

Bylaws of the Aiken Bridge Club

1. Description

The Aiken Bridge Club is a member-owned not-for-profit club, with membership open to all interested bridge players. It is an open bridge club member of Unit 160, District 7 of the American Contract Bridge League (ACBL), with all the rights, privileges, and obligations thereof.

2. Purpose

The purpose of the Aiken Bridge Club is to provide a means for its members to enjoy the game of ACBL sanctioned duplicate bridge.

3. Definitions

- a. Member: All persons who are current in payment of his/her dues are members of the Aiken Bridge Club.
- b. Voting Member: A Voting Member is a member who has played in at least 6 Aiken Bridge Club games in the previous twelve months, and who is current in payment of his/her dues.

4. Club officials

The Aiken Bridge Club shall have a Club Manager, a Treasurer, and a Board of Directors. The Board of Directors shall consist of 7 members: the Club Manager, Treasurer, and 5 Directors elected as described in Section 7. The Club Manager shall serve as President of the Board of Directors.

Other temporary or ad hoc positions, such as recording secretary for meetings, sectional tournament coordinator, partnership chairman, game director, or ACBL Unit 160 representative shall be appointed by the Manager for whatever term the manager elects.

5. Duties of Club officials

a. Duties of the Manager:

- i. File tax returns with the state and federal governments and complete any other legal documents required of a not-for-profit organization.
- ii. Ensure proper and timely payment of Club expenses.
- iii. Approve investment of Club funds in FDIC insured checking accounts, savings accounts, money market funds, and certificates of deposit. For investment in other financial instruments (e.g. mutual funds, stocks, bonds) in excess of fifty (50) percent of the Club's available resources, a Special Meeting shall be called for the purpose of approving such investments (see Committees and Meetings section of these Bylaws). The Board may, in its sole discretion, make such investments as long as total investments remain below 50% of the Club's available resources..
- iv. Ensure compliance with all obligations of the Aiken Bridge Club to the ACBL, the District and the Unit. These include, but are not limited to: requisite monthly reports and payments, requests and payments for the annual sanctions for the regular club games and the annual sectional, and for appointment of representatives to the Unit or District.
- v. Arrange for a pleasant and convenient place to play.
- vi. Ensure that all required supplies are on hand.

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- vii. With the approval of the club directors involved, select the types of games to be played according to ACBL rules.
 - viii. Generate publicity for the club and promote games to encourage new membership.
 - ix. Schedule and organize social events.
 - x. Issue an updated roster of membership as often as necessary but at least every two years.
 - xi. Provide a copy of the Bylaws to a member requesting one, maintain a paper copy where games are held, and maintain an electronic copy on the computer used to score games.
 - xii. Maintain a record of Club correspondence, financial documents, reports, and minutes of meetings.
 - xiii. Delegate authority to Club members to aid in carrying out his/her duties.
 - xiv. Appoint two Voting Members to serve as tellers to collect, count, and report the result of written ballots, such as for the election of Manager.
 - xv. Upon one or more member's petition for resolution of a grievance involving recurring issues such as perceived ACBL "zero tolerance" policy violations, appoint a Grievance Committee of any number of members. The responsibilities of the Grievance Committee are described elsewhere in these Bylaws.
- b. Duties of the Treasurer:
- i. Manage Club checking, savings, and investment accounts.
 - ii. Collect game fees and deposit them in the checking account.
 - iii. Write checks to pay recurring obligations of the club, including: monthly rent, monthly ACBL fees, and reimbursement of purchases.
 - iv. Write checks for discretionary expenditures as authorized by a voucher signed or initialed by the Manager.
 - v. Prepare a monthly written financial report (assets and liabilities, income and expenditures) and provide a copy for inspection by members.
- c. Duties of the Board of Directors
- i. Provide suggestions and advice to the Manager to best achieve the purpose of the club.
 - ii. Set annual membership dues.
 - iii. Identify and implement strategies that promote the viability and growth of the Club.
 - iv. Provide financial oversight of budgets, expenditures, assets and liabilities of the club.

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- v. Appoint an audit committee, composed of not more than 3 members, to audit and report the club's financial status, for those events or circumstances specified elsewhere in these Bylaws.
 - vi. For any election, appoint a Nominating committee of three members, one of whom shall be a member of the Board of Directors and who shall chair the committee, and two of whom shall be from the Voting Membership.
 - vii. Elect on an annual basis from among the Board Members, other than the Treasurer, a Vice-President to assume responsibilities of Manager when the Manager is absent, unavailable, or has resigned.
6. Committees and Meetings (All meetings shall follow Robert's Rules of Order)
- a. Board Meetings: the Board shall hold open, transparent meetings no less frequently than quarterly. All Board meetings shall be announced at the Club and on the Club's website. At least 50% of the Board Members shall constitute a quorum.
 - b. Special Meetings: meetings of the membership may be called at any time by the Manager or by petition of fifteen (15) or more Voting Members in the form of a motion to be voted upon. There shall be fourteen (14) days advance notice at scheduled game sessions to all Voting Members of the meeting date, time, location, and agenda. Such notice shall also be provided on the Club's website and by email to those members who have provided email addresses to the Club. No new initiatives may be presented for voting without appropriate notice (i.e., calling a subsequent meeting or referral to the Board). The members present at a special meeting shall constitute a quorum. Absentee ballots shall be permitted, but do not count towards a quorum. Decisions or actions voted by a majority of those voting shall be binding upon the club. Minutes of such meetings shall be recorded and published for the members.
 - c. Grievance Committee: this Committee shall rely on ACBL guidance where available (e.g. ZeroTolerance Policy) and shall resolve grievance issues in the best interest of the club. The Committee is granted the authority to impose sanctions upon members. The Grievance Committee findings and sanctions shall be provided in written form to the involved parties.
 - d. Appeals Committee: the Director of a game session shall hear and rule upon all appeals. The Aiken Bridge Club has elected to not have a formal Appeals Committee for game session rulings, as permitted by Law 93 of the ACBL "Laws of Duplicate Bridge". The session Director is encouraged to consult other accredited ACBL Directors in attendance to assist in a ruling.
 - e. Audit Committee: this committee shall perform audits of the Club financial records annually, and immediately after the term, recall, or resignation of the Manager or the Treasurer. The Audit Report findings shall be published for the members.
 - f. Dissolution: Dissolution of the club shall be put to the membership for approval/disapproval. Upon dissolution, any remaining club assets shall be distributed to charities selected by the Board of Directors, in accordance with prevailing laws and customs for non-profit organizations.
 - g. Annual Meeting: an annual meeting of club members shall be held in January.

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7. Elections

- a. Annual Elections: election of Club Officials shall take place at the annual meeting in January. Newly elected Club Officials shall assume office on the first day of the following February.
- b. Election of Manager, Treasurer, and Board: All Voting Members are eligible to be Manager, Treasurer or Board Members. These officers are elected at the Annual Meeting to serve a three year term, limited to two consecutive terms. Commencing January 2016, elections shall follow a three-year cycle as follows: the Manager and Treasurer are elected for three year terms beginning January 2016, three Board Members are elected for three year terms beginning January 2017, and the remaining two Board Members are elected for three year terms beginning January 2018.
- c. The method of election shall be as follows:
 - i. Nominations: the Nominating Committee shall determine that any person nominated is a Voting Member in good standing and receive from any nominee the consent to serve if elected. The Committee shall also solicit nominations from Voting Members of the Club at each weekly game session. The names of the nominees shall be announced to the members at least fourteen (14) days prior to the voting process. Nominations may also be made from the floor at the Annual Meeting.
 - ii. Voting Process: Voting for elected club officials shall be conducted at the club Annual Meeting or at a Special Meeting called by the Board of Directors. Voting Members may cast one vote each for Club Manager and Treasurer. For Board of Director positions, Voting Members may cast votes equal to the number of open positions, with a maximum of one vote per candidate. The candidates receiving the highest number of votes will fill any open positions. Envelopes containing a ballot shall be provided to each Voting Member present. Each member voting shall write their name on the outside of the envelope, write his or her choice on the ballot, enclose the ballot in the envelope, seal the envelope, and provide the envelope to the game director or one of the tellers. Members not present may forward their votes (in a sealed envelope, with name on outside and voting ballot on inside) to a director at any time prior to the close of voting. It is the responsibility of the member to assure that such absentee ballots are delivered to a director prior to the close of voting. Proxy votes are not permitted.
 - iii. Voting Tally: the appointed tellers shall convene after completion of the voting process and confirm the legitimacy (e.g. Voting Member, one vote per member) of each ballot envelope. Ballots shall be removed from envelopes in such a manner as to avoid associating a member with a ballot. The tellers shall tally and report the results. Any member receiving a majority of the votes shall be declared the new Manager. If no one obtains a majority, the voting process shall be repeated the following week with the choices being limited to the two candidates receiving the most votes in the first election. If this second vote should result in a tie, the current Manager will select the new Manager from the two candidates.
- d. Resignation
In the event that the Manager resigns or is otherwise unable to serve, an election shall be held within 30 days in the manner described in these bylaws. The Manager so elected will serve from the moment of determination until the end of the previous manager's term. Should any other Board Member resign or otherwise unable to perform their duties, the Manager shall, with the advice and consent of the remaining Board Members, appoint a replacement to serve the remainder of the member's term.

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e. Recall

Any Voting Member who feels a Manager is not properly performing the required duties may have the Manager replaced by the following recall process. A petition requesting replacement of the Manager and stating the reason for the attempted replacement must be signed by fifteen (15) Voting Members and presented to the Treasurer. The voting process and voting tally shall follow the election method described elsewhere in these Bylaws. If the majority of votes received approve the recall, the Vice-President becomes interim Manager, and a new Manager is selected in the manner described for a resignation of a Manager. Nothing herein shall preclude the interim Manager from becoming Manager.

8. Bylaws Changes

a. Amendments

- i. The Manager may appoint a Bylaws Committee of at least three members, not including the Manager or Treasurer, to draft amendments to the Bylaws.
- ii. Upon petition by fifteen (15) or more Voting Members, the Manager shall appoint a committee of at least three members, not including the Manager or Treasurer, to draft amendments to the Bylaws.
- iii. When a Bylaws amendment is drafted, the Bylaws Committee shall meet to finalize the wording and determine if the change is significant or merely administrative. If any member of the Bylaws Committee concludes that the change is significant, the amendment will be put to a ratification vote of the membership as described elsewhere in these Bylaws. For administrative changes only, the Bylaws may be amended without a ratification vote and distributed to the members as described elsewhere in these Bylaws.

b. Ratification

Copies of the draft amended Bylaws approved by the Bylaws Committee will be made available to all members at scheduled sessions for 30 days following the committee approval. Directors will announce availability of the draft and request members to indicate "yes" (with comments if desired) or "no" (with reasons if desired), and sign their selection to ensure one vote per member. The Bylaws Committee and the Directors shall determine, in their sole discretion, whether the vote shall be separately on (1) each individual change, (2) all changes together, or (3) some changes individually with the remaining ones grouped together, enabling separation of technical or cosmetic changes from significant or contested changes. Directors will collect the signed votes and provide them to the appointed tellers. The tellers shall tally and report the results to the Bylaws Committee. If more than half of the votes for a submitted Bylaws change are for approval, the Bylaws shall be deemed ratified. The Bylaws Committee will make any administrative or clarification changes they deem appropriate from comments received in the voting process, and then present the final ratified Bylaws to the Manager. The Manager must agree that any such changes are only administrative, clarifying, technical or cosmetic. Otherwise, such changes must be ratified. The results of the ratification vote will be evident to the members by the distribution of Bylaws as described below.

c. Distribution

Copies of amended Bylaws are to be openly available at each game for the two weeks following their approval or ratification and made available on the Club's website. Attention to their availability will be made by the Manager or the director at each session.