

# ARTICLES AND BYLAWS OF THE CENTRAL COAST UNIT #572

## NAME AND AFFILIATION

The name of this organization is Central Coast Unit #572 (CCU). CCU is part of District 20 of the American Contract Bridge League (ACBL) or its successor. CCU and these articles are subject to ACBL rules and regulations. (The CCU is also known as ACBL Unit #572 for tax reporting and financial purposes).

## PURPOSE

CCU is organized and managed to provide an opportunity for all persons to play contract bridge, with emphasis on duplicate events.

## ARTICLE I

### PRINCIPAL OFFICE AND JURISDICTION

#### 1.1 Office

The principal office of CCU is the Board President's residence.

#### 1.2 Jurisdiction

The geographic area of this Unit is such area assigned by the ACBL. This area is subject to change as determined by the ACBL.

## ARTICLE II

### UNIT MEMBERSHIP

#### 2.1 Members

Members are those individuals who are members in good standing of ACBL and who reside within the geographical area of the unit as designated by the ACBL or who have been assigned to or transferred into the unit by ACBL.

#### 2.2 Membership Applications

An individual may become an ACBL member by completing an application for membership and submitting it along with appropriate fee to any club in the Unit or to the ACBL itself. Sanctioned Clubs within the Unit when these Bylaws were amended are:

**Florence** (Sanction 196642)

**Glenden Beach** (Sanction 215145)

**Miracle Miles** (Sanction 209684)

**Newport** (Sanction 123729)

**Pinery Street** (Sanction 260059)

(Note: Sanctioned Clubs may be added or removed from time to time. The Unit Secretary maintains a current list of all Sanctioned Clubs within the CCU).

2.3 Termination of Membership

Membership in CCU is automatically terminated by failure to maintain ACBL membership. Members also may be terminated or suspended in accordance with established ACBL rules for dishonest, unethical, or improper conduct.

## ARTICLE III

### UNIT BOARD OF DIRECTORS

3.1 Purpose

The Board of Directors manages the affairs of the CCU in accordance with these Bylaws.

3.2 Composition

Officers of the Unit Board will consist of a President, Vice President, Secretary and Treasurer. In addition to the four officers, the Board will include one Director representing each club within the Unit. Ex-officio members of the Board will include:

- The immediate past president of the Board who provides advice and counsel to the incoming Board and actively enters in discussions but, as an ex-officio member, does not vote on issues before the Board.
- A Tournament Coordinator who will be appointed by the Board to serve at the Board's request and direction. The function and duties of the Tournament Coordinator are established at the time of the appointment. The Tournament Coordinator, if not already a member of the Board, will have the right to participate in and vote on any and all tournament matters considered by the Board.
- Any other persons appointed by the President with the approval of the Board, who provide information or advice to the Board on an ad hoc basis. These may include, for example, the Education Chair, Membership Chair, etc. These persons have no voting rights at those times they attend a Board meeting to provide information and advice in their area of responsibility.

## ARTICLE IV

### UNIT OFFICERS

4.1 Nomination and Election of Officers

At least 30 days prior to the Annual Meeting, the Unit President shall appoint a nomination committee. This committee will submit a slate of candidates for the offices to be filled to the Board at the Annual Meeting. Any member from any club in the unit may be nominated. Persons who accept nomination and are elected, agree to serve to the best of their ability and to devote an appropriate amount of their time to their duties as officers of the Board. At the Annual Meeting Board members will consider both the slate of nominees as well as any nominations received from the floor at that time and will elect officers for the new

Board. Each Board member has one vote. In order to satisfy the requirements of 3.2 above, those clubs having their representative elected as an officer, will provide a second representative to the new Board at the next meeting.

4.2 Term of Office

Each elected Officer shall hold office for two years beginning the first day of the year after election. The President and Treasurer will be elected to serve starting on even-numbered years, and the Vice President and Secretary elected to serve starting on odd-numbered years.

4.3 Vacancies

Any Officer vacancy on the Unit Board of Directors, except the President, shall be filled by appointment by the President with the advice and consent of the remainder of the Board. Persons so appointed shall hold office for the balance of the unexpired term. Vacancy of the office of President is covered by 4.4(b) below.

4.4 Duties of Officers

The duties of the officers include, but are not limited to, those listed below:

- (a) The President shall convene and preside at all Unit Board Meetings, appoint committee Chairs, and be responsible for the proper conduct of Unit affairs.
- (b) The Vice President shall be responsible for arrangements and other activities involving the Unit games. He/she shall act in the absence of the President and assume the office of President if required.
- (c) The Secretary shall handle all correspondence for the Unit, take and record minutes for all meetings, and maintain files (including a listing of all current ACBL-sanctioned clubs within the Unit.
- (d) The Treasurer shall keep the financial records for the Unit, collect fees at Unit games, pay bills as authorized by the Board, and provide an annual itemized financial statement to the Board at the Annual Meeting. There shall be an external annual audit of the Unit financial records and statement. The Treasurer shall cooperate with the Board-selected and compensated external auditor, who shall submit a written statement to the Board regarding the accuracy of the Unit's financial records and of the Treasurer's financial statement.

4.5 Removal of Officers

The Board may remove any Officer or Director for cause at any meeting of the Unit Board by a two-thirds (2/3) majority vote of those present, provided a quorum is present. Such Officer or Director shall be notified in writing of such proposed action at least ten (10) days prior to the meeting.

## ARTICLE V

### MEETINGS

#### 5.1 Annual Meeting

The Annual Meeting of Unit members shall be held at the last Board meeting of each year. The President shall fix the time and place of the Annual Meeting and establish an agenda which will include election of officers for the next term. Notice to the members of the Board of Directors and Club Presidents or Managers will be given by mail, email, telephone, or in person at least 10 days before the meeting.

#### 5.2 Special Meeting

The Unit President may call a Special Meeting as needed and is responsible for the meeting's agenda. A notice of the meeting shall be given to the members of the Board of Directors and Club Presidents or Managers by mail, email, by telephone or in person at least 10 days before the meeting.

#### 5.2.1 Emergency Meeting

Notwithstanding any provision of these Bylaws, a majority of club presidents may call an Emergency Meeting of Unit members. This majority will set an agenda for the meeting. Notice shall be given to all available Unit members as expeditiously as possible. Those present at the meeting shall elect a chairperson, who shall act as Interim President. The Unit members at the meeting then shall have the powers and responsibilities of directors with each having one vote. The Interim President will vote only in the event of a tie. Actions taken at an Emergency Meeting may only address the issues raised on the original meeting agenda and if passed by majority vote will supersede any opposing Board actions.

#### 5.3 Attendance

All officers and members of the Board of Directors will, if possible, attend all meetings of the Board. Any other members of the Unit may attend and may participate in discussions but may not vote on matters being considered.

#### 5.4 Quorum

More than 50% of the officers or members of the Board of Directors will constitute a quorum for the transaction of business.

#### 5.5 Voting

A majority of voting members of the Board present at the meeting is required to pass any action of the Board provided that a quorum of voting members is present. In the event of a tie vote, the measure being voted on is considered to have failed.

#### 5.6 Frequency of Meetings

The Board of Directors shall hold as many meetings a year as needed to conduct business.

#### 5.7 Conduct

Meetings shall be conducted in accordance with *Robert's Rules of Order*. The Secretary shall be the authority on those Rules.

## **ARTICLE VI**

### **AMENDMENTS TO THE ARTICLES AND BYLAWS**

#### **6.1 Amendments**

Any Unit member may submit a proposed amendment to these Articles and Bylaws to the Secretary at least ten (10) days in advance of the Annual or a Special Meeting convened by the President. The Secretary will include the text of the proposed amendment in the notice of the meeting. A quorum and concurrence of two-thirds (2/3) of those Board members and officers present and voting is required to pass any amendment.

## **ARTICLE VII**

### **UNIT CONDUCT AND ETHICS**

- 7.1 When necessary, the Board shall appoint a Hearing Committee of five (5) Unit members to address any complaints of dishonest, improper, or unethical conduct by any member of the Unit. Procedures for disciplinary actions as set forth in the ACBL Handbook will be followed.
- 7.2 The President, with the consent of the Board, will appoint a Unit member as Ethics Chair.. The Ethics Chair will serve as the focal point for all matters of ethics and conduct for the unit and will provide the Board with periodic briefings on any ethics or conduct information or concerns provided by the ACBL or by unit clubs or membership.

**Amended and adopted by the Unit Board at their meeting on 6 December 2008.**