

BYLAWS OF

MID-SOUTH BRIDGE CONFERENCE

District 10 of the American Contract Bridge League

Amended September 27, 2021

New Bylaws effective January 1, 2023, with the exception of paragraphs referencing electronic contact, which will be effective immediately.

ARTICLE I NAME

The name of the organization is District 10, Mid-South Bridge Conference.

ARTICLE II OBJECTIVES

- (A) To cooperate with and assist the League in the promotion and conduct of Bridge Tournaments within the District.
- (B) To help coordinate tournament schedules within the District and with adjacent Districts.
- (C) To seek concerted action of all matters affecting the District, including consultation with and recommendations to the Regional Representative to the National Board of Directors (BOD).
- (D) To promote the highest standards of conduct and ethics for participants in tournaments and to take any and all steps necessary for that purpose.
- (E) To allocate Regionals to the best interest of the membership of the District.
- (F) To perform such other functions as may promote the best interests of Contract Bridge.

ARTICLE III MEMBERSHIP

SECTION A. The geographical confines of this district shall be such area as is presently or may be in the future assigned to it by the Board of Directors of the ACBL.

SECTION B. All ACBL Units which are or hereafter come into being within the geographical boundaries of the District are automatically members of the organization so long as they remain within the District, without requirement of any petition or formal action on the part of the Unit.

ARTICLE IV BOARD OF DELEGATES

SECTION A. The Board of Delegates shall be the governing body. Each Unit will be entitled to one vote on the Board of Delegates.

SECTION B. (1) Each Unit shall appoint or elect one (1) person to represent the Unit and to be a voting member of the District Board. Each Unit shall appoint or elect a First Alternate

Delegate who may attend the Board of Delegates meeting and in the absence of the Unit's Board Delegate will represent the Unit as a voting Delegate.

(2) Units are to notify the District Secretary in writing as to the names of those chosen as the Unit's Board Delegate and First Alternate Delegate immediately following such selection.

(3) The membership of a Unit shall be the greatest number of members recorded with the League for the preceding calendar year.

(4) The Vice President, Treasurer, Secretary, and the District's representatives to the National Board of Governors shall be members of the District Board of Delegates, but they shall have no vote unless selected pursuant to paragraph (1) or (2) of this section. The President shall not vote, except to break a tie. If the President is a Delegate for his/her Unit, the Unit's Alternate Delegate shall be entitled to vote, if in attendance.

SECTION C. The Unit President must furnish in writing to the District Secretary the names of that Unit's Delegate and First Alternate Delegate. Said Delegates shall serve until they are replaced by their Unit and the District Secretary is notified in writing of the change.

SECTION D. The District Secretary shall notify each Unit President immediately after each Board Meeting if its Delegate or First Alternate Delegate did not attend the meeting.

If any Delegate misses two consecutive regularly scheduled Board Meetings, he or she shall automatically be removed as a Delegate and Officer, if applicable, and the respective Unit will be asked to replace said Delegate immediately. If the Delegate so removed is also an Officer, the Board shall elect someone from its membership to fill the remainder of the subject term of office.

ARTICLE V POWERS OF THE BOARD OF DELEGATES

The Board of Delegates of the District shall have the following powers:

1. To approve the place and date for any Regional Tournament held within the District; approve the schedule of events and arrangements for adequate staff, playing accommodations and hotel rooms, subject to ACBL consent, and to approve the card fees.
2. To approve Guidelines for the conduct of Regional tournaments.
3. To hold and dispose of any funds or property acquired by the District.
4. To employ personnel to serve the organization at the discretion of the Board, including, but not limited to, a District Tournament Coordinator and a Grand National Events Coordinator.
5. To enter into agreements with constituent Units for voluntary contributions, for purposes consistent with the objectives of the ACBL and the District, such as, but not limited to, hosting a National or International event or sustaining the District organization.
6. To determine eligibility to participate in Regional Tournaments held in the District and to bar any League member from participation in any one such Regional Tournament, but such determination shall not contravene ACBL bylaws.
7. To promote the best interests of competitive contract bridge, including but not limited to entertainment, charity programs, and assistance to the League.
8. To act as a fact-finding body in connection with any matter arising within the District.
9. To do all such things as may be necessary to accomplish the objectives outlined in Article

II of these bylaws.

ARTICLE VI MEETINGS OF THE BOARD OF DELEGATES

SECTION A. The regular semi-annual meetings shall be held during single site Mid-South Regional Tournaments each year at such dates and times as designated by the Executive Committee, in conjunction with the tournament chairman. If a meeting cannot be held in person, it may be held via videoconference (e.g., Zoom). A Board Member desiring to include an item in meeting Agenda shall so advise the District Secretary in writing/email thirty (30) days prior to such meeting.

SECTION B. Notice of such District Board meetings shall be made in writing/email to the President and Secretary of each Member Unit at least fifteen (15) days prior to such meeting by the District Secretary. The cost of the social hour and the meal will be borne by the District organization.

SECTION C. Special meetings may be called on not less than fifteen (15) days written (to include email) notice by the District President or upon his/her own initiative upon written request of not less than one-half of the Board Members or by the Presidents of more than one-half of the Member Units. Notification of such meetings will be accompanied by an Agenda stating the items to be discussed and the meeting shall be limited to such Agenda.

SECTION D. A quorum at any meeting shall consist of a majority of the voting Board Members.

SECTION E. Provided further, that in the event some circumstances should arise, action upon which is deemed by the President to be urgent and non-permissible of delay, the President may poll the membership of the Executive Committee by telephone, email, videoconference, or mail, and upon receipt of response from said Delegates, shall take action in accordance with the majority will of the Committee as fully as if such action had been determined by the Board at any duly called meeting.

SECTION F. Robert's Rules of Order will govern the proceedings of Board Meetings unless otherwise provided for in these bylaws.

ARTICLE VII ELECTION OF OFFICERS

SECTION A. The officers shall be a President, a Vice-President, a Secretary and a Treasurer and they shall be elected by the Board membership for a term of two years at the Annual Meeting of the Board of Delegates. The offices of Secretary and Treasurer may be combined into one office. The President, Vice President, Secretary and Treasurer need not be elected from Board Membership and will not be entitled to a vote on the Board of Delegates unless selected pursuant to paragraph (1) of Article IV, Section B. Officer selected at such meetings shall take office at the conclusion of the Regional Tournament then in progress and shall continue in office until their successors take office.

SECTION B. Nominations for each of the offices shall be made from the floor during the course of the meeting. A majority of votes is necessary for election and if no majority exists on a first ballot, the names of only those two candidates, including ties, receiving the largest number of votes will be placed on a second ballot.

SECTION C. The outgoing President shall automatically become Chairman of the Board and shall also serve on the Executive Committee.

SECTION D. The President is limited to a tenure of two successive terms.

ARTICLE VIII DUTIES OF OFFICERS

SECTION A. The President shall preside at all meetings of the Board of Delegates. He/she shall supervise the management of the affairs of the District and perform all duties incidental to this office. He/she shall be a member ex-officio of all committees. He/she shall appoint such special committees as he/she shall, from time to time, consider necessary.

SECTION B. In the absence of the President or his/her inability to act, the Vice-President shall preside at meetings and succeed him/her in the performance of his/her duties. If both are unable to act, then the Board of Delegates shall choose a presiding officer from among their group.

SECTION C. The Treasurer shall have the care, custody and responsibility of all funds, securities and properties of the District. He/she shall deposit the funds of the district as may be authorized by its Board of Delegates. He/she shall keep an accurate account of all receipts and disbursements and shall submit a report at the Annual Meeting and at such other time as may be required by the President or Board of Delegates.

SECTION D. The Secretary shall keep the records of the District and the minutes of its meetings and shall perform such other duties incidental to this office. The Secretary shall be a non-voting member ex-officio of all committees and shall keep a record of all member Units and their officers and representatives. The Secretary shall distribute copies to the Board of Delegates of the Profit and Loss Statements of Regionals upon receipt.

SECTION E. The Secretary and Treasurer may be paid such annual salary as shall be determined by the Board of Delegates. All Officers shall be reimbursed for one night's lodging and one day of per diem and shall receive two days of free plays for any BOD meetings they attend.

SECTION F. The Chairman of the Board shall serve as an advisor to the President; however, he/she will have no vote unless he/she is also a duly qualified Delegate in accordance with the Article IV, Section B (1).

ARTICLE IX MEMBER UNITS

SECTION A. All Member Units retain autonomy in the conduct of their affairs, as provided in the Regulations and bylaws of ACBL.

SECTION B. Each Member Unit Shall:

1. Submit names and addresses of Officers and Members of their Unit Board of Directors to the District Secretary promptly after their election.

2. Submit names and addresses of their Delegate and First Alternate Delegate to the District Board of Delegates immediately following their selection.
3. Submit dates, locations of its tournaments and sanction applications to the Tournament Coordinator for recommendation prior to submission to the ACBL for approval.
4. Submit within sixty (60) days after conducting a Regional tournament a detailed Profit and Loss Statement to the District Secretary.

ARTICLE X COMMITTEES

SECTION A. The Executive Committee shall consist of five (5) members, of which no Unit shall have more than one (1) member. The priority order of membership shall be: the President, the Vice President, the Treasurer, the Chairman of the Board, and any other person or persons appointed by the Board. This Committee shall act in lieu of, and with the same power as, the Board of Delegates in emergency cases. Where it is not feasible or practical to hold a special or regular Board Meeting, the President may also poll the Executive Committee via email, telephone, videoconference, or mail. Written minutes of all such polls and/or meetings shall be prepared and placed in the records of the Board Meetings.

SECTION B. Should the Board of Delegates deem it expedient to form standing committees to expedite the affairs of the District, then it shall be the duty of the President to appoint each Chairman from the Board of Delegates. The balance of each committee shall be appointed by the Chairman with the approval of the President.

SECTION C. Immediately upon taking office the President must appoint one member from each Unit in the District to serve for a one-year term on the Judiciary Committee. Three members constitute a quorum at a Judiciary Committee Meeting. The District Secretary shall notify each Unit of the President's appointments.

ARTICLE XI AMENDMENTS TO THE BYLAWS

These bylaws may be amended at any meeting of the Board of Delegates providing that the notice of such meeting states the amendment to be considered and is mailed/mailed to each Member Unit at least thirty (30) days prior to such meeting. A concurrence of two-thirds of the votes present at any quorum meeting of the Board of Delegates shall be required for the passage of any amendment to these bylaws.

