

White Rose Bridge Club Bylaws

Mission Statement: To promote the playing of duplicate bridge in a friendly environment; to provide facilities to play bridge, and to educate those interested in playing bridge.

Article I Name - This organization is incorporated in the state of Pennsylvania under the name "White Rose Bridge Club, Inc."

Article II Purposes

- A. To provide a place and opportunity for playing bridge under the rules of the American Contract Bridge League (ACBL)
- B. To offer regular educational programs to learn and improve bridge

Article III Membership

- A. Any person paying annual dues is a member of White Rose Bridge Club, Inc.
- B. Members shall pay annual dues as established by the Board of Directors. Upon paying dues, each member will have full voting privileges at the Annual Meeting and any special membership meetings. They may also attend, but not vote at the Board of Directors meetings.
- C. Non-dues paying players are assessed a surcharge per session established by the Board of Directors.

Article IV Officers

- A. The officers of the White Rose Bridge Club, Inc. will be President, Vice-President, Secretary, and Treasurer and will be members in good standing.
- B. Election of Officers
 - a. The Nominating Committee will present a slate of nominations for officers to the membership 30 days in advance of the Annual Meeting.
 - b. Additional nominations with prior consent of the nominee may be made from the general membership at the Annual Meeting.
- C. Term of office will be two years and will not exceed two consecutive terms
- D. Duties of Officers
 - a. President
 - i. Preside at all board and membership meetings
 - ii. Appoint committee chairs as necessary
 - iii. Serve as ex-officio member of all committees
 - iv. Send the agenda for an upcoming meeting at least 7 days prior to the meeting.
 - v. Recommend to the board for its approval any contract and all contractors for the White Rose Bridge Club
 - b. Vice President
 - i. Assist the President in his/her duties
 - ii. Act as President in his/her absence
 - iii. Chair the Nominating Committee

- c. Secretary
 - i. Record the minutes of Board of Directors and membership meetings
 - ii. Notify the club membership of the Annual Meeting
- d. Treasurer
 - i. Record and deposit all funds received by the Club
 - ii. Disburse funds of the Club as authorized by the Board of Directors
 - iii. Maintain accurate records of all financial transactions of the Club
 - iv. Report monthly on the financial condition of the Club at each Board of Directors meeting, including, but not limited to, profit/loss and balance sheets
 - v. Present a report at the Annual Meeting covering the club's financial status and major transactions of the previous year This report shall be on file and available to any member upon request.
 - vi. Ensure that an annual audit, according to general accounting principles, is conducted, and the results reported at the Annual Meeting
 - vii. Chair the Finance Committee

Article V Board of Directors

- A. Number and qualifications
 - a. Any member in good standing may be elected to the Board of Directors.
 - b. Membership will be composed of seven to thirteen members, including the club officers, who will serve without compensation.
- B. Term of Office
 - a. Directors will be elected for a term of three years with no more than three positions expiring in any given year.
 - b. Board members will be limited to two consecutive three-year terms and will be eligible for re-election after one-year lapse.
- C. A vacancy arising from any situation will be filled by appointment by the remaining Board of Directors' members in order to fill the unexpired term.
- D. The Board of Directors will have the sole power to conduct the business of White Rose Bridge Club, Inc.
- E. Any Director by filing written notice may resign at any time. Any director may be removed from the Board if recommended and approved by the majority of the Board of Directors.
- F. A majority of the members present will constitute a quorum.
- G. The Board of Directors will meet monthly during the year. Notice will be given of such meetings at least seven days prior to the day of the meeting.
- H. The Board of Directors will assure that a designee(s) will attend ACBL District 4 meetings and there will be full representation on the Unit 168 Board.

Article VI Meetings

- A. General/Annual Membership Meetings
 - a. Notice and agenda items will be given to members thirty days prior to the meeting.
 - b. A majority of those present will constitute a quorum.
 - c. The Annual Meeting will occur in October of each year.

B. Special Meetings

- a. Any five members may request a special meeting of the membership. This request will be submitted to the Board of Directors.
- b. If deemed necessary by the Board of Directors, the Secretary will give 10 days' notice of a special meeting.
- c. Business transacted at all special meetings will be confined to the stated purpose of the meeting.
- d. A majority of the members present will constitute a quorum.

Article VII Committees

A. Standing Committees

- a. Nomination Committee
 - i. Will be chaired by the Vice President
 - ii. Will be composed of the immediate past President and two members
 - iii. Will be responsible to present a slate of Officers and Directors for election at the Annual Meeting
- b. Facilities Committee
 - i. Will be chaired by the President or his/her designee
 - ii. The Chair will appoint up to three members, including the Club Manager, to serve on the committee for two years and will make recommendations to the Board of Directors.
 - iii. Will be responsible for recommending action for operation and maintenance of the grounds and equipment
- c. Finance Committee
 - i. Will be chaired by the Treasurer
 - ii. The chair will appoint up to three members to serve on the committee for two years and will make recommendations to the Board of Directors.
 - iii. Will design an annual budget and review the budget quarterly against income and expenditures
 - iv. Will set the fiscal year as determined by the Board of Directors
- d. Special Events Committee
 - i. The President will appoint a Chair and two other members to the committee, including the Club Manager.
 - ii. Will be responsible for organizing special events and tournaments
- e. Membership Committee
 - i. The President will appoint a Chair and two other members to the committee.
 - ii. Will maintain a list of all active members
 - iii. Will coordinate the recruiting efforts of the club
- f. Bylaws Committee
 - i. The Bylaws Committee will be comprised of the chair and two other members.
 - ii. Will ensure that the Bylaws are reviewed annually

B. Special Committees

- a. Chairs will be appointed by the Board of Directors as needed.

- b. Special committees will exist for a designated purpose and dissolve at completion of the purpose.

Article VIII Personnel

- A. Club Manager
 - a. Will report to the Board of Directors
 - b. Will conduct all business with the ACBL and ensure that all Club games are sanctioned and conducted within the rules and guidelines of the ACBL
 - c. Schedule all Club Championships and special Club games, ensuring that they are all ACBL compliant
 - d. Establish the type of game and appropriate master point limits
 - e. Transmit ACBL fees and records of ACBL and Master Points earned by players at the Club games
 - f. Update Club and ACBL members' Master Points records periodically
 - g. Coordinate all game directors and teachers
 - h. Report monthly and year-to-date table count to the Board
 - i. Report on year-to-date table count at the Annual Meeting
- B. Any additional Club personnel will be approved by the Board of Directors and bridge-related personnel will report to the Club Manager.

Article IX Indemnification

The Club will indemnify each of its Board Members against all reasonable expenses incurred in the defense of any litigation to which the member may have been a party because he/she served as a Board Member. The Board Member will have no right to indemnification, however, in relation to matters in which he/she was judged liable for negligence or misconduct or was derelict in the performance of his/her duties. The right to indemnity for expenses will apply also to suits, which are compromised or settled, if approved by the Court having jurisdiction.

Article X Dissolution

The Club will be dissolved and its affairs concluded by a majority vote of the members present at a duly organized Membership Meeting. In the event of dissolution, the remaining assets of the Club will be distributed to an ACBL Unit 168, District 4 entity as approved by a 2/3 vote of the members present at the dissolution meeting. If no ACBL clubs are eligible, then assets will be distributed to a charitable trust or non-profit organization as approved by a 2/3 vote of the members present at the dissolution meeting.

Article XI Parliamentary Authority

Robert's Rules of Order, Revised will be used as parliamentary authority for all procedures not specifically covered in these Bylaws.

Article XII Amendments

- A. A proposed amendment to these Bylaws must be submitted in writing to the President for inclusion on the agenda at the next Board of Directors meeting.

- B. After approval by the majority of the Board of Directors, the proposed changes will be presented to the general membership 30 days prior to the Annual Meeting or a Special Meeting.
- C. A proposed amendment must receive a vote of $2/3$ of the members present at the meeting in order to be approved.

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