

By-Laws of Bright Leaf Bridge Unit #191

The Unit:

The Unit functions within the By-Laws and Regulations of the American Contract Bridge League and District 7.

Objectives of the Organization

The objectives of Unit 191 are:

- (a) Preserve, promote, and stimulate interest in duplicate bridge and ACBL,
- (b) Cooperate with, and assist in the promotion and conduct of bridge tournaments,
- (c) Encourage the highest standards of conduct and ethics by its members by enforcing Zero Tolerance Policy at all times,
- (d) Promote the development and organization of affiliated clubs within the Unit,
- (e) Conduct activities in keeping with all other Unit objectives.

ARTICLE I

UNIT JURISDICTION

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, namely Durham, Orange, Person, and Chatham counties.

ARTICLE II

MEMBERSHIP

A – Any person of good moral character is eligible for membership. No person will be denied membership because of race, creed, or color.

B – Such person, upon favorable action, shall become and remain a member unless:

- (1) He changes his residence to a place outside Unit jurisdiction, in which case he shall become a member of the new Unit as soon as ACBL processes the change of address,
- (2) He has failed to pay his dues in accordance with ACBL regulations,
- (3) He has been suspended or expelled from membership in accordance with ACBL regulations, and the Board of Directors of the Unit, provided, however, that such regulations conform to the rules of due process applicable to membership corporations, and that such regulations as are established by the Board of Directors of the Unit shall not be in conflict within ACBL regulations,
- (4) He chooses permanent unit affiliation in Unit 191 according to policies established by the ACBL.

C – Unit membership includes ACBL membership.

ARTICLE III

DUES

A – Annual dues and fees shall be in the amounts fixed by the ACBL.

ARTICLE IV

MEMBERSHIP MEETINGS

A – General Membership: The Unit Board of Directors shall fix the time and place of the annual general membership meeting for the election of Directors and will give appropriate notice in writing and orally. The agenda will include: 1) the announcement of the four (4) newly elected members to the Board of Directors; 2) the Unit financial report; 3) the membership report; and 4) other items/reports deemed necessary by the President.

B – Board of Directors: The Board shall hold a minimum of two (2) meetings a year. Subsequent regular meetings thereafter will be held pursuant to regulations established by the Board of Directors, on appropriate notice. A quorum for the transaction of business will be not less than a majority of the Board.

C – Special Meetings: Special meetings of the membership can be called at any time to consider a specific subject matter by the Board of Directors or by the President, or by petition of the members. Notice of the time and place of the special meeting will be given in writing and orally at least ten (10) days prior to the meeting. The notice of the special meeting will identify the subject of the matter to be discussed. No other business will be acted upon at a special meeting. Proxies will not be permitted.

ARTICLE V

UNIT BOARD OF DIRECTORS

A – Number of Directors

The Unit Board of Directors shall consist of twelve (12) Unit members who will manage and conduct Unit business.

B – Term of Office

Each Director shall hold office for a period of three (3) years, the term beginning at the Annual Meeting, with four (4) Directors' terms expiring each year, and shall continue to hold office until his successor has been duly elected.

C – Vacancies

The Board of Directors shall fill any vacancy on the Unit Board of Directors and the appointee(s) shall hold office for the remainder of the term.

D – Quorum

A quorum of the Unit Board of Directors for the transaction of business shall consist of 50% plus one.

E – Powers and Duties

In addition to the powers herein granted by other provisions hereof, and by the laws of the State of North Carolina, the Unit Board of Directors shall have powers and duties including but not limited to the:

1. Conduct, management, supervision and control of the business of the Unit,
2. Conduct of Unit tournaments,
3. Employment and discharging of employees, and the supervision of their conduct and fixing of their compensation,
4. Overseeing all budgets and funds associated with tournaments and special programs.

F – Board Membership

The Unit Board of Directors shall be the sole judge of its membership.

ARTICLE VI

UNIT OFFICERS

Unit officers and their duties

A – Number

The officers of the Unit shall consist of a President, a Vice-President, a Secretary, and a Treasurer.

- (1) The President is the Chief Executive Officer. His specific duties shall include:
 - a. Presiding at all general and special meetings of the members and meeting of the Board of Directors,
 - b. Calling special meetings.
- (2) The Vice-President shall preside at meeting in the absence of the President.
- (3) The Secretary shall be responsible for the records of the Unit except those for which the Treasurer is responsible.
- (4) The Treasurer shall be responsible for the funds of the Unit and shall oversee investment accounts with approval of the Board of Directors. The Treasurer shall present a financial statement at the Annual General Meeting. The Treasurer shall be responsible for preparing the year-end financial statement for the calendar year in preparation for the annual financial review by a duly appointed auditor.

B – Election of Unit Officers

The Unit Board of Directors shall meet within fifteen (15) days of the annual meeting for the sole purpose of electing its officers and appointing committee chairpersons/coordinators. The chairperson of the Nominations/Elections Committee shall preside at the meeting. The persons elected/appointed shall hold office for one year or until their successors have been duly elected/appointed.

C – Vacancies

The Unit Board of Directors shall fill vacancies due to death, resignation or other cause.

ARTICLE VII

IMPEACHMENT

Any officer or director may be removed for cause at any meeting of the Unit Board of Directors provided two-thirds of those present constituting a quorum shall so vote. Any officer or director again whom impeachment charges shall be brought shall be notified in writing, by registered mail, of the charges against him, 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 own choosing. Absence from any four (4) meetings may be cause for removal of a Director.

ARTICLE VIII

COMMITTEES

The President shall appoint such committees as may be necessary to perform the function of the organization. Standing committees shall be appointed with the approval of the Unit Board of Directors.

Nomination/Election Committee

The President shall appoint the Nomination/Election Committee and its chairperson. The Committee shall be charged with the responsibility of preparing a list of candidates for Directors, which shall be published at least thirty (30) days prior to the Annual Meeting. The Committee shall also be charged with the voting procedures and the protocol for absentee ballots to insure confidentiality.

ARTICLE IX

AMENDMENTS TO THE BY-LAWS

Amendments to the By-Laws may be made:

- (1) By members of the Unit upon a petition signed by at least fifty (50) members and submitted to the Secretary at least thirty (30) days in advance of the scheduled meeting,
- (2) Or, by petition signed by at least eight (8) members of the Unit Board of Directors. It shall be the duty of the Secretary to incorporate the text of the proposed amendment(s) in the notice of the special meeting. The concurrence of two-thirds of all members present and voting shall be required to pass any amendment(s).