

Bylaws Proposal

April 17, 2024

Article I

Name: The name of the organization shall be the Northern Kentucky Bridge Club (NKBC). The NKBC is a non-profit entity and exempt from Federal Income Tax under section 501C (7) of the Internal Revenue Code.

Article II

Purpose: The purpose of this Club shall be to promote the game of bridge and to provide facilities and necessary equipment for the playing of duplicate bridge in Northern Kentucky. The Club is associated with the American Contract Bridge League (ACBL) for the purpose of awarding and recording Master Points earned by players at the Club. Membership is open to all bridge players. The Club shall charge an annual membership fee for the purpose of identifying members. Membership/playing at the Club assumes agreement to all Club policies and procedures.

Article III

Board of Trustees

Section 1: The Board of Trustees (BOT) shall be composed of four elected members, plus the Club Manager (see Article VI, Section 1).

Section 2: The Board of Trustees shall determine the policies of the Club and exercise general supervision of its affairs, finances, and properties.

Section 3: The Board of Trustees shall hold regular monthly meetings. Meetings will normally be held in person, but online meetings are permissible when conditions dictate.

Section 4: Executive Session may be necessary from time to time to address certain confidential, personnel or discipline issues. The BOT may call such sessions as the need arises.

Section 5: The general membership will be welcome to attend any meetings, except Executive Sessions.

Section 6: Whenever an emergency requires the action of the Board of Trustees and it is not possible to contact the full Board, then any three members shall be considered an Executive Committee capable of making emergency decisions. Any such action shall be reported to the full BOT as soon as possible for ratification.

Article IV

Board of Trustees Elections

Section 1: The members of the Board of Trustees shall be elected for two-year terms. In 2024, three board members will be ending their two-year term and three board members will be elected. The two candidates receiving the most votes in 2024 will serve a normal two-year term. The candidate receiving the third-most votes will serve a one-year term and be eligible to run again in 2025 for a full two-year term. From 2025 onward, two Board members shall be elected every year.

Section 2: Each September the Board President, with the advice and consent of the BOT, shall appoint a Chair of the Election Committee, who may enlist an assistant(s). The Election Committee shall be responsible for recruiting members to run for seats on the Board of Trustees, preparation of ballots, and operation of the election. Neither the Chair nor any assistants may be candidates for election. In addition, the Board President (or a non-candidate BOT member) shall appoint two non-candidate members to count the votes. In case of a tie, a non-candidate member of the BOT will draw lots. Ballots will be preserved for one month.

Section 3: The election will be held on the date of the Club's Anniversary Party, which is to be held in November of each year. One week before the election and on the day of the election, ballots will be available at the Club's game site. Players eligible to vote will be given a numbered ballot by the Election Committee. That completed ballot shall be placed in a ballot box provided for that purpose. Absentee ballots – also numbered -- will be supplied upon request and must be returned by the day of the election. No online voting will be allowed.

Section 4: If vacancies occur on the Board of Trustees at any time, the President, with the advice and consent of the BOT, shall appoint replacements who will serve until Dec. 31 of that year.

Article V

Officers

Section 1: The Board of Trustees shall elect the officers of the Club from among themselves. The officers shall include President, Vice President, Secretary and Treasurer. The term of the officers shall be one year, January through December. Officers may be re-elected.

Section 2: The President shall preside at all meetings of the Club and shall perform all duties customarily incidental to the office. The President will vote on BOT matters only in the case of a tie. The President shall appoint a chair for such ad hoc committees as may be appropriate from time to time.

Section 3: The Vice President shall perform all the duties of the President in the President's absence and shall also perform such duties as may be delegated by the President or the BOT.

Section 4: The Secretary shall keep and report the Minutes of all meetings and perform such other duties as the BOT may direct. The Secretary will post the draft Minutes and the approved Minutes on the NKBC website as soon as practical after each meeting. An important function is to precisely record the results of the annual election.

Section 5: The Treasurer shall collect all the income from Club operations and such other monies as may be due to the Club. The Treasurer shall pay all bills for authorized expenses, keep accurate records of income and expenses, and make financial reports at each regularly scheduled meeting of the BOT. The Treasurer will make available to the Club Manager (see Article VI, Section 2) such funds necessary to pay fees due to the ACBL each month. The Treasurer shall also prepare and submit any reports required by the Internal Revenue Service or the Kentucky State Revenue Cabinet. A second member of the Board shall be designated by the BOT to have access to the Club's bank accounts for the purpose, if necessary, of receiving monies and paying bills.

Article VI

Club Manager

Section 1: The President, with the advice and consent of the BOT, shall appoint a Club Manager who shall be responsible for managing Club games and the Club website, as well as operations of the facility. The Manager shall automatically become a voting member of the BOT (see Article III, Section 1).

Section 2: The Club Manager shall report the results of sanctioned games to ACBL to confirm the award of Master points. The Manager will be responsible for paying necessary fees to ACBL (see Article V, Section 5) and making a monthly accounting of such payments to the Treasurer.

Section 3: The Club Manager shall appoint Game Directors, who shall be certified by the ACBL. Qualified Directors should apply to the Club Manager for appointments.

Article VII

Amendments or revisions to the By-Laws may be proposed by the Board of Trustees. Approval of a By-Law change shall require a vote of two-thirds of the members present at the annual meeting or at a meeting specifically announced by the BOT for this purpose. The proposed By-Law change shall be publicized 30 days before the date of the vote. Any approved changes will be effective immediately, unless otherwise specified.

Article VIII

In the event the Northern Kentucky Bridge Club would dissolve, the Board of Trustees shall liquidate all assets and distribute the remaining funds of the NKBC among nonprofit organizations approved by the BOT.