

NOTL DUPLICATE BRIDGE CENTRE

BY-LAWS

Article I NAME

This organization shall be known as the NOTL Duplicate Bridge Centre, (hereafter referred to as “the Centre”).

Article II GENERAL STRUCTURE AND ORGANIZATION

The Centre is a not-for-profit member-owned club. It is governed by a Management Committee (“the Committee”) as set out below.

Article III PURPOSES

The purposes of the Centre are:

1. to provide a place and an opportunity for playing duplicate bridge under the rules of the American Contract Bridge League (“ACBL”) in Niagara-on-the-Lake, Ontario;
2. to provide a welcoming environment for the enjoyment of the game to players of all ages and abilities;
3. to offer opportunities to learn and develop as bridge players in the local community.

Article IV MEMBERSHIP

1. Anyone interested in playing duplicate bridge under the rules of the ACBL is eligible for membership in the Centre.
2. Members shall pay annual dues as established by the Management Committee from time to time. Dues are payable by October 1 of each year for the 12 month period ending September 30. After October 1, a person may become a member for the period ending September 30 by paying the full amount of the annual dues.

3. Members shall pay a fee, established by the Management Committee, to play in any Centre game.
4. Any person who is not a member wishing to play in a Centre game under ACBL rules is considered a guest of the Centre. The guest may be assessed a surcharge, as established by the Management Committee, in addition to the regular member game fee.

Article V MANAGEMENT COMMITTEE

1. A Management Committee (“the Committee”) shall manage the property and activities of the Centre.
2. The Committee shall comprise (6-9) six to nine voting members, as determined by the outgoing Committee in any year, to be elected by members of the Centre, and (2) two *ex officio* voting members, the **Club Manager** and the **Treasurer**. To be eligible for election to the Committee, one must have been a member of the Centre for at least one full year.
3. Elected members of the Committee shall be elected for a term of three years, as per the procedure set out in **Article VII** below. It is intended that one third of the members shall be elected each year. Members of the Committee may not succeed themselves after serving (2) two successive terms.
4. The **Club Manager** and the **Treasurer** are to be appointed annually by the Committee and may succeed themselves without limit within the discretion of the Committee.
5. The Committee shall each year elect from its members a **Chair**, a **Vice-Chair**, and a **Secretary**.
6. The duties of the **Chair** shall be:
 - (a) to preside at all Committee and Membership meetings; to call special meetings;
 - (b) to set the agendas for meetings of the Committee and for the annual general meeting (“AGM”) of the members of the Centre.
7. The duties of the **Vice-Chair** shall be
 - (a) to stand in for the **Chair** in his or her absence;

- (b) to assist the **Chair** in performing his or her duties including preparation for the AGM.
8. The duties of the **Secretary** shall be to take the minutes for Committee meetings and meetings of the membership of the Centre, to circulate the minutes to members of the Committee in a timely way, and to maintain an archive of important documents of the Centre.
9. Each Committee shall select from the members of the Centre a **Club Manager** who shall become an *ex officio* voting member of the Committee. The term of office of each Club Manager shall run to October 31 each year to provide an overlap with each new Committee. The duties of the **Club Manager** shall be:
- (a) to conduct all business with the ACBL and the CBF;
 - (b) to ensure that all Centre games are conducted within the rules and guidelines of the ACBL;
 - (c) with Committee approval, to schedule all Centre Championship and special Centre games, ensuring that they are ACBL compliant;
 - (d) to transmit ACBL fees and records of ACBL master points earned by members at Centre games;
 - (e) to update Centre and ACBL members; master point records periodically to assure fair and accurate handicap and stratification assignments at Centre games;
 - (f) to report monthly and year-to-date game attendance to the Committee and recommend actions to improve game participation.
 - (g) to report on game attendance at the AGM.
10. Each Committee shall appoint a **Treasurer** from among the members of the Centre. The **Treasurer** shall be an *ex officio* voting member of the Committee. The term of office of the **Treasurer** shall run until October 31. The duties of the **Treasurer** shall be:
- (a) to receive and deposit all funds received by the Centre;
 - (b) to report on the financial condition of the Centre at Committee meetings;

- (c) to present a report at the AGM covering the Centre's financial status and significant transactions of the previous year;
- (d) to present the budget for the following year at the AGM.
- (e) to maintain accurate records of all financial transactions of the Centre.

11. The Committee shall allocate management responsibilities to other members of the Committee possibly including, but not limited to the following areas:

- (a) **Player Development**, responsible to develop a program for learning opportunities for members of the Centre and to develop a program to teach new bridge players who could become new members of the Centre;
- (b) **Membership Relations** and/or **Web-master**, to maintain an up to date list of members of the Centre and to communicate with the membership to inform of special games, social events, workshops or any other information that the Committee wishes to be communicated;
- (c) **Public Relations, Promotions and Advertising**, responsible for promoting the Centre to attract new players and students for courses and workshops;
- (d) **Social**, responsible for social events at the Centre;
- (e) **Facilities and supplies**, responsible for providing facilities and supplies for scheduled games.

12. All Committee members shall: regularly attend Committee meetings; represent the perceived best interests of the Centre when voting on business; perform other duties and responsibilities as requested by the Committee.

13. The presence of a majority of the elected members of Committee is required for the Committee to transact business. The **Chair** shall vote only in case of a tie.

Article VI SPENDING AND SIGNING AUTHORITY

The Treasurer is authorized to pay for expenditures within a budget to be approved by the Committee. Cheques on the Centre bank account may be signed by any one of the Chair, the Treasurer or the Club Manager for authorized expenses. Special authorization of the Committee is required for any expenditure over \$500.

Article VII ELECTIONS

1. A minimum of (2) two new members (the number to be determined by the outgoing Committee) shall be elected to the Committee prior to the AGM each year. Where it is necessary to replace Committee members who have not served the full three years of their elected terms, the Committee may designate some vacancies as positions to be filled for a partial term of less than three years, equal to the unexpired term of the Committee member to be replaced, in order to maintain the regular turn-over rate of new Committee members.
2. A **Nominating Committee**, comprising (2) two members of the Centre to be appointed by the Committee, shall solicit candidates for the vacancies to be filled no later than September 1 of each year. Nomination of eligible candidates shall be made in writing signed by two members of the Centre in good standing, plus the proposed nominee, and provided to the Nominating Committee no later than September 15. Election shall be held by secret ballot of the members present at Centre games, or by absentee ballot provided to the club secretary, during the two weeks immediately preceding the AGM. Each member may vote for any number of candidates up to the number of vacancies to be filled. The candidates receiving the highest total number of votes shall be elected, full terms being filled in priority to partial terms.

Article VIII TRANSITION

Upon the date that these by-laws come in to effect, in addition to the new members elected to the Advisory Board/Management Committee in 2016, immediately prior to the AGM, members of the 2015-16 **Advisory Board** of the NOTL Duplicate Bridge Centre shall become members of the new **Management Committee** as established by these by-laws, to hold terms equal to their unexpired terms on the Advisory Board, as if they had been elected to the **Management Committee**.

Article IX THE ANNUAL GENERAL MEETING

1. The Centre shall hold a general meeting of all members of the Centre in October of each year, on a date to be set by the Committee.
2. All paid-up members of the Centre have a vote at the meeting.
3. The presence, in person, of (20) twenty voting members shall constitute a quorum of any meeting of Centre members. If a meeting cannot be held because a quorum is not present, those present shall adjourn the meeting until such time and place as they may determine.
4. Voting at the AGM shall be restricted to items contained in the agenda distributed before the meeting and motions made and duly seconded during the meeting. Voting shall be by show of hands unless the Chair determines or a member requests that it shall be by secret ballot.
5. The **Treasurer** shall distribute a written report to the AGM on the finances of the Centre for the past fiscal year. Such report shall be reviewed in advance of the AGM by a member other than the Chair or Club Manager and the reviewer shall report to the members on the completeness, accuracy and reasonableness of the Treasurer's report.
6. The **Treasurer** shall present a budget for the new fiscal year, as approved by the Management Committee.
7. The **Secretary** shall record minutes of the AGM to be made available to the members on line.

8. The **Club Manager** shall report on attendance at club games for the year.
9. The Agenda for the meeting and the minutes of the previous meeting shall be posted (2) two weeks prior to the AGM.

Article X EXPULSION AND SUSPENSION OF MEMBERS OR GUESTS

1. The Committee shall appoint from among the members of the Centre an **Ethics and Conduct Committee**. The **Ethics and Conduct Committee** shall consider any matter involving inappropriate conduct at the Centre and make a recommendation to the **Management Committee** as to how the matter should be dealt with. All complaints concerning inappropriate conduct must be in writing and a copy must be provided to the defendant. In dealing with an allegation of inappropriate conduct, the **Ethics and Conduct Committee** shall provide a fair hearing to the defendant. In particular, any evidence received and considered by the **Ethics and Conduct Committee** must be fully disclosed to the member in question who may appear and offer evidence in defence.
2. Upon receiving a recommendation from the Ethics and Conduct Committee regarding discipline of a member or guest, the Management Committee shall have the authority to review the conduct of the defendant and impose such sanctions including expulsion from membership or suspension of privileges as may be approved by a vote of at least 2/3 of the Committee. The defendant shall be given the opportunity to be heard by the Management Committee.

Article XI DISSOLUTION

In the event of dissolution of the Centre, any assets remaining after all liabilities are met shall be given to a registered charity.