

BY-LAWS
VENTURA UNIT #547
American Contract Bridge League

The Unit:

Is a subsidiary of the American Contract Bridge League (ACBL); recognizes the League as the parent organization having authority and control over tournament bridge in the United States; exists under the sanction of the League and functions within the Constitution, By-Laws, and Regulations of the League.

OBJECTIVES OF THE ORGANIZATION

The objectives of the organization shall be:

- (a) To preserve and promote the best interest of contract bridge and any modifications thereof;
- (b) To cooperate with and assist the League in the promotion and conduct of contract bridge tournaments;
- (c) To prescribe rules of eligibility for participation in tournaments under its own auspices;
- (d) To consider and pass upon reports of dishonest, unethical or improper conduct of participants in ACBL sanctioned events. Discipline persons guilty of such conduct in accordance with the ACBL Code of Disciplinary Regulations;
- (e) To promote the development and organization of affiliated clubs within the Unit;
- (f) To conduct such other activities as may be in keeping with its principal objectives.

ARTICLE I

UNIT JURISDICTION

The area assigned to the Ventura Unit shall be in accordance with the description in the Charter issued by the ACBL.

ARTICLE II

MEMBERSHIP

- A. Any person of good moral character and residing within the playing area of the Unit is eligible for membership. In California the playing area for Unit 547 is District 22.
- B. Such person may apply in writing to such persons or committees as the Board of Directors may direct and shall become a member upon complying with such requisites as the Board of Directors may, from time to time, adopt upon payment of annual dues.
- C. The filing of an application shall bind the applicant to full compliance with, and adherence to, these By-Laws, the Unit's Charter, and the Charter and By-Laws of the ACBL.
- D. Except as may be herein otherwise provided, a member shall enjoy and possess all rights of membership equally with all other members. The right of a new member to vote shall commence upon receipt of his/her membership card.
- E. Membership in the Unit shall carry with it membership in the ACBL.
- F. No one may be a member of more than one Unit.
- G. A member remains in good standing unless:
 - 1. They have failed to pay their dues in accordance with the regulations of the ACBL;
 - 2. They have been disciplined under Article V of these By-Laws.

ARTICLE III

DUES

- A. Annual dues shall be the amount fixed by the ACBL.
 - B. The board of Directors shall have no power to levy any special assessment.
- NOTE: It is permissible to request voluntary subscription to a Unit publication.

ARTICLE IV

MEMBERSHIP MEETINGS

- A. The Board of Directors shall fix the time and place of the annual meeting and shall give notice in writing of such meeting at least 15 days prior to the meeting.
- B. Special meetings of the members may be called at any time by the Board of Directors or by the President upon ten (10) days written notice to all members. The notice of any special meeting shall contain an agenda of the matters to be acted upon.
- C. A quorum for the transaction of business at any annual or special meeting shall consist of 25 members.
- D. No proxies shall be permitted.

ARTICLE V

UNIT BOARD OF DIRECTORS

- A. **Number of Directors**
The affairs of the unit shall be managed and conducted by the Board of Directors, which shall consist of at least seven (7) persons, all of whom must be members of Unit 547. The number may be increased by any duly elected Board at its discretion.
- B. **Term of Office**
Each Director shall hold office for a period of two years, which shall coincide with either the calendar or fiscal year of the Unit and shall continue to hold office until re-elected or his/her successor shall have been duly elected. A minimum of three (3) Directors shall be elected annually.
- C. **Nominations**
The Board of Directors, at least 30 days prior to the annual membership meeting, shall select a Nominating Committee, composed of three persons, a majority of whom shall not be members of the current Board of Directors. Said Nominating Committee shall meet prior to the delivery of notices of the annual meeting and shall prepare a slate of Directors to be placed in nomination by it at the annual meeting of the members.
 - 1. The names of the persons nominated as Directors by the Nominating Committee shall be made known to the members in the notice of the annual meeting at least 15 days prior to said meeting.
 - 2. Additional nominations may be made by the membership from the floor at the time of the annual meeting.
- D. **Elections**
Every qualified member shall be entitled to one vote for each Director to be elected at the annual meeting. If there are more candidates than vacancies, all ballots shall be secret. All candidates are entitled to have witnesses at the counting. Ballots shall be counted by two (2) members selected by the President.
- E. **Vacancies**
Any vacancy on the Board of Directors shall be filled by the Board of Directors, and the person so appointed shall hold office during the unexpired term.

F. **Meetings**

The Board of Directors shall hold a minimum of ten (10) meetings a year, the first of which shall be immediately after the annual membership meeting for the purpose of transacting such business as may come before it. Subsequent regular meetings shall be held pursuant to regulations established by the Board of Directors on appropriate notice.

1. A *Special Board Meeting* to conduct urgent business may be called by the President or any three (3) members of the Board, either by telephone, mail, or personal contact to all members, stating the subject, time, and place.

G. **Quorum**

A quorum of the Board of Directors for the transaction of business shall consist of not less than a majority of the number of Directors duly elected.

H. **Powers and Duties**

1. To acquire, hold, administer, maintain and dispose of all the property of the Unit;
2. To appropriate the funds of the Unit for the purpose set forth in these By-Laws;
3. To hire and discharge employees and to supervise their conduct and to fix their compensation;
4. To audit all receipts and disbursements of the Unit;
5. To conduct, manage, supervise, and control all the business of the Unit, including but not limited to the conduct of tournaments, the selection of all dates and locations for holding such tournaments and the making of all contracts in connection therewith;
6. To censure, suspend, expel or otherwise discipline any member. But no member shall be censured, suspended, expelled, or otherwise disciplined until he/she has been furnished with written charges to which he/she has had time to reply or until after a hearing of which he/she has received reasonable notice. He/she may be represented by counsel. Disciplinary action by the Unit may be appealed to the National Board of Directors. The right of a member against whom charges are pending to play in tournaments during such pendency shall not be affected unless otherwise directed by the Board;
7. Any board member with a conflict of interest must recuse himself/herself from voting on that matter.

ARTICLE VI

UNIT OFFICERS

A. **Number**

The officers of the Unit shall consist of President, Vice President, Secretary, and Treasurer. A Recording Secretary may be elected at the discretion of the Board.

B. **Election**

The Board of directors shall elect all officers at its first meeting following the annual membership meeting, and the persons elected shall hold office for one year or until their successors have been duly elected.

C. **Duties**

The duties of the officers shall be as outlined in the By-Laws of the ACBL.

ARTICLE VII

IMPEACHMENT

Any officer or Director may be removed for cause at any meeting of the Board of Directors provided two-thirds of those present constituting a quorum shall so vote. Any officer or Director against whom impeachment charges shall be brought shall be notified in writing by registered mail of the charges

against him/her at least ten (10) days prior to the meeting and shall be given an opportunity to be heard before the Board of Directors and to be represented by counsel of his/her own choosing.

ARTICLE VIII

AMENDMENT TO THE BY-LAWS

Amendments to the By-Laws may be made by the members of the Unit upon petition signed by at least 40 members and submitted to the Secretary at least 15 days in advance of the annual meeting or any special meeting called for the purpose; or upon petition signed by at least four (4) members of the Board of Directors. It shall be the duty of the Secretary to incorporate the text of the proposed amendment in the notice of the meeting. The concurrence of two-thirds of all members present and voting shall be required to pass any amendment.

ARTICLE IX

TOURNAMENTS

The Unit shall have complete authority over all tournaments conducted by it—subject to the regulations of the ACBL.

ARTICLE X

COMMITTEES

- A. The President with approval of the Board of Directors shall appoint such committees as may be necessary or desirable to perform the functions of the organization and he/she shall define their duties.
 1. Among the committees appointed by him/her may be the following standing committees:
 - a. Tournament Committee;
 - b. Conduct and Ethics Committee;
 - c. Membership Committee;
 - d. Publicity Committee.

The foregoing By-Laws were revised and approved by the membership of Ventura Unit #547, American Contract Bridge League, on January 10, 2009.

Mike Gaddis, President

Dennis Charles, Secretary