Disciplinary action by the Unit may be appealed to the District 8 Judiciary Committee. The right of a member to play in tournaments while charges are pending against him or her shall not be affected unless otherwise directed by the Unit Board of Directors or the District 8 Judiciary Committee if that body has received an appeal.

#### **ARTICLE VI - UNIT OFFICERS:**

- A) The Officers of the Unit shall consist of a President, Vice President, Secretary and Treasurer.
- B) The Officers of the Unit shall be designated at the Board of Directors meeting at which the newly elected Directors take office, and the persons designated shall hold office for one (1) year or until their successors have been duly elected.
  - 1) The President and Vice President of the Unit shall be elected by secret ballot of the Board of Directors. They shall be elected members of the Board of Directors.
  - 2) The offices of Secretary and Treasurer, which may be combined, shall be filled by Presidential appointment. These offices may be held by Unit members who are not elected members of the Board of Directors. At its discretion, the Board of Directors may financially compensate the Secretary and Treasurer in amounts and at intervals it deems appropriate.
- C) Vacancies due to death, resignation, or other causes shall be filled by the Board of Directors.
- D) The duties and responsibilities of the Unit President shall include, but not be limited to, the following:
  - 1) Scheduling, arranging, and conducting all Unit-sponsored Regional, Sectional, Unit and Local tournaments, seeking the advice and consent of the Unit Board of Directors in such activities.

2) Submitting recommendations to the Unit Board of Directors concerning the appointment of the Unit Representative to the District 8 Board of Directors.

3) Serving on the District 8 Board of Directors during his or her term as Unit President.

4) Adequately insuring all Unit property against perils of fire, theft, burglary and other casualty exposures.

5) Serving ex-officio on all committees.

**E)** The duties and responsibilities of the Unit Vice President shall include, but not be limited to, the following:

1) Serving as Unit President in the event of death, incapacitation, or prolonged (six months) absence of the Unit President.

2) Upon request of the Unit President, functioning as meeting chairman on all occasions when the Unit President is unable to preside.

**F)** The duties and responsibilities of the Unit Secretary shall include, but not be limited to, the following:

1) Preparing accurate minutes of all Unit Board of Directors meetings and membership meetings.

2) Sending each member of the Board of Directors a copy of the last Board meetings minutes at least ten (10) days prior to the next meeting.

3) Maintaining Unit membership files that shall include the names, addresses and ACBL and telephone numbers of all members.

4) As directed by the President, managing all official correspondence with persons and agencies having business with the Unit.

5) Cooperating closely with all Unit Officers and the Board of Directors in any and all projects undertaken.

**G)** The duties and responsibilities of the Unit Treasurer shall include, but not be limited to, the following:

1) Receipt, custody, safe-keeping, and disbursement of the Unit funds in accordance with directives issued by the Unit Board of Directors.

2) Preparing a Unit financial statement for each regularly scheduled Board meeting.

3) Preparing an annual financial statement and making it available to every Unit member.

4) Preparing and maintaining any and all financial data as may be requested by the Unit Officers and/or the Unit Board of Directors.

5) Preparing any and all forms and documents required by the Internal Revenue Service and the Illinois Department of Revenue.

**H)** In recognition of services performed, all Unit Officers and members of the Unit Board of Directors shall receive free entries to all Unit-sponsored

tournaments. Additional free entries may be awarded to other individuals as the Board of Directors or Tournament Chairperson may designate.

#### **ARTICLE VII - IMPEACHMENT:**

Any Officer or Director may be removed for cause at any Board of Directors meeting provided that two-thirds (2/3) of those present and constituting a quorum shall so vote. Any Officer or Director against whom impeachment charges are brought shall be notified in writing, by registered mail, of the charges against him or her at least ten (10) days prior to the meeting and shall be given an opportunity to be heard before the Unit Board of Directors and to be represented by counsel of his or her own choosing.

#### **ARTICLE VIII - COMMITTEES:**

The Unit President, with the approval of the Board of Directors, may appoint such committees as may be necessary or desirable to perform the functions of the organization and shall define their duties.

#### **ARTICLE IX - AMENDMENTESTO THE BY-LAWS:**

**A)** Amendments or revisions to these By-laws may be considered by the members of the Unit upon petition signed by at least fifty (50) of the Unit's members or upon petition of more than seventy (70) per cent of the Unit Board of Directors. Such petitions shall be submitted to the Unit Secretary at least thirty (30) days in advance of any membership meeting at which such amendments or revisions are to be considered. The Secretary shall incorporate the text of any and all proposed amendments or revisions in the notice of the meeting.

**B)** The concurrence of two-thirds (2/3) of all members voting shall be required to pass any amendment or revision.

Version as amended at annual meeting 04-29-06.