

Complete Revision Adopted January 9, 2011, amended January 26, 2015, January 31, 2016, January 27, 2019, January 30, 2022, and March 16, 2025.

By-Laws of Palm Springs Unit 533 of ACBL

A separate legal entity of the American Contract Bridge League (ACBL)

Introduction: Palm Springs Unit 533 of the ACBL is a separate legal entity that interacts with the American Contract Bridge League (ACBL) through the Unit charter process and exists for the purposes specified in Article 1 of these Bylaws. As such, the Unit and its members shall be subject to and abide by the Bylaws and regulations of the ACBL as in existence and amended from time to time by ACBL. No rule, regulation or bylaw adopted by the Unit shall be inconsistent with or be in contravention of the rules, regulations and bylaws of the ACBL,

ARTICLE I

OBJECTIVES OF THE ORGANIZATION

The objectives of the organization shall be:

- a. To preserve and promote the best interest of the competitive or tournament form of contract bridge and any modification thereof;
- b. To cooperate with and assist the ACBL in the promotion and conduct of contract bridge tournaments in the Unit's jurisdiction;
- c. To conduct bridge tournaments under its own auspices within its own jurisdiction;
- d. To encourage the highest standards of conduct and ethics by its members, and to enforce such standards;
- e. To consider and pass upon reports of dishonest, unethical or improper conduct of participants in tournaments, club games or any other bridge functions per ACBL **regulation**.
- f. To promote and support the development and organization of all affiliated clubs within the Unit.
- g. To publish and maintain a website for the members; and
- h. To conduct such other activities as may be in keeping with its principal objectives.

ARTICLE II

UNIT JURISDICTION

Unit 533 will have jurisdiction in such areas as are presently **assigned** by the ACBL and as may be modified by the ACBL from time to time.

ARTICLE III

MEMBERSHIP

Section 1. Any person who is a member of the ACBL and resides within the geographical area over which this has jurisdiction shall be a member of Unit 533. Any person who lives outside the geographical area over which this Unit has jurisdiction may apply for membership in the Unit according to regulations established by the ACBL. Any person who resides within the

geographical area of the Unit may apply to become a member of a different unit according to regulations established by the ACBL.

Section.2. In accordance with the procedures established by the ACBL Board of Directors, the members in good standing (as defined by ACBL Rules and Regulations) of the Unit shall have voting rights and any other legal rights or privileges in connection with the governance of the Unit. Members of the Unit shall be required to abide by, and to conduct themselves in a manner consistent with, the bylaws, regulations, policies, code of conduct and ethics standards established by the ACBL.

Section 3. A member shall remain a member of the Unit unless and until he/she changes his/her residence to a place outside the jurisdiction of the Unit, without taking the necessary steps to retain membership in Unit 533, per ACBL regulations.

Section 4. After a waiting period of thirty (30) days a member in good standing shall be entitled to vote and to be eligible for the election or appointment to any office of the Unit.

Section 5. No member shall receive any pecuniary gain from Unit membership, except as salary, wages, fees or expense reimbursements, as provided in these By-laws.

ARTICLE IV DUES

Section 1. The annual dues, services fees and payment date shall be prescribed under the rules and regulations of the ACBL.

ARTICLE V MEMBERSHIP MEETINGS

Section 1. The Annual Meeting of the Unit shall be held in the first calendar quarter of each year at such time and place as fixed by the Unit President. The agenda of the Annual Meeting shall include presentation of annual reports and **transactions** of such other business as may properly come before the meeting **including the election of new board members**. Failure to hold an annual meeting shall not work a forfeiture or dissolution of the Unit or invalidate any action taken by the Board of Directors or officers of the Unit.

Section 2. The Board of Directors shall notify the membership at least thirty (30) days prior to the Annual Meeting by **email and** by posting a notice **on** the Unit's website.

Section 3. Upon notice of at least thirty (30) **days** to the membership, as outlined in Section 2 above, a **Special Meeting** of the membership may be called:

- a. by the President;
- b. by any 5 members of the Unit Board of Directors;
- c. or by written request of at least **fifty (50)** members in good standing as of the date of the request.

The **Special Meeting** shall contain an agenda of only those matters to be taken up at such special meeting, and no other matter(s) requiring a vote of the members shall be considered.

Section 4. If a vote is to be taken at a Membership Meeting, the Secretary shall certify prior to the meeting that a quorum exists. A quorum will be fifty (50) of the Unit Members in good standing on the date the meeting is scheduled including those who are present at the meeting and those whose electronic ballots were received at least one day prior to the date the meeting is scheduled.

Section 5. Electronic ballots shall be made available seven days prior to the election, . The electronic vote may be revoked at an annual or special meeting by a member in good standing who is present at the meeting and wishes to change his/her vote.

Section 6. No proxies shall be permitted.

ARTICLE VI

UNIT BOARD OF DIRECTORS

Section 1. The affairs of Unit 533 shall be managed and conducted by the elected Board of Directors, which shall consist of nine Unit members in good standing. To conduct business at a meeting of the Board, the Board shall require a quorum present or available by Zoom or conference call, which shall be a majority of the number of directors duly elected and serving at the time business is to be conducted.

Section 1(a). The Board, as the sole governing body of the Unit, shall be responsible for the promotion and advancement of competitive bridge, including but not limited to new player development, sanctioned tournaments, and educational programs that benefit the membership. In keeping with the stated objectives of the organization the Board shall promote the development and organization of all affiliated clubs in its jurisdiction without bias.

Section 2. The Board shall be made up of a minimum of seven (7) or a maximum of nine (9) directors, each elected for a period of three (3) years. The directors will be announced annually at the Unit's annual membership meeting and they will take office immediately following their election. Directors shall continue to serve until being relieved by a qualified successor who has been either elected or appointed. Removed

Section 3(a). A call for candidates to fill those board positions up for re-election shall be made via email announcements with the first such no later than 60 days prior to the election and a second at 30 days. The call shall also be posted to the Unit website. .

Section 3(b). Additional nominations may be made by petition from the general membership. A nominating petition must contain the approval of the nominee and twenty-five (25) signatures of members in good standing and be presented to the Board. Only such nominations received by the Board prior to publication of the notice of the Annual Meeting shall be publicized in the notice of the Annual Meeting or on the electronic ballots sent to members.

Section 3(c). Nominations may not be made from the floor of the Annual Meeting.

Section 3(d). If the number of candidates for the vacant board positions is the same as the number of vacant positions the voting process may be waived by the Board two weeks prior to the Annual Meeting and the candidates appointed by acclamation. If there are contested positions, electronic ballots will be mailed to each member of the Unit seven days before the

Annual Meeting. The Vice-President of the Board will then tally the emailed votes received prior to the meeting and those votes tallied at the meeting itself. The results will be announced at the Annual Meeting. .

Voting shall be by secret ballot and every member in good standing shall be entitled to one vote for each director to be elected. Cumulative voting will not be permitted.

Section 4. Regular meetings of the Board shall be held with at least five (5) days prior notice, a minimum of **six (6)** times each year. Issues that arise between meetings may be acted upon via email votes as necessary. Special meetings of the Board may be called at any time by the President, the Board or upon the written request of five (5) or more Directors. Members of the Board may participate in a meeting of the Board by means of a conference telephone or a Zoom type interface by means of which all persons participating in the meeting can hear each other at the same time and participation by such means shall constitute presence in person at a meeting for purposes of a quorum.

Section 5. Vacancies on the Board due to death, disability, resignation, impeachment, or any other cause, shall be filled by appointment by the Board of a replacement to complete the balance of that director's term. Failure of a director to attend three (3) consecutive meetings shall be grounds for removal from the Board.

Section 6. No person who receives financial compensation or benefits directly or indirectly from owning or managing an ACBL sanctioned face to face or virtual club game catering to members located in the geographical area of Unit 533 may be nominated for, elected to or appointed to the Board. This also applies to anyone who directs an ACBL sanctioned club game located in the geographical area of Unit 533 for financial compensation. In the event a current Board member assumes ownership, manages or directs a face to face or virtual club game as defined above for financial compensation or benefit that director's seat is deemed vacant after thirty (30) days.

Section 7. The Board of Directors shall have the following powers and duties, in addition to those granted elsewhere in these By-laws and by the State of California;

- a. to acquire, hold, administer, maintain and dispose of all property of the Unit;
- b. to administer the Unit funds for the purposes set forth in these By-laws;
- c. to hire and discharge employees (including an auditor), to supervise their conduct, and to fix their compensation;
- d. to provide for an audit of all receipts and disbursements, annually and whenever there is a change in the treasurer's office;
- e. to conduct, manage and supervise, and control all of the business and financial affairs of the Unit, including but not limited to the conduct of tournaments, the selection of all dates and locations for holding such tournaments, and making of all contracts in connection therewith; and
- f. to require prior authorization of all payments in excess of **five-hundred (\$500)** dollars and to require the signature of any two of these three officers: President, Vice-President and Treasurer.

ARTICLE VII UNIT OFFICERS

Section 1. The officers of the Unit shall be a President, Vice-President, Secretary and Treasurer. The offices of Secretary and Treasurer may be combined and held by one member.

Section 2. At the beginning of the first Board meeting after the election of new Board members, the newly elected Board members will meet together with carryover Board members for the sole purpose of electing officers for the following year. Those elected shall hold office for one (1) year or until their successors shall have been duly elected and qualified...

Section 3. All officers must be directors, except the Secretary and the Treasurer who may or may not be directors.

Section 4. The President shall preside as chair at all meetings of the membership and of the Board. The President shall supervise and manage the affairs of the Unit and perform all other duties incidental to the office. The President shall be an ex-officio member of all committees. It shall also be the President's duty to create new and/or additional committees and appoint chairpersons to all committees.

Section 5. The Vice-President shall assist the President in the execution of the President's duties and perform all other duties as the President or the Board may direct. In addition, the Vice-President shall replace the President whenever the President lacks capacity to function.

Section 6. The duties attendant on the Secretary shall include, among others:

- a. attending Board meetings and membership meetings;
- b. insuring there are minutes of all Board meetings and membership meetings;
- c. notifying the Board members of any regular or special meeting of the Board;
- d. typing and posting, as soon as possible after the meeting, a copy of the minutes of all Board meetings. Electronic communication may be used.
- e. insuring that any disciplinary complaints received from the Unit are immediately forwarded to the District Recorder.
- f. maintaining records and correspondence; and
- g. certifying in a timely manner that a quorum exists at any annual or special meeting.

Section 7. The duties of the Treasurer shall include, among others:

- a. care custody and responsibility of all funds, securities and property of the Unit;
- b. keeping full and accurate accounts of receipts and disbursements belonging to the Unit;
- c. depositing all monies and valuables in the name of and to the credit of the Unit in such depositories as may be designated by the Board;

- d. disbursing the funds of the Unit as may be directed by the Board of Directors, taking proper vouchers for each such disbursement; and
- e. rendering to the directors, at all meetings or whenever they require it, an account of all transactions and of the financial condition of the Unit.

ARTICLE VIII STANDING RESPONSIBILITIES

Section 1. The Unit Board is responsible for certain functions in support of the membership and the clubs. Such responsibilities are assigned to individual Board Members by the President. Committees may be assigned in support of these responsibilities as applicable. These functions include but are not limited to:

- a. Tournaments: Duties include making all necessary arrangements for the holding of tournaments within the complete authority of the Unit, subject to the regulations of the ACBL
- b. Special Games: Duties include scheduling and coordinating extra masterpoint (non-tournament related) games for the benefit of our membership and clubs, subject to the regulations of ACBL.
- c. Membership: Duties include reaching out to members who appear to be lapsing and insuring that additions, removals, and changes in our membership are forwarded to the Unit Webmaster and to Clubs so that member email distribution lists are updated. New members should also be welcomed.
- d. Education: Duties include developing and administering a plan to support education programs for our members.
- e. Awards: Duties include insuring that members are recognized for their bridge related achievements.
- f. Board Election: Duties include insuring that the requirements of these Bylaws relative to the Elections are met.
- g. Communications: Duties include the publication and distribution of a newsletter and other necessary emails to all members of the Unit, columns in support of the District's publications, and other publicity and correspondence that may be required.
- h. Special Committees. The President or the Board may appoint special committees from time to time, as necessity dictates. Such committees are automatically dissolved when the purpose for which they had been created has been fulfilled.

ARTICLE IX IMPEACHMENT

Any officer or Board director may be removed for cause at any meeting of the Board, provided that at least **two thirds of the** Board members so vote. Any officer or Board member against whom impeachment charges are pending shall be given:

(1) at least ten (10) **days' notice** in writing.

(2) the opportunity to be heard before the Board and to be represented by counsel of such officer's or director's own choosing. The action taken by the Board shall be conclusive and final.

ARTICLE X AMENDMENTS TO THE BY-LAWS

Section 1. Amendments to the By-laws may be proposed:

1. by members of the Board, or
2. by a petition signed by at least **fifty (50)** members in good standing at the date the petition is served on the Board.
3. Notice of any proposed By-laws amendment shall be **sent by email to the members and by** posting the notice on the Unit's website at least forty-five (45) days in advance of the annual meeting or any special meeting called for that purpose. **The text or a link to such text of the proposed By-laws amendment should be included in the notice of any annual or special meeting whose agenda includes the proposed amendments.**

Section 2. **. A vote on the proposed Amendments shall be conducted in accordance with Article V, Sections 4-6 of these By-Laws. . .** No amendment shall be retroactive.

ARTICLE XI RULES OF ORDER

The latest edition of Robert's Rules of Order, revised, shall be accepted as the governing authority for procedure of this organization in all matters not specifically covered by these By-laws.

ARTICLE XII NON-SMOKING EVENTS

All Unit functions and events shall be non-smoking.