

**AMERICAN CONTRACT BRIDGE LEAGUE  
Northwest Florida Unit 219**

**CONSTITUTION AND BY-LAWS**

**Revised 30 January 2017**

**CONSTITUTION**

**Article I**

**Name**

- A. The name of this organization shall be the NORTHWEST FLORIDA UNIT of the AMERICAN CONTRACT BRIDGE LEAGUE.
- B. The short title of the NORTHWEST FLORIDA UNIT, as used in this Constitution and its accompanying By-Laws, is the Unit, and the short title of the AMERICAN CONTRACT BRIDGE LEAGUE is the League.
- C. The Unit:
  - 1) Is a subsidiary of the League;
  - 2) Recognizes the League as the parent organization, having authority and control over tournament bridge in the United States; and
  - 3) Exists under the sanction of the League, and functions within the constitution, by-laws, and regulations of the League.

**Article II**

**Objects of the Organization**

- A. The objects of the organization shall be:
  - 1) To preserve and promote the best interests of the competitive or tournament form of the game of contract bridge and/or any modification(s) thereof that may develop in the future;
  - 2) To cooperate with and assist the League in the promotion and conduct of contract bridge tournaments conducted by the League in the Northwest section of the State of Florida from and including Leon County west to and including Escambia County;

- 3) To conduct bridge tournaments under its own auspices in the Northwest section of the State of Florida from and including Leon County west to and including Escambia County;
- 4) To prescribe rules of eligibility for participation in tournaments under its own auspices or those of its affiliated clubs;
- 5) To act as governing authority in the Northwest section of the State of Florida over contract bridge tournaments conducted by its affiliated clubs, and to regulate dates thereof to avoid conflict;
- 6) To consider and pass upon reports of dishonest, unethical, or improper conduct of participants in tournaments, and to bar or suspend persons guilty of such conduct from further participation in tournaments;
- 7) To promote the development and organization of affiliated clubs within the Unit; and
- 8) To conduct such other activities as may be in keeping with its principal objectives.

**Article III**  
**Unit of Jurisdiction**

- A. The geographical area of the Unit, assigned to it by the Board of Directors of the League, shall be the Northwest section of the State of Florida, from and including Leon County west to and including Escambia County. This area may be modified from time to time.
- B. For the purpose of representation on the Board of Directors, the Unit shall be divided into four areas:
  - 1) NORTHERN AREA – Escambia and Santa Rosa Counties;
  - 2) WESTERN AREA – Okaloosa and Walton Counties;
  - 3) CENTRAL AREA – Holmes, Jackson, Bay, Washington, and Calhoun Counties; and
  - 4) EASTERN AREA – Franklin, Liberty, Gadsden, Wakulla, and Leon Counties.

**Article IV**  
**Membership**

- A. Any person of good moral character who resides within the playing area of the Unit and whose application is favorably acted upon by the Unit shall become a member. Persons who desire to become members shall make application in such form and by such means as the Board of Directors of the Unit may determine or authorize from time to time.
- B. Membership in the Unit automatically carries with it membership in the League.
- C. The filing of an application shall bind the applicant to full compliance with and adherence to these By-laws, the charter, and By-laws of the League.
- D. A member of the Unit may be, but is not required to be, a member of an affiliated club in the Unit.
- E. Except as may be herein otherwise provided, a member shall enjoy and possess all rights of membership equally with all other members.
- F. If a member changes his official residence to a place outside the playing area of the Unit, he shall cease to be a member of the Unit.
  - 1) He also ceases to be a member of the League unless and until he is accepted for membership by a Unit in the area of his new residence.
  - 2) No one may be a member of more than one Unit.
- G. A member remains in good standing unless:
  - 1) He has failed to pay his dues within six (6) months following the expiration date of the Unit's fiscal year; or
  - 2) He has failed to pay his dues within thirty (30) days following notice by Certified or Registered mail sent at least thirty (30) days after the expiration of the Unit's fiscal year; or
  - 3) He has been disciplined under Article III, Section A (5) of the By-laws.

**Article V**  
**Administration of Organization Affairs**

- A. The affairs of the Unit shall be administered by the Board of Directors.
- B. The Board of Directors shall be made up of twelve (12) members of the Unit, duly elected in accordance with the provisions and restrictions contained in the By-laws. Every fourth year, in the year of the U.S. Presidential elections, the Board of Directors shall reapportion representation among the four areas on the basis of membership on January 1<sup>st</sup> of that year. The percentage of Directors allotted to each area shall be as close as possible to the percentage of the Unit membership in that area. The reapportionment must precede the annual elections.
- C. Elections to fill membership on the Board of Directors will be held annually before November 10 in each of the four areas of the Unit in accordance with the Procedures set forth in Article I of the By-laws.
- D. The Board of Directors shall elect a President and one or more Vice Presidents, such offices to be filled by members of the Board of Directors.
- E. The Board of Directors shall select a Secretary and a Treasurer on an annual basis. These two offices may be held by one person.
- F. In accordance with League regulations, the Unit will be entitled to at least two (2) representatives on the District Board of Directors. The President shall automatically become one member and the remainder shall be elected from the Unit Board by the members of the Board.
- G. The President may vote at meetings of the Board of Directors only when his vote is necessary to break a tie.

**Article VI**  
**Amendments**

- A. Amendments to the Constitution and By-laws may be moved at any regular or special meeting of the Board of Directors, providing ten (10) days notice in writing has been given to the members of the Board, announcing the intention to revise the Constitution or By-laws at the said meeting.

- B. When a two-thirds majority of the Board of Directors present and voting approve an amendment, it shall be submitted to the members, either at the next annual meeting or at a special meeting called for the purpose of amending under the provision for special meetings in the By-laws, Article II, Section E. A two-thirds majority of all members present and voting shall be required to pass any amendment. When an amendment is passed, it shall become effective at the date specified therein, or immediately if no date is specified.

## **BY-LAWS**

### **Article I** **Elections**

- A. At the annual Board of Directors election in his area, each member shall be entitled to one vote for each vacancy on the Board that is to be filled by a member from his area.
- B. The election shall be by secret ballot. Neither proxies nor absentee ballots are permitted.
- C. In the Unit's first year of operation, six (6) Directors shall be elected for one (1) year terms and six (6) for two (2) year terms. Thereafter, six (6) Directors shall be elected each year for two (2) year terms. These persons shall be voting members of the Board of Directors. The Chairperson of the Sandestin Regional shall serve as Vice President of the Unit Board.
- D. On or before August 1<sup>st</sup> of each year, the President shall appoint four nominating committees consisting of three members from each of the four areas; however, none of the members of said committees shall be appointed from the Board of Directors. Each of these committees shall nominate two members of the Unit from its area as candidates to fill each vacancy on the Board that is allotted to the area under the provisions of Article V, Section B of the Constitution.
- E. The nominating committee of each area shall furnish the Secretary written notification of the date, hour, and location of its area's annual Board of Directors election, and a list of the nominees, at least thirty (30) days prior to said election. If the nominating committee decides to poll at more than one time and place, it shall notify the Secretary of all the dates, hours, and places at least thirty (30) days prior to the first polling. The Secretary will thereupon transmit this election information to each affiliated club in said area. The nominating committee will conduct and supervise the election and report its outcome to the Secretary within five (5) days thereafter.
- F. Additional nominations may be made by the membership, but such nominations must be in writing, signed by at least ten (10) persons in good standing, and must be mailed to the Secretary of the Unit at least ten (10) days prior to the area's election.
- G. As soon as practicable following the annual elections, the retiring President shall call a meeting of the new Board of Directors for the purpose of electing a President, one (1) or more Vice-Presidents (i.e., a Vice-President in addition to the Chairperson for the Sandestin Regional), and one (1) or more District Representatives, said offices to be filled by members of the Board of Directors, and for the purpose of selecting a Secretary and

Treasurer. This meeting is to be held during the progress of a tournament held under the auspices of the Unit. Time and place shall be specified by the President.

- H. The President and District Director(s) shall hold office for a period of two (2) calendar years beginning on January 1<sup>st</sup> following the annual election, as long as they are elected (if required) by their local areas. All other officers shall hold office for a period of one (1) calendar year beginning on January 1<sup>st</sup> following the annual election. Directors shall hold office for two (2) years beginning on January 1<sup>st</sup> following the annual election, except for the first year of operation when six (6) members will be elected for one (1) year terms.

## **Article II** **Meetings**

- A. The annual meeting of the members of the Unit shall be held during a tournament held under the auspices of the Unit, following the annual elections of Directors, with time and place to be specified by the President.
- B. The annual meeting of the Board of Directors shall be held during a tournament held under the auspices of the Unit, following the annual elections of Directors, with time and place to be specified by the President.
- C. Special meetings of the Board may be called by the President, or upon written request of not less than a majority of the Board of Directors, or upon written request of not less than twenty (20) percent of members in good standing.
- D. A quorum of the Board of Directors for the transaction of business shall consist of not less than a majority of the Board.
- E. 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 taken up at such meeting.

## **Article III** **Powers and Duties**

- A. In addition to the powers granted by other provisions of these By-laws and the laws of the State of Florida, the Board of Directors shall have the following powers and duties:
  - 1) To acquire, hold, administer, maintain, and dispose of all 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, to supervise their conduct, and to fix their compensation;
- 4) To audit, 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;
- 5) To censure, suspend, expel, or otherwise discipline any member. However, no member shall be censured, suspended, expelled, or otherwise disciplined until he has been furnished with written charges to which he has had time to reply, or until after a hearing at which he has had time to reply, or until after a hearing of which he has received reasonable notice. He 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; and
- 6) To insure the enforcement of the laws, rules, and regulations of the League as they apply to Unit and Unit club activities.

**Article IV**  
**Membership**

- A. Membership dues shall be payable on or before the due date ascertained by the League.
- B. Both the amount of dues and the period of time covered shall be established by the League Board of Directors.
- C. Members joining at any time during the year shall pay either the full dues or the appropriate fraction thereof, according to the League rules in effect at the time.
- D. The Board of Directors shall have no power to levy any special assessment.
- E. All Unit members will be listed with the League, automatically making them members of the League. Application for membership may be made through the officers or the offices of the affiliated clubs of the Unit or the Unit's Secretary.
- F. The privileges of all members in good standing shall be as follow:



- 1) To vote in person at the annual District meetings for the election of members to the Board of Directors;
  - 2) To receive all notices of the Unit and all publications of the League;
  - 3) To participate in any tournament and/or other activities conducted by the Unit and the League; and
  - 4) To be eligible for election as a member of the Board of Directors from his District, or for appointment as a member of any of its committees, subject to restriction(s) hereinafter imposed.
- G. For the purpose of the within section of the By-laws, a member shall be considered in good standing if his dues for the current year are paid, and he is not under suspension, either in the League or the Unit.
- H. Subject to the restrictions in the By-laws, the Board may, at its own discretion, revoke membership in the Unit, or may suspend it for a definite or indefinite period of time.

**Article V**  
**Board of Directors**

- A. Among the powers hereby conferred upon the Board of Directors are:
- 1) To discuss and decide on the general policies pertaining to the Unit;
  - 2) To elect the Unit's officers;
  - 3) To amend the Constitution and By-laws as herein provided; and
  - 4) To fix all dates and locations of tournaments conducted and promoted by the Unit.
- B. In the event of a vacancy occurring on the Board of Directors from death, removal from the Unit, or any other cause, the Board of Directors shall have the authority to appoint a member from the same district to fill the unexpired term of the member whose place is vacant. Election, for this interim, shall be by secret ballot.
- C. A member of the Board of Directors may be removed from office if two-thirds of the members present and voting at a regular or special meeting of the Board determines that said member has:

- 1) Failed to maintain membership in the League;
- 2) Been absent from two (2) consecutive Board meetings without good and sufficient cause;
- 3) Acted in a manner not in the best interest of the Unit, District, or bridge as a whole; or,
- 4) No longer resides in the Northwest Florida Unit 219.

**Article VI**  
**Unit Officers**

- A. The officers of the Unit shall consist of a President, one (1) or more Vice President(s), a Secretary, a Treasurer, and two (2) or more Representatives to the District Board of Directors.
- B. The President, the Vice President(s), and the Representative(s) to the District Board of Directors must be members of the Unit Board of Directors. Other officers are not required to be members of said Board.
- C. The President shall serve as a Representative to the District 9 Board of Directors, ex officio. The Unit Board shall elect the other District Representative(s) apportioned to the Unit. District Representatives must be members of the Unit Board.

**Article VII**  
**Duties of Officers**

- A. The President shall preside at all meetings of the Board of Directors. He shall supervise the management of the affairs of the Unit and shall perform all other duties incidental to his office. He shall be a member ex officio of all committees and shall be Chairman of the Board of Directors.
- B. As the occasion may arise, the First Vice President shall assume the duties of the President during his absence, or during his inability for any legitimate reason to act.
- C. The Secretary shall keep the minutes of the annual meeting and of all meetings of the Board of Directors. He shall give and serve all notices of the Unit. He shall be custodian of the

records of the Unit. He shall attend to all correspondence and perform all of the duties incidental to the office of Secretary.

- D. The Treasurer shall have the care and custody of and be responsible for all the funds and securities of the Unit, and deposit all such funds in the name of the Unit in such bank or banks, trust company, or safe deposit vault as the Board of Directors may designate. He shall sign, make, and endorse in the name of the Unit all checks, drafts, vouchers, warrants, and orders for the payment of money, and pay out and dispose of same and receipt therefore, under the direction of the President or the Board of Directors. In the absence of the Treasurer, the President of the Unit shall be authorized to sign the foregoing items. He shall exhibit at all reasonable times his books and accounts to any officer or Director of the Unit. He shall render a statement of the condition of the finances of the Unit at each regular meeting of the Board of Directors and at the annual meeting of the Unit, and at such other times as shall be required of him by the President or the Board of Directors. He shall do and perform all duties appertaining to the office of the Treasurer.

**Article VIII**  
**Secretary and Treasurer Compensation**

If and at such time as there are sufficient funds, the Board of Directors is hereby empowered to contract for Secretary and Treasurer services. Fee for such services shall be determined annually by the Board.

**Article IX**  
**Committees**

Committees may be appointed by the President for any special purpose or emergency. Such special committees shall be automatically disbanded when the purpose for which they were created has been fulfilled.

**Article X**  
**Order of Business**

- A. The order of business shall be as follows:
- 1) Reading of minutes of the previous meeting;
  - 2) Treasurer's report;
  - 3) Correspondence;

- 4) Reports of Officers;
- 5) Reports of Committees;
- 6) Unfinished Business;
- 7) Old Business;
- 8) New Business;
- 9) Elections; and
- 10) Resolutions.

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

**Article XI**  
**Quorum**

At a membership meeting, whether annual or special, a quorum for the transaction of business shall consist of not less than twenty-five regular members in good standing, including Directors.

**Article XII**  
**Amendments**

The procedure for amending the By-laws is set forth in Article VI of the Constitution.

**AMENDMENT I**  
**Allocation of Sectional Tournaments**

Sectionals are allocated to the Unit by the District and re-allocated to the four (4) areas of the Unit by the Board of Directors. Sectional tournaments will be allocated only to local bridge associations, and not to individuals. Table fees as set by the Unit shall be budgeted and paid to the Unit. These fees are in addition to League table fees and other tournament expenses.

**AMENDMENT II**

**Elections: Apportionment within an Area**

In elections for the Unit Board of Directors, an area may apportion its representation geographically, subject to Unit approval. This amendment in no way changes the procedures set forth in Article I of these By-laws.