

**Bylaws of the MISSISSIPPI BRIDGE ASSOCIATION, INC.**  
( AS AMENDED SEPTEMBER 30, 2005 )

**ARTICLE I      NAME AND PURPOSE**

Section 1            The name of this association shall be the Mississippi Bridge Association, Inc.

Section 2            The Mississippi Bridge Association, Inc. shall be a nonprofit corporation, organized and Conducted for the purpose of creating and maintaining interest in the game of Contract Bridge throughout Unit 138 of the American Contract Bridge League, and of sponsoring And conducting Contract Bridge Tournaments. Unit 138 has a total membership of 525 Members as of 5/21/04. The unit is divided into four ( 4 ) Districts. District I includes Approximately 200 members. Districts II, III, and IV include slightly over 100 members Each. DISTRICT I includes the Mississippi counties of Hinds, Madison and Rankin. The other three ( 3 ) districts as follows:

DISTRICT II	DISTRICT III	DISTRICT IV
Attala	Alcorn	Adams
Bolivar	Benton	Amite
Calhoun	Chickasaw	Clarke
Carroll	Clay	Claiborne
Choctaw	DeSoto	Copiah
Coahoma	Ittawamba	Franklin
Grenada	Lafayette	Jasper
Holmes	Lee	Jefferson
Humphries	Marshall	Kemper
Issaquena	Monroe	Lauderdale
Leflore	Panola	Lawrence
Montgomery	Pontotoc	Leake
Quitman	Prentiss	Lincoln
Sharkey	Tate	Lowndes
Sunflower	Tippah	Neshoba
Tallahatchie	Tishomingo	Newton
Tunica	Union	Noxubee
Warren		Oktibbeha
Washington		Pike
Webster		Scott
Yalobusha		Simpson
Yazoo		Smith
		Wilkinson
		Winston

**ARTICLE II      MEMBERSHIP**

Section 1            Membership in the Mississippi Bridge Association, Inc. shall be open to all persons of Good moral character who are residents of Mississippi upon payment of Annual membership dues, which payment shall extend membership privileges for The period of the current membership year.

Section 2            Membership shall cover a period from January 1<sup>st</sup> through December 31<sup>st</sup>.

Section 3            The Board of Directors, in it's discretion, may refuse membership privileges to any Person whom it may deem unsuitable for membership privileges, or may withdraw Membership privileges from any person for unethical conduct or conduct inconsistent

With the rules of the American Contract Bridge League by refunding to such person the  
The current annual membership dues.

### ARTICLE III MEMBERSHIP MEETINGS

Section 1 There shall be an annual meeting of the members of the Mississippi Bridge Association, Inc., to be held during the fall tournament, the time and place to be set by the Board of Directors.

Section 2 Other special membership meetings may be held at such times and at such place as may Deemed advisable and necessary by the Board of Directors, notice of the time and place And purpose of such meetings to be given by the Secretary of the Association five ( 5 ) Days in advance thereof, provided however that any special membership meeting may be Called by the Board of Directors during a Mississippi tournament of sectional or regional Status ( as defined by the regulations of ACBL ), upon oral announcement thereof made During any session of play.

Section 3 Fifty ( 50 ) members attending such regular or special meeting shall constitute a quorum. All questions shall be determined and resolved by a majority vote of those members Present and voting.

### ARTICLE IV OFFICERS

Section 1 Officers of the Mississippi Bridge Association, Inc. shall consist of a President, Secretary Treasurer, a voting delegate to the District 10 Board of Directors and a first alternate Delegate to the District 10 Board of Directors. One person may hold the office of Secretary-Treasurer.

Section 2 Officers shall be elected by the Board of Directors for a term of one ( 1 ) year, beginning immediately upon their election and continuing in office until replaced by the election of other officers at the next annual membership meeting.

Section 3 The President shall be able to succeed himself/herself but may not serve more than Two ( 2 ) successive terms.

Section 4 The Secretary and the Treasurer shall be able to succeed themselves and shall be elected By the Board of Directors annually.

Section 5 The President shall be the chief executive officer of the Mississippi Bridge Association, Inc. The president shall preside over all membership meetings and all meetings of the Board of Directors and shall be a member of the Board with one ( 1 ) vote.

Section 6 The Secretary shall attend all membership meetings and all meetings of the Board of Directors and record all votes and minutes of all proceedings therein in a book to be kept For that purpose. The Secretary shall also be a custodian of all records of the corporation And shall give or cause to be given all notices of special membership meetings and of Special meetings of the Board of Directors.

Section 7 The Treasurer shall have custody of all funds and securities of the Association; shall Collect all funds owing to the Association; shall make all authorized disbursements; And shall keep an account of receipts and disbursements, and submit a comprehensive Report of assets and liabilities and and income and expense to the annual meeting of The Mississippi Bridge Association, Inc.

Section 8 The voting delegate to the District 10 board of Directors shall attend at least two ( 2 ) District board meetings per year. The voting delegate shall receive reimbursement for

their expense as the Board of Directors deems proper, but shall have no vote at meetings of the Mississippi Bridge Association, Inc. Board of Directors.

Section 9 Should the office of President become vacant and should any other office become vacant, such vacancy shall be filled by the Board of Directors.

Section 10 The Secretary and Treasurer shall receive reimbursement for their expenses as the Board Of Directors deem proper, but such officers shall have no vote at meetings of the Board Of Directors unless he/she is also an elected Director.

Section 11 Should there be more than one ( 1 ) candidate for each or any office, the election shall be Decided by a secret ballot , to be distributed by the Secretary and a committee appointed: One ( 1 ) by each candidate, and one ( 1 ) by the President, to tabulate the results.

#### ARTICLE V BOARD OF DIRECTORS

Section 1 The management and control of all business and affairs of the Association shall be vested In and exercised by a Board of Directors who shall control all authorized tournaments.

Section 2 The Board of Directors shall consist of five ( 5 ) members, to wit: two ( 2 ) members to Be elected from District I, and one ( 1 ) member from each of the other three ( 3 ) Districts.

Section 3 At the annual meeting of the Association members present shall divide themselves into Four ( 4 ) groups according to the district wherein each member resides. At each annual Meeting there shall be two ( 2 ) members elected from District I and one ( 1 ) elected by The membership from each of the other three ( 3 ) Districts to serve as a member of the Board of Directors of the Association. If more than one ( 1 ) person is nominated from District II , III, or IV or more than two ( 2 ) from District I, the vote shall be by secret Ballot, and the nominee receiving the majority of the votes cast shall be elected to the Board of Directors. The Board of Directors will elect the President from the five ( 5 ) Newly elected Directors. Any vacancy on the Board of Directors shall be filled as an Interim selection by a majority of the Board of Directors until the next annual meeting Of the Association.

Section 4 Any member of the Board of Directors shall be eligible to serve successive terms.

Section 5 The regular annual meeting of the Board of Directors shall be immediately following the Annual membership meeting.

Section 6 Additional or special meetings of the Board of Directors may be called by the President Or by three ( 3 ) members of the Board on not less than five ( 5 ) days notice. The Secretary shall immediately give notice of the time and place of such special meeting to Each member of the Board of Directors.

Section 7 Any three ( 3 ) members present at any regular or special meeting shall constitute a legal Quorum for the transaction of business.

Section 8 To be eligible for selection to any office of the Association, a person must be a member Of the Association in good standing.

Section 9 The Board of Directors shall have the power to remove any officer or any member of the Board of Directors for good cause shown upon written charges exhibited against the party Charged , after due notice has been given to such party as to the nature of such charges

And of the time the case will be considered by the Board of Directors. Two-thirds ( 2/3 ) Vote of the membership of the Board of Directors shall be necessary to remove an officer Or Director. The Board of Directors or President may remove any chairman or committee Member without notice.

ARTICLE VI ASSOCIATION FUNDS

- Section 1 No disbursements of the Associations funds shall be made without authorization, either General or specific of the Board of Directors.
- Section 2 No member of the Association , including officers and members of the Board of Directors, shall receive compensation for services to the Association, other than for Expenses actually incurred by reason of prior authorization.
- Section 3 In the event of final dissolution of the Association, any surplus Association funds shall Be donated to some recognized charity or charities selected by the members in regular or Special membership meetings.

ARTICLE VII AFFILIATION WITH ACBL

- Section 1 The Mississippi Bridge Association, Inc. shall be affiliated with and be a member unit of The American Contract Bridge League, conducting all it's tournaments according to the rules and regulations of said American Contract Bridge League. Such affiliation with and Membership of the ACBL may be terminated by majority vote of the members.

ARTICLE VIII AMENDMENT TO BYLAWS

- Section 1 These bylaws may be amended by a majority vote of the board of Directors of the Mississippi Bridge Association, Inc.

ARTICLE IX ADDITIONAL MEMBERS

- Section 1 If any member of the Mississippi Bridge Association, Inc. becomes a member of the ACBL Board of Directors, that person shall be extended an invitation to be a non voting Member of the Mississippi Bridge Association Board of Directors.

_____ JOE DEHMER -- DIRECTOR, DISTRICT I , PRESIDENT	_____ DATE
_____ SUE BENNETT – DIRECTOR, DISTRICT I	_____ DATE
_____ JAMES MIDDLETON – DIRECTOR, DISTRICT II	_____ DATE
_____ BETTY MARTIN -- DIRECTOR, DISTRICT IV	_____ DATE
_____ BILL MULLENDORE – DIRECTOR, DISTRICT IV	_____ DATE