

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 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 the ACBL itself.

2.3 Termination of Membership

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

2.4 .Sanctioned Clubs within the Unit are listed in the Manual of Policies and Procedures of ACBL Unit 572 (See Article VI)

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.

3.3 Participation

- Any sanctioned club within the Unit may opt not to have representation on the Unit Board. This would be done by formal written notice to the Unit Secretary. Such clubs would be part of the Unit, but would have no say in Unit affairs and would be bound by Unit Board decisions.
- Any Sanctioned club within the Unit may, at their discretion, name a "permanent" proxy among existing Board members. This person would

vote for them on issues brought before the Board. The proxy would be named formally in writing to the Unit Secretary, with copies to the members of the Unit Board and is changeable at any time, again by formal written notice.

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 the (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 of Managers will be given by mail, e-mail, 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, e-mail, by telephone or in person at least 10 days before the meeting.

5.2.1 Emergency Meeting

Notwithstanding any provision of the 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 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.
- 5.4 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

POLICY MANUAL

A manual entitled "Manual of Policies and Procedures of ACBL Unit 572" shall be created and maintained by the Unit Secretary. This Manual shall contain policies and procedures enacted by the Board which are intended to be ongoing and not one time actions. The manual shall also include a list of the active sanctioned club comprising the Unit. The provisions of the manual are binding on Unit 572 and the Board of Directors. These provisions may be modified, deleted or added to from time to time only by official action of the Board of Directors.

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 dishonesty, 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.

ARTICLE VIII

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 of the Board 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.

Amended and adopted by the Unit Board at their meeting on January 14, 2012.